

No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise.

PURPOSE FUNDS

PURPOSE **INVESTMENTS**

Simplified Prospectus

ETF shares, ETF non-currency hedged shares, U.S. dollar denominated ETF non-currency hedged shares, Series A shares, Series A non-currency hedged shares, Series F shares, Series F non-currency hedged shares, Series I shares, Series TA5 shares, Series TF5 shares, Series XA shares, Series XA non-currency hedged shares, Series XF shares, Series XF non-currency hedged shares, Series XUA shares, Series XUA non-currency hedged shares, Series XUF shares, Series XUF non-currency hedged shares and Series P shares (as indicated)

Purpose Core Dividend Fund⁽¹⁾

Purpose Tactical Hedged Equity Fund⁽²⁾

Purpose Monthly Income Fund⁽³⁾

Purpose Total Return Bond Fund⁽⁴⁾

Purpose Best Ideas Fund⁽⁵⁾

Purpose Real Estate Income Fund⁽⁶⁾

Purpose Canadian Equity Growth Fund⁽⁷⁾

Purpose Canadian Income Growth Fund⁽⁷⁾

Purpose Tactical Asset Allocation Fund⁽⁸⁾

Purpose Core Equity Income Fund⁽⁹⁾

* Each a class of shares of Purpose Fund Corp.

ETF units, U.S. dollar denominated ETF non-currency hedged units, Class A units, Class F units, Class I units and Class E units

Purpose Canadian Preferred Share Fund⁽¹⁰⁾

Purpose Marijuana Opportunities Fund⁽¹⁰⁾

Purpose Cash Management Fund⁽¹¹⁾

Foundation Wealth Equity Pool⁽¹²⁾

Foundation Wealth Income Pool⁽¹²⁾

Foundation Wealth Diversifier Pool⁽¹²⁾

Black Diamond Impact Core Equity Fund⁽¹¹⁾

Purpose USD Cash Management Fund⁽¹³⁾

ETF units, Series A units, Series UA units, Series F units, Series UF units, Series I units and Series X units

Purpose Strategic Yield Fund

ETF units, Series A units, Series F units, Series I units, Series X units and Series P units

Purpose Multi-Asset Income Fund

ETF units, Series A units, Series F units and Series I units

Purpose Energy Transition Fund (*formerly, Purpose Global Climate Opportunities Fund*)

ETF shares, U.S. dollar denominated ETF non-currency hedged shares, Series A shares, Series F shares, Series I shares and Series UF shares (unless otherwise indicated)

Purpose Enhanced Premium Yield Fund^{**(14)}

Purpose Global Resource Fund^{**(15)}

Purpose Special Opportunities Fund^{**(15)}

Purpose Global Bond Class^{**(16)}

Purpose Global Innovators Fund^{**(17)}

**** Each a class of Purpose Mutual Funds Limited**

- (1) Offering ETF shares, Series A shares, Series F shares, Series I shares, Series XA shares, Series XF shares, Series XUA shares, Series XUF shares and Series P shares.
- (2) Offering ETF shares, ETF non-currency hedged shares, Series A shares, Series A non-currency hedged shares, Series F shares, Series F non-currency hedged shares, Series XA shares, Series XA non-currency hedged shares, Series XF shares and Series XF non-currency hedged shares.
- (3) Offering ETF shares, Series A shares, Series F shares, Series XA shares, Series XF shares, Series XUA shares and Series XUF shares.
- (4) Offering ETF shares, Series A shares, Series F shares, Series XA shares and Series XF shares.
- (5) Offering ETF shares, ETF non-currency hedged shares, Series A shares, Series A non-currency hedged shares, Series F shares, Series F non-currency hedged shares, Series I shares, Series XA shares, Series XA non-currency hedged shares, Series XF shares, Series XF non-currency hedged shares, Series XUA shares, Series XUA non-currency hedged shares, Series XUF shares and Series XUF non-currency hedged shares.
- (6) Offering ETF shares, Series A shares, Series F shares, Series I shares, Series XA shares and Series XF shares.
- (7) Offering Series A shares and Series F shares.
- (8) Offering ETF shares, U.S. dollar denominated ETF non-currency hedged shares, Series A shares, Series F shares, Series I shares, Series TA5 shares, Series TF5 shares, Series XA shares, Series XF shares and Series XUF shares.
- (9) Offering ETF shares, Series A shares, Series F shares and Series I shares.
- (10) Offering ETF units, Class A units and Class F units.
- (11) Offering ETF units, Class A units, Class F units and Class I units.
- (12) Offering Class E units.
- (13) Offering U.S. dollar denominated ETF non-currency hedged units, Class A units, Class F units and Class I units.
- (14) Offering ETF shares, Series A shares, Series F shares, Series I shares and Series UF shares.
- (15) Offering Series A shares and Series F shares.
- (16) Offering ETF shares, U.S. dollar denominated ETF non-currency hedged shares, Series A shares and Series F shares.
- (17) Offering ETF shares, Series A shares and Series F shares.

April 14, 2023

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INTRODUCTION

In this document, “we”, “us” and “our” refer to Purpose Investments Inc. (“**Purpose**” or the “**manager**”). We refer to all of the Purpose Funds listed on the front cover of this simplified prospectus as the “**funds**” and each individual Purpose Fund as a “**fund**”.

Each of the Purpose Trusts (defined herein) is a mutual fund established as a trust under the laws of the province of Ontario. The authorized capital of each Purpose Trust includes (a) for all Purpose Trusts, one or more classes of exchange-traded units (“**ETF Units**”) and (b) one or more classes of mutual fund units (defined herein). An unlimited number of ETF Units and mutual fund units are authorized for issuance.

On January 1, 2019, Purpose Fund Corp. amalgamated with Purpose Fund Corp. II and Connected Wealth Funds Inc. to become “**Purpose Fund Corp.**” a mutual fund corporation established under the laws of the Province of Ontario. The authorized capital of Purpose Fund Corp. includes an unlimited number of classes of non-cumulative, redeemable, non-voting shares (each, a “**corporate class**”).

Purpose Mutual Funds Limited is a mutual fund corporation established under the federal laws of Canada. The authorized capital of Purpose Mutual Funds Limited includes 1,000 classes of non-cumulative, redeemable, non-voting shares (each, a “**corporate class**”).

Purpose Fund Corp. and Purpose Mutual Funds Limited are referred to herein as the “**Companies**” and each, a “**Company**”. Each class of shares of a Company (other than the common shares of a Company) is a separate mutual fund having specific investment objectives and is specifically referable to a separate portfolio of investments. Each such class is divided into separate series of shares (“**shares**”).

This simplified prospectus contains selected important information about the funds listed on the front cover to help you make an informed investment decision and to help you understand your rights as an investor.

This simplified prospectus is divided into two parts. Pages 2 to 137 of this simplified prospectus explain general information that applies to all of the funds as well as general information regarding mutual funds and their risks. Pages 138 to 224 contain specific information about each of the funds described in this simplified prospectus.

You will find more information about each fund in the following documents:

- (a) the fund’s most recently filed fund facts;
- (b) the fund’s most recently filed ETF Facts;
- (c) the fund’s most recently filed annual financial statements;
- (d) any interim financial statements filed after those annual financial statements;
- (e) the fund’s most recently filed annual management report of fund performance; and
- (f) any interim management report of fund performance filed after that annual management report of fund performance.

These documents are incorporated by reference into this simplified prospectus, which means that they legally form part of this simplified prospectus just as if they were printed as part of this simplified prospectus. You can get a copy of these documents, at your request, and at no cost, by calling us toll-free at 1-877-789-1517, by emailing us at info@purposeinvest.com or by contacting your dealer.

You can also get copies of this simplified prospectus, the fund facts, the ETF Facts, the management reports of fund performance and the financial statements from Purpose's website at www.purposeinvest.com.

These documents and other information about the funds are also available at www.sedar.com.

GLOSSARY

In this simplified prospectus:

“adjusted cost base” means, in general terms, the total price you paid for all the shares of a series or units of a class or series, as the case may be, of a fund in your account, including reinvested distributions. The adjusted cost base per share of a series or units of a class or series, as the case may be, is the weighted average price paid per share of that series or per unit of that class, as applicable.

“ADRs” means American Depository Receipts. An ADR is a type of negotiable financial security that is traded on a local stock exchange but which represents a security that is issued by a foreign publicly-listed company.

“basket of securities” means a group of securities or assets determined by Purpose from time to time representing the constituent securities of a fund.

“bond” means a long-term debt security issued or guaranteed by a government or business entity wherein the issuer promises to pay the holder a specified amount of interest and return the principal amount when the bond matures. Bonds can be transferred from one owner to another.

“business day” means any day on which the TSX, NEO Exchange or such other designated exchange on which the ETF Shares or ETF Units of a fund may be listed from time to time is open for trading.

“Canadian securities legislation” means the applicable securities legislation in force in each province and territory of Canada, all regulations, rules, orders and policies made thereunder and all multilateral and national instruments adopted by the securities regulatory authorities.

“CDS Participant” means a participant in CDS that holds ETF Shares or ETF Units, as the case may be, of a fund on behalf of beneficial owners of ETF Shares or ETF Units, as applicable.

“CDS” means CDS Clearing and Depository Services Inc.

“Class A Units” means Class A currency hedged mutual fund units of a fund.

“Class E Units” means Class E currency hedged mutual fund units of a fund.

“Class F Units” means Class F currency hedged mutual fund units of a fund.

“Class I Units” means Class I currency hedged mutual fund units of a fund.

“Company” means Purpose Fund Corp. or Purpose Mutual Funds Limited.

“constituent issuers” means, for each fund, those issuers whose securities are included in the portfolio of the fund from time to time.

“constituent securities” means, for each fund, securities of the constituent issuers or, where applicable, derivatives such as options, futures, forward contracts and swaps.

“Corp. Funds” means Purpose Corp. Funds, PFC Funds and PMF Funds and a **“Corp. Fund”** means any one of them.

“dealer agreement” means an agreement between Purpose, on behalf of one or more funds, and a dealer, as amended from time to time.

“dealer” means a registered dealer (that may or may not be a designated broker), that has entered into a dealer agreement with Purpose, pursuant to which the dealer may subscribe for ETF Shares or ETF Units, as the case may be, of a fund.

“debt securities” means obligations to repay borrowed money within a certain time, with or without interest (for example bonds, debentures, commercial paper, asset-backed commercial paper, notes and treasury bills (*T-bills*))).

“derivative” means a financial instrument that “derives” its value from the performance of an underlying asset, index or other investment.

“designated broker agreement” means an agreement between Purpose, on behalf of a fund, and a designated broker, as amended from time to time.

“designated broker” means a registered dealer that has entered into a designated broker agreement with Purpose, on behalf of a fund, pursuant to which the designated broker agrees to perform certain duties in relation to the ETF Shares or ETF Units, as the case may be, of the fund.

“DPSPs” means a deferred profit sharing plan as defined in the Tax Act.

“equity” means, in relation to buying shares of a corporation, the purchase of “equity”, or ownership rights, in such corporation. Shares of a corporation are often referred to as “equities”.

“ETF Share” means an ETF currency hedged share, U.S. dollar denominated ETF non-currency hedged share or ETF non-currency hedged share of the ETF series of a fund, as applicable.

“ETF Unit” means an ETF currency hedged unit or a U.S. dollar denominated ETF non-currency hedged unit of a fund, as applicable.

“ETF” means an exchange-traded fund.

“Exchange” means the TSX or NEO Exchange, as applicable.

“FHSA” means first home savings account.

“forward contract” means a commitment made to buy or sell a currency, commodity or security on a specific day in the future at a specified price. The terms of the contract are agreed upon when the commitment is made. Forward contracts are traded through an over-the-counter telephone or computer network.

“Foundation Wealth” means Foundation Wealth Partners LP.

“Foundation Wealth Funds” means Foundation Wealth Equity Pool, Foundation Wealth Income Pool and Foundation Wealth Diversifier Pool.

“funds” means a class of shares of a Company specifically referable to a separate portfolio of investments or a Purpose Trust, as the case may be.

“futures contract” means a contract, similar to that of a forward contract (described above), except that the contract has standardized terms and conditions and is traded only on a futures exchange, not over-the-counter.

“hedge” or **“hedging”** means a strategy used to offset or reduce the risk associated with an investment or a group of investments.

“investment advisor” means StoneCastle Investment Management Inc.

“leverage” means using borrowed funds to help pay for an investment. Leveraging magnifies the amount you make or lose, because the gain or loss is measured against the portion of the investment you have not borrowed, not against the total investment.

“liquidity” means a liquid investment that can be bought and sold on a public market. Liquidity also refers to how easy it is to convert an investment to cash at a reasonable price.

“index participation unit” or **“IPU”** is a security traded on a stock exchange in Canada or the U.S. that is issued by an issuer the only purpose of which is to hold the securities that are included in a specified widely quoted market index in substantially the same proportion as those securities are reflected in that index, or invest in a manner that causes the issuer to replicate the performance of that index.

“London Inter-Bank Offered Rate” (**LIBOR**) means the rate of interest on U.S.-dollar-denominated deposits traded between banks in London, widely monitored as an international interest rate indicator. It may be quoted as a one-month, three-month, six-month, or one-year rate. The LIBOR allows investors to match their cost of lending to their cost of funds, and is often used as a base index for setting rates of some adjustable rate financial instruments, including Adjustable Rate Mortgages (**ARMs**).

“management expense ratio” means the total fees and expenses a fund paid during a year divided by its average assets for that year.

“management fee rebate” means an amount equal to the difference between the management fee otherwise chargeable and a reduced fee determined by the Purpose, from time to time payable to certain securityholders of the funds who have signed an agreement with Purpose. Management fee rebates are reinvested in shares or units, as the case may be, unless otherwise requested.

“mutual fund shares” means collectively, the Series A Shares, Series F Shares, Series I Shares, Series TA5 Shares, Series TF5 Shares, Series UF Shares, Series XA Shares, Series XF Shares, Series XUA Shares, Series XUF Shares and Series P Shares of a fund, as applicable.

“mutual fund units” means Class A Units, Series A Units, Series UA Units, Class F Units, Series F Units, Series UF Units, Series TF6 Units, Class E Units, Class I Units, Series I Units, Series X Units and Series P Units of a fund, as applicable.

“NAV of the class” and **“NAV per unit”** means, in relation to a Purpose Trust, the net asset value of the fund attributable to the class or series of units and the net asset value per unit of that class or series, as applicable, calculated by the valuation agent.

“NAV of the series” and **“NAV per share”** means, in relation to a Corp. Fund, the NAV of the fund attributable to the series of shares and the NAV per share of that series, calculated by the valuation agent.

“NI 81-102” means National Instrument 81-102 – *Investment Funds*.

“NEO Exchange” means Aequitas NEO Exchange Inc.

“note” means a debt security committing the issuer to pay a specific sum of money, either on demand or on a fixed date in the future, with or without interest.

“option” means the owner’s right, but not its obligation, to buy or sell a security within a certain time period, at a specified price. A call option is the right to buy; a put option is the right to sell. The buyer of the option pays the seller a premium. Options can be traded on an exchange or over-the-counter.

“other securities” means ADRs or securities of investment funds other than constituent securities of a fund, including ETFs, mutual funds or other public investment funds or derivative instruments.

“over-the-counter trading” or **“OTC”** means trading in stocks or options through a computer or telephone network rather than through a public stock exchange.

“PFC Funds” means Purpose Canadian Equity Growth Fund, Purpose Canadian Income Growth Fund, Purpose Tactical Asset Allocation Fund and Purpose Core Equity Income Fund, and **“PFC Fund”** means any one of them.

“plan agent” means TSX Trust Company, plan agent for the dividend reinvestment plan.

“PMF Funds” means Purpose Enhanced Premium Yield Fund, Purpose Global Resource Fund, Purpose Special Opportunities Fund, Purpose Global Bond Class and Purpose Global Innovators Fund and **“PMF Fund”** means any one of them.

“portfolio turnover rate” means the portfolio turnover rate which is calculated based on the lesser of the value of securities purchased or sold divided by the average market value of portfolio securities for the period, excluding short-term securities.

“prescribed number of ETF Shares” means the number of ETF Shares of a Corp. Fund determined by Purpose from time to time for the purpose of subscription orders, exchanges, redemptions or for other purposes.

“prescribed number of ETF Units” means the number of ETF Units of a Purpose Trust determined by Purpose from time to time for the purpose of subscription orders, exchanges, redemptions or for other purposes.

“Purpose Corp. Funds” means Purpose Core Dividend Fund, Purpose Tactical Hedged Equity Fund, Purpose Monthly Income Fund, Purpose Total Return Bond Fund, Purpose Best Ideas Fund and Purpose Real Estate Income Fund, and **“Purpose Corp. Fund”** means any one of them.

“Purpose Trusts” means Purpose Canadian Preferred Share Fund, Purpose Marijuana Opportunities Fund, Purpose Strategic Yield Fund, Purpose Multi-Asset Income Fund, Purpose Energy Transition Fund, Purpose Cash Management Fund, Foundation Wealth Equity Pool, Foundation Wealth Income Pool, Foundation Wealth Diversifier Pool, Black Diamond Impact Core Equity Fund and Purpose USD Cash Management Fund and **“Purpose Trust”** means any one of them.

“RDSP” means a registered disability savings plan as defined in the Tax Act.

“RESP” means a registered education savings plan as defined in the Tax Act.

“return of capital” means the return of capital which occurs when a fund pays an amount to the shareholders or unitholders that is part of the capital of the fund rather than being a dividend or distribution paid out of amounts earned by the fund. This enables a fund to pay a set amount of distributions each year that may consist of, in part, dividends, and, in part, a return of share capital. The main benefit of return of capital distributions is that they are not immediately taxable when received. This makes it different from other types of distributions, such as dividends.

“RRIF” means a registered retirement income fund as defined in the Tax Act.

“RRSPs” means a registered retirement savings plan as defined in the Tax Act.

“securities” means investments of financial instruments such as shares, debt securities, units of an underlying fund and derivatives.

“Series A Shares” means Series A currency hedged mutual fund shares or Series A non-currency hedged mutual fund shares of a fund, as applicable.

“Series A Units” means Series A currency hedged mutual fund units or Series A non-currency hedged mutual fund units of a fund, as applicable.

“Series UA Units” means Series UA currency hedged mutual fund units or Series UA non-currency hedged mutual fund units of a fund, as applicable.

“Series F Shares” means Series F currency hedged mutual fund shares or Series F non-currency hedged mutual fund shares of a fund, as applicable.

“Series F Units” means currency hedged mutual fund units or non-currency hedged mutual fund units of a fund, as applicable.

“Series I Shares” means Series I currency hedged mutual fund shares.

“Series I Units” means Series I currency hedged mutual fund units.

“Series P Shares” means Series P currency hedged mutual fund shares of Purpose Core Dividend Fund.

“Series P Units” means Series P currency hedged mutual fund units of Purpose Multi-Asset Income Fund.

“Series TA5 Shares” means Series TA5 currency hedged mutual fund shares.

“Series TF5 Shares” means Series TF5 currency hedged mutual fund shares.

“Series TF6 Units” means Series TF6 currency hedged mutual fund units.

“Series UF Shares” means Series UF currency hedged mutual fund shares.

“Series UF Units” means Series UF currency hedged mutual fund units or Series UF non-currency hedged mutual fund units of a fund, as applicable.

“Series XA Shares” means Series XA currency hedged mutual fund shares or Series XA non-currency hedged mutual fund shares of a fund, as applicable.

“Series XF Shares” means Series XF currency hedged mutual fund shares or Series XF non-currency hedged mutual fund shares of a fund, as applicable.

“Series XUA Shares” means Series XUA currency hedged mutual fund shares or Series XUA non-currency hedged mutual fund shares of a fund, as applicable.

“Series XUF Shares” means Series XUF currency hedged mutual fund shares or Series XUF non-currency hedged mutual fund shares of a fund, as applicable.

“Series X Units” means Series X currency hedged mutual fund units.

“share” means an ETF Share or mutual fund share, as applicable.

“sub-advisor” means Neuberger Berman Canada ULC with respect to Purpose Core Dividend Fund, Purpose Tactical Hedged Equity Fund, Purpose Monthly Income Fund, Purpose Total Return Bond Fund, Purpose Best Ideas Fund and Purpose Enhanced Premium Yield Fund, Foundation Wealth with respect to the Foundation Wealth Funds and Black Diamond Asset Management Inc. with respect to the Black Diamond Impact Core Equity Fund.

“Tax Act” means the *Income Tax Act* (Canada).

“trading day” means a day on which: (i) a regular session of the TSX (or such other designated exchange on which the ETF Shares or ETF Units of a fund may be listed from time to time) is held; (ii) the primary market or exchange for the majority of the securities held by the fund is open for trading; and (iii) if applicable, the index provider calculates and publishes data relating to the index.

“treasury bills” or **“T-bills”** means short-term debt securities issued or guaranteed by federal, provincial or other governments. T-bills are issued at a discount and do not pay any interest. The return on a T-bill is the difference between the price you pay and its “face” or par value.

“TSX” means the Toronto Stock Exchange.

“U.S.” means the United States of America.

“units” means an ETF Unit or mutual fund unit, as applicable.

“valuation agent” means the company appointed from time to time by Purpose to calculate the NAV, NAV per share and NAV per unit, initially, CIBC Mellon Global Securities Services Company.

“valuation date” means each trading day and any other day designated by Purpose on which the NAV of each series of shares and NAV of each class or series of units, as the case may be, of each fund and the NAV per share of each such series and NAV per unit or series of each such class, as applicable, will be calculated.

“valuation time” means 4:00 p.m. (Toronto time) or such other time as Purpose may deem appropriate on each valuation date.

RESPONSIBILITY FOR MUTUAL FUND ADMINISTRATION

Manager and Trustee

Purpose Investments Inc. a corporation amalgamated under the laws of the Province of Ontario on March 31, 2018 is the manager and/or portfolio manager of the funds. The equity securities of the manager are owned by Purpose LP and Purpose GP Inc. The address, phone number, email address and website of Purpose is 130 Adelaide Street West, Suite 3100, P.O. Box 109, Toronto, Ontario M5H 3P5, 1-877-789-1517, info@purposeinvest.com and www.purposeinvest.com. The manager manages the Corp. Funds pursuant to the terms of a management agreement between Purpose Fund Corp. and Purpose (the “**PFC Management Agreement**”) and a management agreement between Purpose Mutual Funds Limited and Purpose (the “**PMFL Management Agreement**” and together with the PFC Management Agreement, the “**Management Agreements**”). The manager manages the Purpose Trusts pursuant to the funds’ declaration of trust or trust agreement, as applicable, and if applicable, its management agreement with the Purpose.

Management Agreements

In accordance with the Management Agreements, as manager of the Corp. Funds, we:

- (a) manage the overall activities and operations of the funds;
- (b) provide or arrange for investment management and administrative services required by the funds including, but not limited to, all investment services and all services related to issuing, distributing and redeeming shares of the funds; and
- (c) provide all necessary information to shareholders of the funds.

The PFC Management Agreement will continue indefinitely unless otherwise terminated in accordance with its terms. However, the manager may resign as manager of a fund upon 120 days’ notice to the Company. The Company may terminate the PFC Management Agreement at any time if Purpose becomes bankrupt or insolvent or makes a general assignment for the benefit of its creditors.

The PMFL Management Agreement will continue indefinitely unless otherwise terminated in accordance with its terms. However, the manager may resign as manager of a fund upon 90 days’ written notice to the fund and its shareholders. The Company may terminate the PMFL Management Agreement at any time if Purpose is in material default of its obligations under the PMFL Management Agreement, becomes bankrupt or insolvent or makes a general assignment for the benefit of its creditors.

Purpose has taken the initiative in organizing the Corp. Funds and is, accordingly, the promoter of the Corp. Funds within the meaning of securities legislation of certain provinces and territories of Canada.

Declarations of Trusts – All Purpose Trusts other than the Purpose Strategic Yield Fund and Purpose Multi-Asset Income Fund

Each Purpose Trust has retained the manager to manage and administer the day-to-day business and affairs of such Purpose Trust pursuant to its declaration of trust and the management agreement between the Purpose Trust and the manager. The manager is responsible for providing managerial, administrative and compliance services to each Purpose Trust, including, without limitation, acquiring or arranging to acquire securities on behalf of the fund, calculating the NAV of the fund and NAV per unit of the fund, net income and net realized capital gains of the fund, authorizing the payment of operating expenses incurred on behalf of the fund, preparing financial statements and financial and accounting information as required by the fund, ensuring that unitholders are provided with financial statements (including interim and annual financial statements) and other reports as are required by applicable law from time to time, ensuring that

the fund comply with regulatory requirements and applicable stock exchange listing requirements, preparing the fund's reports to unitholders and the securities regulatory authorities, determining the amount of distributions to be made by the fund and negotiating contractual agreements with third-party providers of services, including the designated brokers, the custodian, the registrar and transfer agent, the auditor and printers. The manager may from time to time employ or retain any other person or entity to perform, or to assist the manager in the performance of, management, administrative and investment advisory services to all or any portion of the Purpose Trust's assets and in performing other duties of the manager as set out in the applicable declaration of trust or management agreements. The manager has delegated certain of its duties and powers to investment advisors or investment sub-advisors with respect to the funds.

Details of the Declarations of Trust

Purpose is required to exercise its powers and discharge its duties honestly, in good faith and in the best interests of unitholders, and in connection therewith, to exercise the degree of care, diligence and skill that a reasonably prudent trustee and manager would exercise in similar circumstances.

Purpose may resign as trustee and/or manager of any of the Purpose Trusts upon 60 days' notice (90 days' notice in the case of the Purpose Canadian Preferred Share Fund) to the unitholders. If the manager resigns it may appoint its successor but, unless its successor is an affiliate of the manager, its successor must be approved by the unitholders. If the manager is in material default of its obligations under the declaration of trust of a Purpose Trust and such default has not been cured within 30 days after notice of the same has been given to the manager, the unitholders of the applicable Purpose Trust may remove the manager and appoint a successor trustee and/or manager.

The manager is entitled to fees for its services as manager under the applicable declaration of trust as described under "Fees and expenses payable by the funds – Management fees" on page 52 for further details. In addition, the manager and its affiliates and each of their directors, officers, employees and agents will be indemnified by each of the Purpose Trusts for all liabilities, costs and expenses incurred in connection with any action, suit or proceeding that is proposed or commenced or other claim that is made against any of them in the exercise of the manager's duties under the declaration of trust, if they do not result from the manager's wilful misconduct, bad faith, negligence or breach of its obligations thereunder.

The services of the manager are not exclusive and nothing in the declarations of trust or any agreement prevents the manager from providing similar services to other investment funds and other clients (whether or not their investment objectives and policies are similar to those of the Purpose Trusts) or from engaging in other business activities.

Purpose has taken the initiative in organizing the Purpose Trusts and is, accordingly, the promoter of the Purpose Trusts within the meaning of securities legislation of certain provinces and territories of Canada.

Declaration of Trust – Purpose Strategic Yield Fund and Purpose Multi-Asset Income Fund

Pursuant to the declaration of trust of the Purpose Strategic Yield Fund and Purpose Multi-Asset Income Fund, the manager is responsible for providing or arranging for administrative services required by the funds including, without limitation, authorizing the payment of all fees and operating expenses, preparing financial statements, income tax returns, financial and accounting information as required, ensuring that unitholders are provided with financial statements (including unaudited interim and audited annual financial statements) and other reports and continuous disclosure materials, ensuring that the funds comply with regulatory requirements, preparing each fund's reports to unitholders and the Canadian securities regulators, determining the amount of distributions to be paid by each fund, and retaining and negotiating contractual agreements with third party providers of services, including advisers, record keepers, auditors and printers.

The trustee of the Purpose Strategic Yield Fund and Purpose Multi-Asset Income Fund may resign upon 60 days' notice to the manager and to unitholders. The trustee may be removed by the manager at any time on not less than 60 days' notice to the trustee provided that a successor trustee is appointed. The trustee will be automatically removed in the event of the bankruptcy of the trustee or other incapacity of the trustee to exercise its duties under the declaration of trust. During such vacancy, the manager shall have all the powers and authorities of the trustee necessary to carry out the terms of the declaration of trust. If the manager fails to appoint a successor trustee within 60 days after the notice is given or vacancy occurs (as applicable), the manager shall call a meeting of unitholders within 60 days thereafter for purposes of appointing a successor trustee. The appointment of a successor trustee by unitholders requires the approval of a simple majority of votes cast by unitholders.

The declaration of trust provides that the trustee will not be liable in carrying out its duties under the declaration of trust except in cases where the trustee fails to act honestly and in good faith with a view to the best interests of the unitholders or to exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances. In addition, the declaration of trust contains other customary provisions limiting the liability of the trustee and indemnifying the trustee in respect of certain liabilities incurred by it in carrying out its duties.

Directors and officers of the manager

The directors and officers of the manager, their municipality of residence and positions with the manager are as follows:

Name and Municipality of Residence	Officer or Position with the manager
SOM SEIF Toronto, Ontario	President, Chief Executive Officer, Chairman of the Board of Directors, Ultimate Designated Person and Director
JEFF BOUGANIM Oakville, Ontario	Chief Financial Officer and Director
VLADIMIR TASEVSKI Toronto, Ontario	Chief Operating Officer and Head of Product and Director
ALESSIA CRESCENZI Toronto, Ontario	Senior Counsel and Chief Compliance Officer

Directors and officers of Purpose Fund Corp.

The board of directors of Purpose Fund Corp. has engaged Purpose to act as manager for the Purpose Corp. Funds.

Each Purpose Corp. Fund is a class of shares in the capital of Purpose Fund Corp. and governance and management decisions are ultimately made by the board of directors of Purpose Fund Corp. The board of directors may consist of a minimum of 3 and a maximum of 10 directors. The board of directors is currently composed of 4 directors, 3 of whom are unrelated directors within the meaning of the rules of the Exchange and "independent" within the meaning of applicable securities legislation. Directors are appointed to serve on the board of directors of Purpose Fund Corp. until such time as they retire or are removed and successors are appointed. The name, municipality of residence, position and office held with Purpose Fund Corp. and current principal occupation of each of the directors and executive officers of Purpose Fund Corp. are as follows:

Name and Municipality of Residence	Position with the Company
SOM SEIF Toronto, Ontario	Chief Executive Officer, President, Chairman of the Board of Directors and Director
JEFF BOUGANIM Oakville, Ontario	Chief Financial Officer
DOUGLAS G. HALL Halifax, Nova Scotia	Director, Member of the IRC
RANDALL C. BARNES Wheaton, Illinois	Director, Member of the IRC
JEAN FRASER Toronto, Ontario	Director, Member of the IRC
VLADIMIR TASEVSKI Toronto, Ontario	Vice President

The members of the board of directors of the Company are not currently remunerated for their services as members of the board of directors. The Company will however reimburse all members of the board of directors for out-of-pocket expenses for attending meetings of the board of directors and committees of the board of directors.

Directors and Officers of Purpose Mutual Funds Limited

The name, municipality of residence, position with Purpose Mutual Funds Limited and principal occupation of each of the directors and executive officers of Purpose Mutual Funds Limited are as follows:

Name and Municipality of Residence	Office or Position with Purpose Mutual Funds Limited
SOM SEIF Toronto, Ontario	President, Chief Executive Officer, Chairman of the Board of Directors and Director
JEFF BOUGANIM Oakville, Ontario	Chief Financial Officer
DOUGLAS G. HALL Halifax, Nova Scotia	Director and Member of the IRC
RANDALL C. BARNES Wheaton, Illinois	Director and Member of the IRC
JEAN FRASER Toronto, Ontario	Director and Member of the IRC
VLADIMIR TASEVSKI Toronto, Ontario	Vice President

The members of the board of directors of Purpose Mutual Funds Limited are not currently remunerated for their services as members of the board of directors. Purpose Mutual Funds Limited will however reimburse all members of the board of directors for out-of-pocket expenses for attending meetings of the board of directors and committees of the board of directors.

Investment advisors

Neuberger Berman Canada ULC

Purpose has retained Neuberger Berman Canada ULC (“**NBCU**”) to provide investment sub-advisory services to the Purpose Core Dividend Fund, Purpose Tactical Hedged Equity Fund, Purpose Monthly Income Fund, Purpose Total Return Bond Fund, Purpose Best Ideas Fund and Purpose Enhanced Premium Yield Fund pursuant to the terms of an investment advisory agreement (the “**NBCU Investment Advisory Agreement**”) between Purpose, on behalf of the funds and NBCU (formerly, Neuberger Berman Breton Hill ULC) dated January 28, 2013, as amended. Pursuant to the NBCU Investment Advisory Agreement, the investment advisor will manage the assets held by such funds in accordance with each fund’s investment objectives and investment strategies and subject to applicable investment restrictions. The NBCU Investment Advisory Agreement provides that it may be terminated by either party if the other party commits certain acts or fails to perform its duties under the agreement. The NBCU Investment Advisory Agreement also provides that the agreement will automatically terminate in the event of certain circumstances (i.e. either party becomes bankrupt or insolvent or makes a general assignment for the benefit of its creditors). In consideration for the services provided by the investment advisor pursuant to the NBCU Investment Advisory Agreement, the investment advisor will be paid by Purpose out of the management fee payable by such funds to Purpose.

Key Personnel of NBCU

Investment advisory services will initially be provided to the funds by a portfolio management team consisting of Ray Carroll, Simon Griffiths and Frank Maeba. The members of the portfolio management team have distinct and complementary skills and professional experience managing North American equities and derivative strategies. The name and title by persons employed by NBCU who are principally responsible for providing investment advisory services in respect of the funds are shown in the table below:

Name and Municipality of Residence	Position with the Investment Advisor	Role in the Investment Decision-Making Process
RAY CARROLL Toronto, Ontario	Managing Partner and Chief Investment Officer	Head of investment team responsible for investment strategy
SIMON GRIFFITHS Toronto, Ontario	Managing Partner, Head of Research	Member of investment team responsible for investment strategy
FRANK MAeba Toronto, Ontario	Managing Partner, Head of Trading	Member of investment team responsible for investment strategy

Investment decisions for the Purpose Core Dividend Fund, Purpose Tactical Hedged Equity Fund, Purpose Monthly Income Fund, Purpose Total Return Bond Fund, Purpose Best Ideas Fund and Purpose Enhanced Premium Yield Fund are made by Neuberger Berman Canada ULC. Subject to the manager’s duty of general oversight, investment decisions made by Neuberger Berman Canada ULC are not subject to approval or ratification by the manager.

StoneCastle Investment Management Inc.

StoneCastle Investment Management Inc. (“**StoneCastle**”) acts as the investment advisor to the Purpose Canadian Equity Growth Fund and the Purpose Canadian Income Growth Fund pursuant to the terms of an investment management agreement entered into between the manager and StoneCastle, dated August 4,

2010, as amended and restated October 1, 2013 (the “**StoneCastle Investment Management Agreement**”).

StoneCastle is located in Kelowna, British Columbia. The StoneCastle Investment Management Agreement provides that the manager will pay to StoneCastle a fee based on the percentage of the net assets of Purpose Canadian Equity Growth Fund and Purpose Canadian Income Growth Fund that StoneCastle manages. The StoneCastle Investment Management Agreement may be terminated for a number of reasons, including if the manager or StoneCastle fails to maintain all necessary registrations or qualifications to effect the purposes of the StoneCastle Investment Management Agreement, or if either of the manager or the StoneCastle consistently fails to discharge its duties and obligations under the StoneCastle Investment Management Agreement.

StoneCastle provides investment management services to other clients. Those client accounts may follow the same or similar investment objectives and strategies as used by the Purpose Canadian Equity Growth Fund and Purpose Canadian Income Growth Fund. In placing an order to buy and sell securities, execution between a fund and other accounts will be conducted in a manner which StoneCastle believes is fair and equitable. StoneCastle and its principals may also trade in securities for their personal accounts and may also invest in the same securities as the Purpose Canadian Equity Growth Fund and Purpose Canadian Income Growth Fund. In doing so, StoneCastle and its principals will comply with all applicable laws.

Investment decisions for the Purpose Canadian Equity Growth Fund and Purpose Canadian Income Growth Fund are made completely and solely by StoneCastle. Subject to the manager’s duty of general oversight, investment decisions made by StoneCastle are not subject to oversight, approval or ratification by the manager.

The name and title by persons employed by StoneCastle who are principally responsible for providing investment advisory services in respect of the funds are shown in the table below:

Name and Municipality of Residence	Position with the Investment Advisor	Role in the Investment Decision-Making Process
BRUCE CAMPBELL Kelowna, British Columbia	President and Portfolio Manager	Head of investment team responsible for investment strategy

Purpose Investment Partners Inc.

Purpose has retained Purpose Investment Partners Inc. (“**PIP**”) to provide investment sub-advisory services to the Purpose Canadian Preferred Share Fund, the Purpose Strategic Yield Fund and the fixed-income portfolio of the Purpose Multi-Asset Income Fund (collectively, the “**PIP Funds**”) pursuant to the terms of a portfolio advisory agreement (the “**PIP Portfolio Advisory Agreement**”) between Purpose and Purpose Investment Partners Inc. dated March 20, 2013. Pursuant to the PIP Portfolio Advisory Agreement, PIP will manage the assets held by the PIP Funds in accordance with the funds’ investment objectives and investment strategies and subject to applicable investment restrictions. The PIP Investment Advisory Agreement provides that it may be terminated by either party if the other party commits certain acts or fails to perform its duties under the agreement. The PIP Portfolio Advisory Agreement also provides that the agreement will automatically terminate in certain other circumstances (i.e. either party becomes bankrupt or insolvent or makes a general assignment for the benefit of its creditors). In consideration for the services provided by PIP pursuant to the PIP Portfolio Advisory Agreement, PIP will be paid by Purpose out of the management fee payable by the PIP Funds to Purpose. The principal office of Purpose Investment Partners Inc. is located at 130 Adelaide Street West, Suite 3100, Toronto, Ontario M5H 3P5.

Investment decisions for the Purpose Canadian Preferred Share Fund, the Purpose Strategic Yield Fund and the fixed-income portfolio of the Purpose Multi-Asset Income Fund are made completely and solely by PIP. Subject to the manager's duty of general oversight, investment decisions made by PIP are not subject to oversight, approval or ratification by the manager.

The name and title by persons employed by PIP who are principally responsible for providing investment advisory services in respect of the funds are shown in the table below:

Name and Municipality of Residence	Position with the Investment Advisor	Role in the Investment Decision-Making Process
ALEXANDER LIANG Toronto, Ontario	President	Head of investment team responsible for investment strategy

Foundation Wealth Partners LP

Purpose has retained Foundation Wealth Partners LP to provide investment sub-advisory services (in such capacity and in this section, the “**Sub-advisor**”) to Purpose in respect of the Foundation Wealth Funds pursuant to the terms of an investment advisory agreement (the “**FW Investment Advisory Agreement**”) between Purpose, on behalf of such funds, and the Sub-advisor dated March 6, 2020. Foundation Wealth Partners LP is an affiliate of Purpose.

Pursuant to the FW Investment Advisory Agreement, the Sub-advisor will manage the assets held by the Foundation Wealth Funds in accordance with each such fund’s investment objectives and investment strategies and subject to applicable investment restrictions. The FW Investment Advisory Agreement provides that it may be terminated by either party if the other party commits certain acts or fails to perform its duties under the agreement. The FW Investment Advisory Agreement also provides that the agreement will automatically terminate in the event of certain circumstances (i.e. either party becomes bankrupt or insolvent or makes a general assignment for the benefit of its creditors). In consideration for the services provided by the Sub-advisor pursuant to the FW Investment Advisory Agreement, the Sub-advisor will be paid by Purpose out of the management fee payable by the Foundation Wealth Funds to Purpose.

Investment decisions for the Foundation Wealth Funds are made completely and solely by the Sub-advisor. Subject to the manager’s duty of general oversight, investment decisions made by the Sub-advisor are not subject to oversight, approval or ratification by the manager.

The name, title and length of service by of the person employed by the Sub-advisor who is principally responsible for providing investment advisory services to Purpose in respect of the Foundation Wealth Funds is shown in the table below:

Name and Municipality of Residence	Position with the Sub-advisor	Role in the Investment Decision-Making Process
MARK TING Richmond, British Columbia	Portfolio Manager	Head of investment team responsible for investment strategy

Black Diamond Impact Core Equity Fund

Black Diamond Asset Management Inc. (“**Black Diamond**”), located in Toronto, Ontario, has been retained by Purpose to provide sub-advisory services to Black Diamond Impact Core Equity Fund pursuant to an

investment sub-advisory agreement dated as of April 15, 2021, as amended and restated from time to time, between Purpose, as the manager of the funds, and Black Diamond (the “**BD Investment Advisory Agreement**”).

Subject to certain notice and cure periods, either party may terminate the BD Investment Advisory Agreement in the following circumstances: (i) upon 60 days’ notice; (ii) in the event that the other party is in material breach of the BD Investment Advisory Agreement and the material breach has not been cured; or (iii) immediately upon the occurrence of certain events affecting the other party.

The following individual at Black Diamond is principally responsible for providing investment advisory services to Black Diamond Impact Core Equity Fund:

Name and Municipality of Residence	Position with the Sub-advisor	Role in the Investment Decision-Making Process
EUGENE PROFIS Toronto, Ontario	Portfolio Manager	Head of investment team responsible for investment strategy

Black Diamond may provide investment management services to other clients. Those client accounts may follow the same or similar investment objectives and strategies as used by Black Diamond Impact Core Equity Fund. In placing an order to buy and sell securities, execution between a fund and other accounts will be conducted in a manner that Black Diamond believes is fair and equitable. Black Diamond and its principals may also trade in securities for their personal accounts and may also invest in the same securities as Black Diamond Impact Core Equity Fund. In doing so, Black Diamond and its principals will comply with all applicable laws.

Investment decisions for Black Diamond Impact Core Equity Fund are made completely and solely by Black Diamond. Subject to the manager’s duty of general oversight, investment decisions made by Black Diamond are not subject to oversight, approval or ratification by the manager.

Brokerage arrangements

Purpose utilizes various brokers to effect securities transactions on behalf of the funds. These brokers may directly provide Purpose with research and related services including advice, both directly and in writing, as to the value of the securities; the availability of securities, or purchasers or sellers of securities; as well as analysis and reports concerning issuers, industries, securities, economic factors and trends. Although each fund may not benefit equally from the research and related service received from a broker, Purpose will endeavour to ensure that all of the funds receive an equitable benefit over time.

Purpose maintains a list of brokers that have been approved to effect securities transactions on behalf of the funds. When determining whether a broker should be added to that list there are numerous factors that are considered including: (a) the dealer’s reliability, (b) the quality of its execution services on a continuing basis, and (c) its financial condition. When more than one dealer is believed to meet these criteria, preference may be given to dealers who provide research or statistical materials or other services to Purpose or its affiliates.

Approved brokers are monitored on a regular basis to ensure that the value of the goods and services, as outlined above, provides a reasonable benefit as compared to the amount of brokerage commissions paid for the goods and services. In conducting this analysis, Purpose considers the use of the goods and services, execution quality in terms of trade impact and the ability to achieve the target benchmark price, as well as the amount of brokerage commissions paid relative to other brokers and the market in general. The

monitoring processes are the same regardless of whether the broker is affiliated with Purpose or is an unrelated third party.

Additional information including the services supplied by each broker can be obtained at no cost by contacting us at 1-877-789-1517 or by sending an email to us at info@purposeinvest.com.

Custodian

Corp. Funds

CIBC Mellon Trust Company act as the custodian of the assets of the Corp. Funds pursuant to custodial services agreements (collectively, the “**Corp. Funds Custodian Agreements**”) between each Company and CIBC Mellon Trust Company. The address of the custodian is 1 York Street, Suite 500, Toronto, Ontario, M5J 0B6. The Company or CIBC Mellon Trust Company may terminate the Corp. Funds Custodian Agreement upon at least 90 days’ written notice or immediately in the event of a bankruptcy event in respect of a party that is not cured within 30 days. The Company may terminate the Corp. Funds Custodian Agreement immediately if the custodian ceases to be qualified to act as a custodian of the funds under applicable law. The custodian is entitled to receive fees from the funds and to be reimbursed for all expenses and liabilities that are properly incurred by the custodian in connection with the activities of the Corp. Funds.

Purpose Trusts

CIBC Mellon Trust Company acts as the custodian of the assets of the Purpose Trusts pursuant to certain custodial services agreement (collectively, the “**Purpose Trust Custodian Agreements**”) between Purpose on behalf of the Purpose Trust(s) and CIBC Mellon Trust Company. The address of the custodian is 1 York Street, Suite 500, Toronto, Ontario, M5J 0B6. Purpose, on behalf of the Purpose Trusts, or CIBC Mellon Trust Company may terminate the custodian agreements upon at least 90 days’ written notice or immediately in the event of a bankruptcy event in respect of a party that is not cured within 30 days. Purpose, on behalf of the Purpose Trusts, may terminate the custodian agreements immediately if the custodian ceases to be qualified to act as a custodian of the Purpose Trusts under applicable law. The custodian is entitled to receive fees from Purpose and to be reimbursed for all expenses and liabilities that are properly incurred by the custodian in connection with the activities of the Purpose Trusts.

Multiple Custodian Relief

Purpose Marijuana Opportunities Fund, Purpose Global Innovators Fund, Purpose Strategic Yield Fund and Purpose Multi-Asset Income Fund have received relief from Canadian securities regulatory authorities to permit the funds to appoint two custodians. In addition to CIBC Mellon Trust Company, such funds may appoint National Bank Financial Inc. (“**NBF**”) as the custodian of certain of its securities which may from time to time be in demand by borrowers (the “**In Demand Securities**”). NBF’s responsibility for custody of the funds’ assets will apply to the In Demand Securities transferred by the funds to and held by NBF.

Auditor

The auditor of the funds is Ernst & Young LLP of Toronto, Ontario.

Registrar

Mutual fund shares/mutual fund units

CIBC Mellon Global Securities Services Company, at its principal offices in Toronto, is the registrar and transfer agent for the mutual fund shares and mutual fund units of the funds. The register and transfer ledger of the funds is kept in Toronto.

ETF Shares/ETF Units

TSX Trust Company, at its principal offices in Toronto, is the registrar and transfer agent and plan agent for the ETF Shares and ETF Units of the funds. The register and transfer ledger of the funds is kept in Toronto.

Securities lending agent

The Bank of New York Mellon of New York, New York is the securities lending agent (the “**Lending Agent**”) of the funds (other than the Purpose Marijuana Opportunities Fund) pursuant to securities lending authorization agreements between Purpose, in its capacity as manager of the funds, CIBC Mellon Trust Company, CIBC Mellon Global Securities Services Company, Canadian Imperial Bank of Commerce and The Bank of New York Mellon, as supplemented and amended (collectively, the “**Securities Lending Agreements**”). In accordance with the Securities Lending Agreements, CIBC Mellon Trust Company will value the loaned securities and the collateral daily to ensure that the collateral is worth at least 102% of the value of the securities. Pursuant to the terms of the Securities Lending Agreements, CIBC Mellon Trust Company, CIBC Mellon Global Securities Services Company, Canadian Imperial Bank of Commerce and The Bank of New York Mellon will indemnify and hold harmless the manager, on behalf of the funds from all losses, damages, liabilities, costs or expenses (including reasonable counsel fees and expenses but excluding consequential damages) suffered by the manager or the fund(s) arising from (a) the failure of the Lending Agent (as defined in the Securities Lending Agreements) or CIBC Mellon Trust Company to perform any obligations under the Securities Lending Agreement or (b) any inaccuracy of any representation or warranty made by CIBC Mellon Trust Company or the Lending Agent in the Securities Lending Agreements. Either party may terminate the Securities Lending Agreement by giving the other parties 30 days’ notice. The Lending Agent is not an affiliate or an associate of the manager.

A securities lending agreement has not yet been entered into in respect of the Purpose Marijuana Opportunities Fund.

Independent review committee and fund governance

The manager has appointed an independent review committee (the “**IRC**”) for the funds pursuant to NI 81-107. The IRC currently consists of three members, each of whom is an independent director of each of the Companies and the manager.

The mandate of the IRC is to review conflict of interest matters identified and referred to the IRC by the manager and to give an approval or a recommendation, depending on the nature of the conflict of interest matter. At all times, the members of the IRC are required to act honestly and in good faith in the best interests of the funds and, in connection therewith, will exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

Purpose has established written policies and procedures for dealing with each conflict of interest matter. At least annually, the IRC will review and assess the adequacy and effectiveness of Purpose’s written policies

and procedures relating to conflict of interest matters and will conduct a self-assessment of the IRC's independence, compensation and effectiveness.

Purpose will maintain records of all matters and/or activities subject to the review of the IRC, including a copy of Purpose's written policies and procedures dealing with conflict of interest matters, minutes of IRC meetings, and copies of materials, including any written reports, provided to the IRC. Purpose will also provide the IRC with assistance and information sufficient for the IRC to carry out its responsibilities under NI 81-107.

The members of the IRC are entitled to be compensated by the funds and reimbursed for all reasonable costs and expenses for the duties they perform as IRC members. In addition, the members of the IRC are entitled to be indemnified by the funds, except in cases of wilful misconduct, bad faith, negligence or breach of their standard of care.

The name and municipality of residence of each of the members of the IRC is as follows:

<u>Name</u>	<u>Municipality of Residence</u>
DOUGLAS G. HALL ¹	Halifax, Nova Scotia
RANDALL C. BARNES	Wheaton, Illinois
JEAN M. FRASER	Toronto, Ontario

Note:

(1) Chair of the IRC.

The IRC prepares, at least annually, a report of its activities for securityholders and makes such reports available on the mutual fund's designated website at www.purposeinvest.com, or at the securityholder's request and at no cost by contacting us at info@purposeinvest.com. A copy is also available on Purpose's website at www.purposeinvest.com or on SEDAR at www.sedar.com.

Principal holders of securities

ETF Shares/ETF Units

CDS & Co., the nominee of CDS, is the registered owner of the ETF Shares and ETF Units of all of the funds, which it holds for various brokers and other persons on behalf of their clients and others. From time to time, a fund or another investment fund managed by Purpose or an affiliate of Purpose may beneficially own, directly or indirectly, more than 10% of the ETF Shares or ETF Units, as applicable, of a fund.

Common Shares of Purpose Fund Corp.

As at April 14, 2023, Purpose directly owned of record and beneficially, 100 common shares, representing 100% of the issued and outstanding common shares of the Company. Purpose will exercise the voting powers associated with the common shares to elect the directors of the Company. There will be at all times at least two directors who will be independent of Purpose.

Common Shares and Class A shares of Purpose Mutual Funds Limited

As at April 14, 2023, the manager owns 3 common shares and 100 Class A shares of Purpose Mutual Funds Limited (effective percentage of ownership being 50%), and 3 common shares and 100 Class A shares of

Purpose Mutual Funds Limited are held by an independent director of Purpose Mutual Funds Limited (effective percentage of ownership being 50%).

Policies and practices

As manager of the funds, Purpose is responsible for the day-to-day management, administration and operation of the funds.

Purpose has established appropriate policies, procedures, practices and guidelines to ensure the proper management of the funds, including as required by NI 81-107, policies and procedures relating to conflicts of interest. The systems used by Purpose in relation to the funds monitor and manage the business and sales practices, risk and internal conflicts of interest relating to the funds, while ensuring compliance with applicable regulatory, compliance and corporate requirements. Purpose personnel responsible for compliance, together with management of the Company and the funds, ensure that these policies, procedures, practices and guidelines are communicated from time to time to all relevant persons and are updated as necessary (including the systems referred to above) to reflect changing circumstances. Purpose also monitors the application of all such policies, procedures, practices and guidelines to ensure their continuing effectiveness.

Compliance with the investment practices and investment restrictions mandated by securities legislation is monitored by Purpose on a regular basis. The investment practices and restrictions for the funds and guidelines for derivative use and securities lending transactions are outlined on pages 22 to 23.

Personal trading policy

Purpose has also developed a personal trading policy for employees (the “**policy**”) which is designed to prevent potential, perceived or actual conflicts between the interests of Purpose and its staff and the interests of clients and the funds. Under the policy, certain Purpose personnel are required to pre-clear certain personal securities transactions in order to ensure that those trades do not conflict with the best interests of the funds and have not been offered to the person because of the position they hold in Purpose. Purpose has also adopted the basic principles set out in the Code of Ethics on Personal Investing established by The Investment Funds Institute of Canada.

Investments

Each fund is designed to meet the investment objectives of different investors. See “A guide to using the fund descriptions – What does the fund invest in? – Investment objectives” for a description of the investment objectives of each fund.

The fundamental investment objectives of a fund may not be changed without the consent of a majority of securityholders of the fund. Purpose can make other changes to the investment strategies and activities of a fund without the consent of securityholders, subject to any required approval of the Canadian securities regulatory authorities and/or the independent review committee (“**IRC**”) of the fund. In the discussion below, “**fund**” may also refer to a mutual fund (an “**underlying fund**”) in which a fund invests.

Underlying ETFs

The assets of the funds may be invested in underlying funds, including exchange traded funds (“**ETFs**”) and other alternative mutual funds, provided applicable requirements under NI 81-102 are met. With respect to underlying ETFs managed by an affiliate of the manager (each an “**Underlying ETF**”), subject to certain conditions, a fund may also rely on exemptive relief to permit the fund to:

- (a) purchase a security of an Underlying ETF or enter into a specified derivatives transaction with respect to an Underlying ETF even though, immediately after the transaction, more than 10% of the net asset value of the fund would be invested, directly or indirectly, in the securities of the Underlying ETF;
- (b) purchase securities of an Underlying ETF such that, after the purchase, the fund would hold securities representing more than 10% of: (i) the votes attaching to the outstanding voting securities of the Underlying ETF; or (ii) the outstanding equity securities of the Underlying ETF; and
- (c) to invest in Underlying ETFs that are not subject to National Instrument 81-101 – *Mutual Fund Prospectus Disclosure*.

Investments in derivative instruments

The funds may use derivatives as permitted by the securities regulatory authorities for hedging or non-hedging purposes. See “What are the specific risks of investing in a mutual fund?” on page 85.

Purpose is responsible for managing the risks associated with the use of derivatives. Purpose has written guidelines that set out the objectives and goals for derivatives trading, which are established and reviewed annually by Purpose. In addition, Purpose has written control policies and procedures in place that set out the risk management procedures applicable to derivatives trading. These policies and procedures set out specific procedures for the authorization, documentation, reporting, monitoring and review of derivative strategies ensuring that these functions are performed by individuals independent of those who trade. Limits and controls on derivatives trading are part of Purpose’s compliance regime. All derivatives transactions are reviewed by trained personnel that ensures that the derivative positions of the funds are within the existing control policies and procedures. The risk management procedures also cover the testing of a fund’s portfolio under stress conditions.

Securities lending transactions, repurchase agreements and reverse repurchase agreements

Certain of the funds may enter into securities lending arrangements and repurchase and reverse repurchase transactions in accordance with the rules of the Canadian Securities Administrators.

Pursuant to a securities lending agreement, Purpose has appointed CIBC Mellon Trust Company to act as the agent of the funds and to enter into securities lending transactions, repurchase agreements and reverse repurchase agreements on behalf of the funds. The securities lending agreement provides for the types of transactions that may be entered into by a fund, the types of portfolio assets of the funds that may be used, collateral requirements, limits on transaction sizes, permitted counterparties to the transactions and investment of any cash collateral. The agent will:

- (a) ensure that collateral is provided in the form of cash, qualified securities or securities that can be converted into the securities which are the subject of the securities lending, repurchase or reverse repurchase transactions;
- (b) value the loaned or purchased securities and the collateral every day to ensure that the collateral is worth at least 102% of the value of the securities;
- (c) invest any cash collateral in accordance with the investment restrictions specified in the securities lending agreement;

- (d) invest no more than 50% of the net asset value (“NAV”) of a fund in securities lending or repurchase transactions at any one time; and
- (e) assess the creditworthiness of the counterparties to securities lending, repurchase and reverse repurchase transactions.

The securities lending transactions of a fund may be terminated by the fund at any time. Repurchase agreements or reverse repurchase agreements of the funds will have a maximum term of 30 days.

The risk factors associated with securities lending, repurchase and reverse repurchase transactions are disclosed in the simplified prospectus of the funds. Purpose is responsible for managing the risks associated with securities lending, repurchase and reverse repurchase transactions. Purpose has written guidelines that set out the objectives and goals with respect to securities lending arrangements, repurchase transactions and reverse repurchase transactions which are reviewed annually by Purpose. Purpose has written control policies and procedures in place that set out the risk management practices applicable to securities lending, repurchase and reverse repurchase transactions. All securities lending, repurchase and reverse repurchase transactions by the funds are limited and will be undertaken in compliance with National Instrument 81-102 – *Investment Funds* (“**NI 81-102**”), any securities lending arrangements and repurchase and reverse repurchase agreements are monitored regularly by Purpose management and reviewed by the IRC on an annual basis.

Policies and procedures regarding proxy voting

Purpose, as manager of the funds, has a fiduciary responsibility to act in the best interest of the funds. One aspect of this duty is the exercise of voting rights attaching to securities held by the funds.

Purpose has established policies and procedures with respect to the voting of proxies (the “**Proxy Voting Guidelines**”) received from issuers of securities held in a fund. The Proxy Voting Guidelines provide that Purpose will vote (or refrain from voting) proxies for each fund for which it has voting power in the best interests of the fund and under the following guiding principles:

1. Proxies will be voted in a manner that seeks to enhance long-term unitholder value;
2. Proxies will be voted in a manner that is consistent with leading corporate governance practices;
3. Proxies will not be voted in order for the funds to exercise control over, or to participate in, the management of those issuers;
4. Where a conflict of interest arises between Purpose’s interests and those of the unitholders, the unitholders’ interests will take priority; and
5. For certain funds, proxies will be voted in consideration of environmental, social, and governance factors and aspects that are consistent with the Purpose ESG Policy, where applicable, but subject to a variety of factors including the fund’s objectives, asset class, time horizon, etc.

The Proxy Voting Guidelines are not exhaustive and due to the variety of proxy voting issues that Purpose may be required to consider, are intended only to provide guidance and are not intended to dictate how proxies are to be voted in each instance. Purpose may depart from the Proxy Voting Guidelines in order to avoid voting decisions that may be contrary to the best interests of the funds.

The proxies associated with securities held by the funds will be voted in accordance with the best interests of shareholders of each such fund determined at the time the vote is cast. Purpose maintains policies and

procedures that are designed to be guidelines for the voting of proxies; however, each vote is ultimately cast on a case-by-case basis taking into consideration the relevant facts and circumstances at the time of the vote.

Purpose's proxy voting policies and procedures set out various considerations that Purpose will address when voting, or refraining from voting, proxies, including that:

- (a) Purpose will generally vote with management on routine matters such as electing corporate directors, appointing external auditors and adopting or amending management compensation plans unless it is determined that supporting management's position would not be in the best interests of the shareholders;
- (b) Purpose will address on a case-by-case basis, non-routine matters, including those business issues specific to the issuer or those raised by shareholders of the issuer with a focus on the potential impact of the vote on the NAV of the funds; and
- (c) Purpose has the discretion whether or not to vote on routine or non-routine matters. In cases where Purpose determines that it is not in the best interests of the shareholders to vote, or in cases where no value is added by voting, Purpose will not be required to vote.

We will post the proxy voting record on www.purposeinvest.com no later than August 31 of each year. For a copy of the proxy voting policies and procedures and proxy voting record, at no cost, call us toll-free at 1-877-789-1517 or email us at info@purpose.com.

Management fee rebates

To achieve effective and competitive management fees, we may agree to charge a reduced management fee as compared to the management fee we otherwise would be entitled to receive from the funds with respect to investments in the funds by certain securityholders. In such cases, an amount equal to the difference between the management fee otherwise chargeable and the reduced fee will be distributed to the applicable securityholders as management fee rebates ("management fee rebates"). The availability, amount and timing of management fee rebates with respect to shares or units, as the case may be, will be determined by Purpose in its sole discretion, from time to time. Management fee rebates are calculated and credited daily and are paid at least quarterly. Management fee rebates are reinvested in shares or units, as applicable, unless otherwise requested. A securityholder who is not exempt from tax and who receives a management fee rebate will include the amount of such rebate in income or in the alternative may reduce the tax basis or adjusted cost base of the securityholder's shares or units, as the case may be, by the amount of the distribution. Management fee rebates will not result in adverse tax consequences to the funds.

For the Purpose Canadian Equity Growth Fund and Purpose Canadian Income Growth Fund, at a minimum, an investor must purchase and hold \$15,000,000 of investments in such fund in order to be eligible for a management fee rebate, although this minimum amount may be waived in the absolute discretion of the manager. For Purpose Tactical Asset Allocation Fund and Purpose Core Equity Income Fund, at a minimum, an investor must purchase and hold \$5,000,000 of investments in such funds in order to be eligible for a management fee rebate, which may also be waived in the absolute discretion of the manager. Management fee rebates for the Purpose Trusts must be negotiated on a case-by-case basis by the investor or the investor's dealer or broker with the manager and are based primarily on the size of the investment in the funds.

The decision to pay management fee rebates is in our complete discretion and depends on a number of factors, including the size of the investment and a negotiated fee agreement between the institutional investor and Purpose.

Short-term trading

Purpose has adopted policies and procedures to detect and deter inappropriate short-term trading. An inappropriate short-term trade is defined as a combination of a purchase and redemption, including switches between the funds, within 30 days that we believe is detrimental to other investors.

The interests of securityholders and a fund's ability to manage its investments may be adversely affected by short-term trading because, among other things, these types of trading activities can dilute the value of fund securities, can interfere with the efficient management of the fund's portfolio and can result in increased brokerage and administrative costs to the fund. While we will actively take steps to monitor, detect and deter short-term trading, we cannot ensure that such trading activity will be completely eliminated.

Any inappropriate short-term trading as determined by Purpose may be subject to a short-term trading fee of up to 2%. See "Fees and expenses" on page 52. The fee payable will be deducted from the redemption proceeds when you redeem your securities and such fees will be paid to the applicable fund. Purpose, in its sole discretion, may waive the short-term trading fee.

Purpose may also take such additional action as it considers appropriate to prevent further similar activity by the investor. These actions may include the delivery of a warning to the securityholder, placing the securityholder on a watch list to monitor his or her trading activity, the subsequent refusal of further trades by the securityholder if the securityholder continues to attempt such trading activity and/or closure of the securityholder's account.

The restrictions imposed on short-term trading, including the short-term trading fees, will generally not apply in connection with redemptions initiated by Purpose and redemptions initiated by securityholder in special circumstances as determined by Purpose in its sole discretion.

See "Purchases, switches and redemptions – Short-term trading" on page 40 for more information on short-term trading fees.

Reporting to securityholders

The funds' fiscal year is the calendar year or such other fiscal period permitted under the Tax Act as the funds elect. The manager will make available to securityholders and each Company's board of directors, as applicable, such financial statements and other continuous disclosure documents as are required by applicable law, including (i) unaudited interim and audited annual financial statements of the funds, prepared in accordance with International Financial Reporting Standards and (ii) interim and annual management reports of fund performance in respect of the funds.

Any tax information necessary for securityholders to prepare their annual federal income tax returns will be distributed to them within 90 days after the end of the financial year of the fund.

The manager will keep adequate books and records reflecting the activities of each Company (and its funds) and each Purpose Trust. A securityholder or his or her duly authorized representative has the right to examine the books and records of the applicable Company or fund, as the case may be, during normal business hours at the registered office of the manager. Notwithstanding the foregoing, a securityholder shall not have access to any information that, in the opinion of the manager, should be kept confidential in the interests of the applicable Company or fund, as applicable.

Investments in underlying funds

Certain of the funds may invest in underlying funds, subject to certain conditions. Purpose, as manager, will either not vote the securities of the underlying funds if the underlying funds are managed by Purpose or an affiliate or will pass the voting rights directly to securityholders of such funds. Purpose may, in some circumstances, choose not to pass the vote to securityholders because of the complexity and costs associated with doing so.

Remuneration of directors, officers and trustees

The members of the board of directors of Purpose Fund Corp. and Purpose Mutual Funds Limited are paid a fixed annual fee of \$5,000 and \$2,000, respectively, for their services as members of the board of directors of the Company. Each Company also reimburses all members of the board of directors for out-of-pocket expenses for attending meetings of the board of directors and committees of the board of directors. For greater certainty, the Management Agreements provide that any directors, officers or employees of Purpose who are also officers of a Company shall be paid by Purpose for serving in such capacity and shall not receive any remuneration directly from the Company.

As at the date hereof, each IRC member will be paid a fixed annual fee of \$5,000, plus a \$400 fee per fund managed by Purpose, per meeting, subject to a maximum of \$70,000 per member per annum over all the funds managed by Purpose, for the duties they perform as IRC members in relation to the funds. This amount will be allocated among the funds in a manner that is fair and reasonable.

For the year ended December 31, 2022, members of the IRC received annual fees and meeting fees in the amount of \$257,098.09 as well as \$5,098.10 as reimbursement for expenses in connection with performing their duties for the funds and certain other funds managed by Purpose. These fees and expenses were allocated among the funds managed by Purpose in a manner that was fair and reasonable. For a description of the role of the IRC, please see “Responsibility for mutual fund administration – Independent review committee and fund governance” on page 19.

Material contracts

The material contracts of the funds, as applicable, are listed below:

- (a) the articles of incorporation of each Company;
- (b) the amended and restated declaration of trust in respect of the Purpose Canadian Preferred Share Fund and Purpose Marijuana Opportunities Fund dated June 18, 2018;
- (c) the amended and restated declaration of trust in respect of the Purpose Strategic Yield Fund and Purpose Multi-Asset Income Fund dated June 30, 2011, as amended;
- (d) the master declaration of trust dated October 7, 2013 in respect of the Purpose Energy Transition Fund, Purpose Cash Management Fund, Foundation Wealth Equity Pool, Foundation Wealth Income Pool, Foundation Wealth Diversifier Pool, Black Diamond Impact Core Equity Fund and Purpose USD Cash Management Fund as amended and restated from time to time;
- (e) the Management Agreements as described on page 10;
- (f) the NBCU Investment Advisory Agreement as described on page 14;

- (g) the StoneCastle Investment Management Agreement as described on page 15;
- (h) the PIP Portfolio Advisory Agreement as described on page 15;
- (i) the Corp. Funds Custodian Agreements as described on page 18; and
- (j) the Purpose Trust Custodian Agreements as described on page 18.

Copies of the material contracts listed above may be examined by prospective or existing securityholders at the principal office of the manager during ordinary business hours.

Legal proceedings

We are not aware of any material legal proceedings, either pending or ongoing, to which the funds or Purpose is a party.

Designated website

A mutual fund is required to post certain regulatory disclosure documents on a designated website. The designated website of the mutual funds this document pertains to can be found at the following location: www.purposeinvest.com.

VALUATION OF PORTFOLIO SECURITIES

In determining the NAV of each fund at any time, the valuation agent (as defined in the simplified prospectus) uses the following principles:

- (a) the value of any cash on hand or on deposit, bills and demand notes and accounts receivable, prepaid expenses, cash dividends and interest declared or accrued and not yet received, are valued at the full amount or at what we consider to be the fair value;
- (b) bonds, debentures and other debt securities shall be marked-to-market based on prices obtained from a recognized pricing service at the valuation time on the valuation date. Short-term investments, including notes and money market instruments, shall be recorded at their fair value;
- (c) any security that is listed or dealt in on a stock exchange shall be valued at the closing sale price (or such other value as the securities regulatory authorities may permit) last reported at the valuation time on the valuation date on the principal stock exchange on which such security is traded, or, if no reliable closing sale price is available at that time, the security shall be fair valued;
- (d) securities of any mutual funds held by a fund shall be valued at the reported NAV of that mutual fund;
- (e) foreign currency accounts shall be expressed in Canadian dollars on the following basis:
 - (i) investments and other assets shall be valued by applying the applicable exchange rate at the end of the relevant valuation period; and
 - (ii) purchases and sales of investments, income and expenses shall be recorded by applying the applicable exchange rate on the dates of such transactions;
- (f) a fund's holdings shall be valued in Canadian dollars before its NAV is calculated;

- (g) forward foreign exchange contracts shall be valued as the difference between the value of the contract on the date the contract was originated and the value of the contract on the valuation date. Foreign exchange options shall be valued at their quoted market value. When the contract or option closes or expires, a realized foreign exchange gain or loss shall be recognized;
- (h) forward contracts shall be valued as the difference between the value of the contract on the date the contract originated and the value of the contract on the valuation date;
- (i) clearing corporation options shall be valued at the current market value;
- (j) should a fund write a covered clearing corporation option, the premium received shall be considered a deferred credit with a value equal to the current market value of an option that would have the effect of closing the position. Any difference resulting from revaluation will be treated as an unrealized gain or loss. Deferred credits will be deducted to arrive at the NAV of the fund;
- (k) futures contracts shall be valued as the difference between the current price and the purchase price (i.e. the mark-to-market value of the contract);
- (l) bullion, coins, certificates or other evidences of precious metals shall be valued at current market value;
- (m) restricted securities shall be valued according to reported quotations in common use, or according to the following method, whichever is less: restricted securities shall be valued at that percentage of the market value of unrestricted securities which the fund paid to acquire them, provided that if the time period during which the restrictions on these securities will apply is known, the price may be adjusted to reflect this time period;
- (n) all other assets shall be valued at our best estimate of fair value; and
- (o) if any investment cannot be valued under the foregoing rules or if the foregoing rules are at any time considered by the valuation agent to be inappropriate under the circumstances, then, notwithstanding the foregoing rules, the valuation agent shall make such valuation as it considers fair and reasonable.

The value of any security or property to which, in the opinion of the valuation agent, the above valuation principles cannot be applied (whether because no price or yield equivalent quotations are available as above provided, or for any other reason) shall be the fair value thereof determined in such manner as the valuation agent from time to time provides. The manager may also determine the fair value of securities in the following circumstances: (i) when there is a halt trade on a security which is normally traded on an exchange; (ii) on securities that trade on markets that have closed prior to the time of calculation of the NAV of the fund and for which there is sufficient evidence that the closing price on the market is not the most appropriate value at the time of valuation; and (iii) when there are investment or currency restrictions imposed by a country that affect the fund's ability to liquidate the assets held in that market.

Each portfolio transaction will be reflected in the calculation of NAV per share or NAV per unit, as the case may be, no later than the calculation of NAV per share or NAV per unit, as applicable, next made after the date on which the transaction becomes binding. The issue of shares and units will be reflected in the calculation of NAV per share or NAV per unit, as the case may be, next made after the issue date for such shares or units, as applicable, which may be up to two trading days after the date that the subscription order for such shares or units, as applicable, is accepted. The exchange or redemption of shares and units will be

reflected in the calculation of NAV per share or NAV per unit, as the case may be, next made after the exchange request or redemption request is accepted.

The NAV per share of a series and NAV per unit of a class is calculated in Canadian dollars (and in U.S. dollars for shares or units, as the case may be, denominated in U.S. dollars) in accordance with the rules and policies of the Canadian securities administrators or in accordance with any exemption therefrom that the fund may obtain. The NAV per share of a series and NAV per unit of a class or series, as applicable, determined in accordance with the principles set out above may differ from the NAV per share and NAV per unit determined under International Financial Reporting Standards.

Copies of this simplified prospectus and financial statements for a fund will be delivered to securityholders at no cost by calling us at 1-877-789-1517.

CALCULATION OF NET ASSET VALUE

The NAV of a series of shares or class or series of units, as applicable, of a fund and NAV per share of a series or NAV per unit of a class or series, as the case may be, will be calculated by the valuation agent as of 4:00 p.m. (Toronto time) (or such other time as Purpose deems appropriate) (the “**valuation time**”) on each business day (each, a “**valuation date**”). The NAV of a series or class, as applicable, on a particular date will be equal to the aggregate value of the assets of such fund attributable to the series or class, as applicable, less the aggregate value of the liabilities attributable to the series or class, as applicable, of such fund including any income, net realized capital gains or other amounts payable to the securityholders of such series or class, as applicable, on or before such date and the value of the liabilities of that series or class, as applicable, for management fees, expenses and taxes, expressed in Canadian dollars at the applicable exchange rate on such date (and in U.S. dollars for mutual fund shares, mutual fund units or ETF Units, as the case may be, denominated in U.S. dollars). The NAV per share of a series or NAV per unit of a class or series, as the case may be, on a particular date will be equal to the NAV of the series or class of the fund, as applicable, divided by the total number of shares of that series or units of that class or series outstanding, as applicable. The NAV per share or NAV per unit, as applicable, will fluctuate with the value of the fund’s investments attributable to the series or class, the income received from the fund’s investments attributable to the series or class and the distributions, expenses and taxes paid out of the fund attributable to the series or class.

We will determine in good faith whether liabilities of (i) a Company are attributable to all or only certain corporate classes of such Company and (ii) a fund are attributable to all or only certain series or classes of the fund.

To determine what your investment in a fund is worth, simply multiply the NAV of the series or class, as the case may be, you own by the number of shares or units, as applicable, you own.

Reporting of net asset value

After 4:00 p.m. (Toronto time) or such other time as Purpose deems appropriate on any valuation date, the NAV of each fund and NAV per share for each series and NAV per unit for each class or series, as applicable, of each fund will usually be published in the financial press and will be posted on Purpose’s website at www.purposeinvest.com or by calling 1-877-789-1517.

PURCHASES, SWITCHES AND REDEMPTIONS

You can buy funds, transfer or convert from one fund to another or change shares of a mutual fund series of one corporate class to another mutual fund series of the same corporate class through a qualified financial advisor or broker. You cannot change ETF Shares of a corporate class to ETF Shares of another corporate

class. You cannot transfer or convert shares of a mutual fund series for ETF Shares of a corporate class or ETF Shares of a corporate class for shares of a mutual fund series. Transferring, which involves moving money from one investment to another, and converting are also known as switching.

You can sell your fund investment by contacting your financial advisor. Selling may also be known as “**redeeming**”. ETF Shares and ETF Units may be sold over the stock exchange for the price then available in the market.

Whether you are buying or selling your funds directly with the funds, we base the transaction on the price of a fund share or fund unit, as applicable. The price per share or unit, as applicable, is called the net asset value or “NAV” per share or unit, as applicable. See “Valuation of portfolio securities” on page 27 and “Calculation of net asset value” on page 29.

How to buy, redeem and switch

It is up to you or your investment professional, if applicable, to determine which series or class, as the case may be, is appropriate for you. Different funds or series or classes, as applicable, may have different minimum investment levels and may require you to pay different fees. The choice of different purchase options requires you to pay different fees and expenses and affects the amount of compensation received by your dealer. See “Fees and expenses” on page 52 and “Dealer compensation” on page 62.

Issuance of mutual fund shares/mutual fund units

Purpose Corp. Funds

Series A Shares

Series A Shares are available to all investors through authorized dealers. Series A Shares purchased in Canadian dollars are Canadian dollar denominated and Series A Shares purchased in U.S. dollars are U.S. dollar denominated.

Series F Shares

Series F Shares are available to investors who have fee-based accounts with their dealer or an account with an eligible online or other discount brokerage firm (a “**discount broker**”). Generally, discount brokers do not provide investment advice or recommendations to their clients. The manager has designed the Series F Shares to offer investors an alternative means of paying their dealer for investment advice and other services. Instead of paying sales charges, investors buying Series F Shares pay fees to their dealer for investment advice and other services. The manager does not pay any commissions to dealers in respect of the Series F Shares which allows it to charge a lower management fee. Series F Shares purchased in Canadian dollars are Canadian dollar denominated and Series F Shares purchased in U.S. dollars are U.S. dollar denominated.

If a shareholder ceases to be eligible to hold Series F Shares the manager may switch a shareholder’s Series F Shares into Series A Shares of the fund after providing the shareholder with 5 days’ notice, unless the shareholder notifies the manager during the notice period and the manager agrees that such shareholder is once again eligible to hold Series F Shares. Shareholders may be charged a sales commission in connection with the switch by their dealer.

Series I Shares

Series I Shares are available to institutional investors or to other investors on a case-by-case basis, in the manager's discretion. The manager does not pay any commissions to dealers in respect of the Series I Shares. If a shareholder ceases to be eligible to hold Series I Shares the manager may switch a shareholder's Series I Shares into Series A Shares of a fund after providing the shareholder with 5 days' notice, unless the shareholder notifies the manager during the notice period and the manager agrees that the shareholder is once again eligible to hold Series I Shares. Shareholders may be charged a sales commission in connection with the switch by their dealer. Series I Shares purchased in Canadian dollars are Canadian dollar denominated and Series I Shares purchased in U.S. dollars are U.S. dollar denominated.

Series XA Shares, Series XF Shares, Series XUA Shares and Series XUF Shares

Series XA Shares, Series XF Shares, Series XUA Shares and Series XUF Shares are available to investors who wish to acquire shares of a fund by exchanging eligible shares of Canadian or U.S. public companies. To redeem Series XA Shares, Series XF Shares, Series XUA Shares or Series XUF Shares of a fund, a shareholder must switch into a separate series of shares of the Purpose In-Kind Exchange Fund. The Purpose In-Kind Exchange Fund is a separate fund that is a class of shares of Purpose Fund Corp. which offers one or more series of shares on a prospectus exempt basis including to accredited investors. Series XA Shares and Series XF Shares are Canadian dollar denominated and Series XUA Shares and Series XUF Shares are U.S. dollar denominated.

Series P Shares

Series P Shares are only available to investors who have accounts with certain dealers and advisors that have an agreement with the manager regarding the purchase of Series P Shares.

PFC Funds and Purpose Trusts

Series A Shares/Class A Units

Series A Shares and Class A Units are available to all investors through authorized dealers. Series A Shares and Class A Units are Canadian dollar denominated.

Series F Shares/Class F Units

Series F Shares and Class F Units are available to investors who have fee-based accounts with their dealer. The manager has designed the Series F Shares and Class F Units to offer investors an alternative means of paying their dealer for investment advice and other services. At its discretion, the manager may also offer Class F Units to other investors. Instead of paying sales charges, investors buying Series F Shares or Class F Units pay fees to their dealer for investment advice and other services. The manager does not pay any commissions to dealers in respect of the Series F Shares and Class F Units which allows it to charge a lower management fee. Series F Shares and Class F Units are Canadian dollar denominated.

If a securityholder ceases to be eligible to hold Series F Shares and Class F Units, as the case may be, the manager may switch a securityholder's Series F Shares or Class F Units, as applicable into Series A Shares or Class A Units, as applicable, of the fund after providing the securityholder with: (a) 5 days' notice for the PFC Funds, the Purpose Cash Management Fund, the Black Diamond Impact Core Equity Fund and the Purpose USD Cash Management Fund; and (b) 30 days' notice for Purpose Canadian Preferred Share Fund, unless the securityholder notifies the manager during the applicable notice period and the manager agrees that such securityholder is once again eligible to hold Series F Shares or Class F Units, as applicable. Securityholders may be charged a sales commission in connection with the switch by their dealer.

Series I Shares/Class I Units

Series I Shares and Class I Units are available to institutional investors or to other investors on a case-by-case basis, in the manager's discretion. The manager does not pay any commissions to dealers in respect of the Series I Shares or the Class I Units. If a securityholder ceases to be eligible to hold Series I Shares or Class I Units, the manager may switch a shareholder's Series I Shares into Series A Shares or a securityholder's Series I Shares or Class I Units into such other series of shares or class or series of units, as the case may be, as agreed to by the manager, after providing the securityholder with 5 days' notice, unless the securityholder notifies the manager during the notice period and the manager agrees that the securityholder is once again eligible to hold Series I Shares or Class I Units, as applicable. Securityholders may be charged a sales commission in connection with the switch by their dealer. Series I Shares and Class I Units are Canadian dollar denominated.

Class E Units

Class E Units of the Foundation Wealth Funds are only available to investors who have accounts with certain dealers and advisors that have an agreement with the manager regarding the purchase of such Class E Units.

Series TA5 Shares

Series TA5 Shares are available to all investors and are generally designed for investors seeking regular monthly cash flows. The targeted distribution rate for Series TA5 Shares is five percent per annum, or such other targeted distribution rate as the manager may adjust from time to time. Targeted monthly distributions for Series TA5 Shares will generally consist of net income and/or a return of capital.

You should not confuse the target distribution rate with a fund's rate of return or yield. Distributions paid to the holders of Series TA5 Shares can either be reinvested in additional Series TA5 Shares or paid in cash except for distributions paid in connection with Series TA5 Shares that are held in a Registered Plan, other than a TFSA, which must be reinvested in Series TA5 Shares.

Distributions paid in connection with Series TA5 Shares that are held in a TFSA can either be reinvested in additional Series TA5 Shares or paid in cash. Investors who are eligible to receive Series TA5 Shares distributions in cash may opt to receive part of their distributions in cash with the remainder reinvested in additional Series TA5 Shares.

Series TF5 Shares

Series TF5 Shares are available to investors who have fee based accounts with their financial advisor or dealer. The manager has designed the Series TF5 Shares to offer investors an alternative means of paying their dealer for investment advice and other services. Instead of paying sales charges, investors buying Series TF5 Shares pay fees to their financial advisor or broker for investment advice and other services. The manager does not pay any commissions to a dealer in respect of the Series TF5 Shares which allows the manager to charge a lower management fee.

If a shareholder ceases to be eligible to hold Series TF5 Shares, the manager may switch a shareholder's Series TF5 Shares into Series TA5 Shares of the same fund (if Series TA5 Shares are offered by such fund) after providing the unitholder with 5 days' notice, unless the shareholder notifies the manager during the notice period and the manager agrees that such shareholder is once again eligible to hold Series TF5 Shares. Shareholders may be charged a sales commission in connection with the switch by their dealer.

Series TF5 Shares are generally designed for investors seeking regular monthly cash flows. The targeted distribution rate for Series TF5 Shares is five percent per annum, or such other targeted distribution rate as the manager may adjust from time to time. Targeted monthly distributions for Series TF5 Shares will generally consist of net income and/or a return of capital.

You should not confuse the target distribution rate with a fund's rate of return or yield. Distributions paid to the holders of Series TF5 Shares can either be reinvested in additional Series TF5 Shares or paid in cash except for distributions paid in connection with Series TF5 Shares that are held in a Registered Plan, other than a TFSA, which must be reinvested in Series TF5 Shares.

Distributions paid in connection with Series TF5 Shares that are held in a TFSA can either be reinvested in additional Series TF5 Shares or paid in cash. Investors who are eligible to receive Series TF5 Shares distributions in cash may opt to receive part of their distributions in cash with the remainder reinvested in additional Series TF5 Shares.

Series XA Shares/ Series XF Shares

Series XA Shares and Series XF Shares are available to investors who wish to acquire shares of a fund by exchanging eligible shares of Canadian or U.S. public companies. To redeem Series XA Shares or Series XF Shares of a fund, a shareholder must switch into a separate series of shares of the Purpose In-Kind Exchange Fund. The Purpose In-Kind Exchange Fund is a separate fund that is a class of shares of Purpose Fund Corp. which offers one or more series of shares on a prospectus exempt basis including to accredited investors. Series XA Shares and Series XF Shares are Canadian dollar denominated.

Series A Units

Series A Units and Series UA Units are available to all investors. Series A Units and Series UA Units are Canadian dollar denominated.

Series F Units/ Series UF Units/ Series TF6 Units

Series F Units, Series UF Units and Series TF6 Units are available only to investors who participate in fee-based programs through their financial advisor. These investors pay their financial advisor an annual investment advisory fee (which the investor negotiates with his or her financial advisor) for ongoing services. Since we pay no commissions or service fees to the financial advisor and our servicing costs are lower, we charge a lower management fee to the fund in respect of these series than we charge the fund for its Series A Units. Other groups of investors may be permitted to purchase these series if we incur no distribution costs and it makes sense for us to charge a lower management fee. Series TF6 Units are intended for investors who want to receive monthly distributions. Series F Units and Series TF6 Units are Canadian dollar denominated. Series UF Units are intended for investors who want to invest in a fund in U.S. dollars and protect themselves from the impact of changes in the exchange rate between Canadian and U.S. dollars.

Series I Units

Series I Units are available only to institutional clients and investors who have been approved by us and have entered into a Series I Account Agreement with us. The criteria for approval may include the size of the investment, the expected level of account activity and the investor's total investment with us. The minimum initial investment for Series I Units is determined when the investor enters into a Series I Account Agreement with us. No management fees are charged to the funds with respect to this series of units; each investor negotiates a separate fee which is payable directly to us. Series I Units also are available to directors and employees of us and our affiliates. Series I Units are Canadian dollar denominated.

Series P Units

Series P Units are only available to investors who have accounts with certain dealers and advisors that have an agreement with the manager regarding the purchase of Series P Units. Series P Units are Canadian dollar denominated.

Series X Units/ Series Y Units

Series Y Units of the Purpose Strategic Yield Fund are no longer available for purchase. Existing holders of Series Y Units may continue to purchase additional Series Y Units pursuant to the fund's distribution reinvestment plan.

Series X Units are no longer available for purchase by new investors. Existing holders of Series X Units may continue to purchase additional Series X Units pursuant to the fund's distribution reinvestment plan.

ETF Units

ETF Units are available to all investors. ETF Units are Canadian dollar denominated.

PMF Funds

Series A Shares

Series A Shares are available to all investors. Series A Shares are Canadian dollar denominated.

Series F Shares/ Series UF Shares

You can only buy Series F Shares and Series UF Shares if we and your dealer or advisor approves it first. Your dealer or advisor's participation in the series program is subject to the manager's terms and conditions. If we become aware that you no longer qualify to hold Series F Shares or Series UF Shares, we may exchange your securities to Series A Shares of the same fund after we give you 10 days' notice. Series F Shares are Canadian dollar denominated. Series UF Shares are U.S. dollar denominated. Shareholders who exchange Series UF Shares for shares of another series will do so at the prevailing Canadian/U.S. dollar exchange rate.

Series I Shares

Series I Shares of Purpose Enhanced Premium Yield Fund are not sold to the general public and are only available to institutional clients and investors who have been approved by us and have entered into a Series I Account Agreement with us.

Series MC shares/ Series Y shares/ Series L shares

Series MC shares of the Purpose Enhanced Premium Yield Fund are no longer available for purchase.

Series Y shares of the Purpose Special Opportunities Fund are no longer available for purchase. Existing holders of Series Y shares may continue to purchase additional Series Y shares pursuant to the fund's distribution reinvestment plan.

Series L shares of the Purpose Global Resource Fund are no longer available for purchase. Existing holders of Series L shares may continue to purchase additional Series L shares pursuant to the fund's distribution reinvestment plan.

Minimum balance

An investment in mutual fund shares or mutual fund units of a fund requires securityholders to invest and maintain a minimum balance. The table below outlines the minimums along with the minimum requirements for additional investments, pre-authorized purchase plans and redemptions of certain securities. See “Optional services” on page 49.

Series	Minimum Balance ⁽¹⁾	Minimum Additional Investments/Pre-authorized purchase plans/Redemptions ⁽²⁾⁽³⁾
<u>Purpose Corp. Funds</u>		
Series A Shares	\$5,000	\$100
Series F Shares	\$5,000	\$100
Series I Shares	N/A	N/A
Series XA Shares	\$5,000	\$100
Series XF Shares	\$5,000	\$100
Series XUA Shares	\$5,000	\$100
Series XUF Shares	\$5,000	\$100
Series P Shares	\$5,000	\$100
<u>PFC Funds/ Purpose Canadian Preferred Share Fund, Purpose Marijuana Opportunities Fund, Purpose Cash Management Fund, Foundation Wealth Funds, Black Diamond Impact Core Equity Fund and Purpose USD Cash Management Fund</u>		
Series A Shares/ Class A Units	\$5,000	\$100
Series F Shares/ Class F Units	\$5,000	\$100
Series I Shares/ Class I Units	N/A	N/A
Class E Units	\$5,000	\$100
Series TA5 Shares	\$5,000	\$100
Series TF5 Shares	\$5,000	\$100
Series XA Shares	\$5,000	\$100
Series XF Shares	\$5,000	\$100
<u>Purpose Strategic Yield Fund/ Purpose Multi-Asset Income Fund</u>		
Series A Units / Series UA Units / Series F Units /Series UF Units / Series TF6 Units	\$5,000	\$50
Series I Units	N/A	N/A
Series X Units	\$5,000	\$100
Series P Units	\$5,000	\$100
<u>Purpose Energy Transition Fund</u>		
Series A Units / Series F Units	\$2,000	\$50

Series	Minimum Balance ⁽¹⁾	Minimum Additional Investments/Pre-authorized purchase plans/Redemptions ⁽²⁾⁽³⁾
Series I Units	N/A	N/A
<u>PMF Funds</u>		
Series A Shares	\$500	\$100
Series F Shares/ Series UF Shares	\$500	\$100
Series I Shares	\$100,000	\$100

Notes:

(1) Amounts in Canadian and U.S. dollars, as applicable.

(2) Investors purchasing through dealers may be subject to higher minimum initial or additional investment/redemption amounts.

(3) Minimums are per transaction in Canadian and U.S. dollars, as applicable.

Mutual fund shares/mutual fund units

If your balance falls below the minimum required balance for a particular fund or series or class, as the case may be, or you otherwise become ineligible to hold a particular fund or series or class, as applicable, we may redeem or switch your shares or units, as applicable. Where a securityholder is or becomes a citizen or resident of the U.S. or a resident of any other foreign country, we may require such securityholder to redeem their shares or units, as applicable, if their participation has the potential to cause adverse regulatory or tax consequences for a fund or other securityholders of a fund. We may redeem your shares or units, as applicable, if we are permitted or required to do so, including in connection with the termination of the fund, in accordance with applicable law. If we redeem or switch your shares or units, as applicable, the effect will be the same as if you initiated the transaction. For redemptions in non-registered accounts, we may transfer the proceeds to you, and for redemptions in Registered Plans, we may transfer the proceeds to a registered savings deposit within the plan. We will not give you or your dealer notice prior to taking any action.

For us to act on an order to buy, redeem or switch shares or units, as the case may be, the branch, telephone salesperson or dealer must send the order to us on the same day it is received before 4:00 p.m. (Toronto time) or such other time as indicated on the website for each fund (“**order cut-off time**”) and assume all associated costs.

When you place your order through a financial advisor, the financial advisor sends it to us. If we receive your order before the order cut-off time your order will be processed using that day’s NAV. A separate NAV is calculated for each series of shares and class or series of units. If we receive your order after the order cut-off time, your order will be processed using the next business day’s NAV. If the manager determines that the NAV will be calculated at a time other than after the usual closing time of the applicable Exchange, the NAV paid or received will be determined relative to that time. All orders are processed within two business days. A dealer may establish earlier order cut-off times. Check with your dealer for details.

If Purpose Global Bond Class experiences a significant increase in its net asset value, the manager may, if it determines it to be in the best interests of shareholders, decide to suspend subscriptions for additional shares of the fund if considered necessary or desirable to permit the fund to achieve, or continue to achieve, its investment objectives or implement its investment strategies. See “What is a mutual fund and what are the risks of investing in a mutual fund? – What are the specific risks of investing in a mutual fund? – Suspensions of Subscriptions Risk” for further information.

You have to pay for your shares or units, as the case may be, when you buy them. If we do not receive payment in full, we will cancel your order and redeem the shares or units, as applicable, including any securities you bought through a switch. If we redeem the shares or units, as the case may be, for more than the value for which they were issued, the difference will go to the fund. If we redeem the shares or units, as the case may be, for less than the value for which they were issued, we will pay the difference to the fund and collect this amount, plus the cost of doing so, from your dealer. Your dealer may require you to reimburse the amount paid if it suffers a loss as a result.

We have the right to refuse any order to buy or switch shares or units. We must do so within one business day from the time we receive the order. If we refuse your order to buy or switch, we will immediately return any monies we received with your order.

Issuance of ETF Shares/ETF Units

The U.S. dollar denominated ETF non-currency hedged units of the Purpose USD Cash Management Fund and the U.S. dollar denominated ETF non-currency hedged shares of Purpose Global Bond Class have been conditionally approved for listing on the TSX and the U.S. dollar denominated ETF non-currency hedged shares of Purpose Tactical Asset Allocation Fund have been conditionally approved for listing on the NEO Exchange. Subject to satisfying the TSX's original listing requirements in respect of the Purpose USD Cash Management Fund on or before April 12, 2024 and the Purpose Global Bond Class on or before March 15, 2024 and the NEO Exchange's original listing requirements in respect of the Purpose Tactical Asset Allocation Fund, (i) the U.S. dollar denominated ETF non-currency hedged units of the Purpose USD Cash Management Fund and the U.S. dollar denominated ETF non-currency hedged shares of Purpose Global Bond Class will be listed on the TSX and (ii) the U.S. dollar denominated ETF non-currency hedged shares of Purpose Tactical Asset Allocation Fund will be listed on the NEO Exchange and, in each case, offered on a continuous basis, and an investor will be able to buy or sell (i) U.S. dollar denominated ETF non-currency hedged units of the Purpose USD Cash Management Fund and U.S. dollar denominated ETF non-currency hedged shares of Purpose Global Bond Class on the TSX and (ii) U.S. dollar denominated ETF non-currency hedged shares of Purpose Tactical Asset Allocation Fund on the NEO Exchange, in each case, through registered brokers and dealers in the province or territory where the investor resides. The ticker symbol for the U.S. dollar denominated ETF non-currency hedged units of the Purpose USD Cash Management Fund and the U.S. dollar denominated ETF non-currency hedged shares of Purpose Tactical Asset Allocation Fund and Purpose Global Bond Class is MNU.U, RTA.U and IGB.U, respectively.

The ETF Shares or ETF Units of the funds are listed on the applicable Exchange (as noted in the table below) and investors may buy or sell such ETF Shares or ETF Units on the applicable Exchange through registered brokers and dealers in the Province or Territory where the investor resides. Investors will incur customary brokerage commissions in buying or selling ETF Shares and ETF Units.

Fund	Ticker Symbol
Purpose Core Dividend Fund	TSX: PDF
Purpose Tactical Hedged Equity Fund	TSX: PHE (ETF shares) TSX: PHE.B (ETF non-currency hedged shares)
Purpose Monthly Income Fund	TSX: PIN
Purpose Total Return Bond Fund	TSX: PBD

Purpose Best Ideas Fund	TSX: PBI (ETF shares) TSX: PBI.B (ETF non-currency hedged shares)
Purpose Real Estate Income Fund	TSX: PHR
Purpose Canadian Preferred Share Fund	NEO: RPS
Purpose Tactical Asset Allocation Fund	NEO: RTA
Purpose Core Equity Income Fund	NEO: RDE
Purpose Strategic Yield Fund	TSX: SYLD
Purpose Multi-Asset Income Fund	TSX: PINC
Purpose Energy Transition Fund	TSX: CLMT
Purpose Global Bond Class	TSX: IGB
Purpose Enhanced Premium Yield Fund	TSX: PAYF
Purpose Global Innovators Fund	TSX: PINV
Purpose Marijuana Opportunities Fund	NEO: MJJ
Purpose Cash Management Fund	TSX: MNY
Purpose Black Diamond Impact Core Equity Fund	TSX: BDIC

The ETF Shares and ETF Units of the funds are being issued and sold on a continuous basis and there is no maximum number of ETF Shares or ETF Units that may be issued. The ETF Shares and ETF Units of the funds are Canadian dollar denominated.

All orders to purchase ETF Shares or ETF Units directly from a fund must be placed by designated brokers or dealers. The funds reserve the absolute right to reject any subscription order placed by a designated broker or dealer. No fees will be payable by a fund to a designated broker or dealer in connection with the issuance of ETF Shares and ETF Units. On the issuance of ETF Shares and ETF Units, Purpose may, in its discretion, charge an administrative fee to a designated broker or dealer to offset the expenses (including any applicable additional listing fees) incurred in issuing the ETF Shares or ETF Units. There is no minimum investment required for ETF Shares or ETF Units of a fund.

If Purpose Global Bond Class experiences a significant increase in its net asset value, the manager may, if it determines it to be in the best interests of shareholders, decide to suspend subscriptions for additional shares of the fund if considered necessary or desirable to permit the fund to achieve, or continue to achieve, its investment objectives or implement its investment strategies. See “What is a mutual fund and what are the risks of investing in a mutual fund? – What are the specific risks of investing in a mutual fund? – Suspensions of subscriptions risk” for further information.

Purpose, on behalf of each fund, has entered into a designated broker agreement with a designated broker pursuant to which the designated broker agrees, or will agree, to perform certain duties relating to the ETF

Shares or ETF Units, as the case may be, of the fund including, without limitation: (i) to subscribe for a sufficient number of ETF Shares or ETF Units, as the case may be, to satisfy the applicable Exchange's (or such other designated exchange on which the ETF Shares or ETF Units, as applicable, of the fund may be listed from time to time) original listing requirements; (ii) to subscribe for ETF Shares or ETF Units, as the case may be, on an ongoing basis in connection with the rebalancing of and adjustments to the portfolio of the fund; and (iii) to post a liquid two-way market for the trading of ETF Shares or ETF Units, as the case may be, on the applicable Exchange (or such other designated exchange on which the ETF Shares or ETF Units, as applicable, of the fund may be listed from time to time). Purpose may, in its discretion from time to time, reimburse any designated broker for certain expenses incurred by the designated broker in performing these duties.

The designated broker agreement provides that Purpose may from time to time require the designated broker to subscribe for ETF Shares or ETF Units, as the case may be, of a fund for cash in a dollar amount not to exceed 0.30% of the NAV of the ETF Shares or ETF Units, as applicable, of a fund per quarter. The number of ETF Shares or ETF Units, as the case may be, issued will be the subscription amount divided by the NAV per ETF Share or ETF Unit, as applicable, next determined following the delivery by Purpose of a subscription notice to the designated broker. Payment for the ETF Shares or ETF Units, as the case may be, must be made by the designated broker, and the ETF Shares or ETF Units, as applicable, will be issued by no later than the second trading day after the subscription notice has been delivered.

On any trading day, a designated broker or dealer may place a subscription order for the prescribed number of ETF Shares or ETF Units, as applicable, (or an integral multiple thereof) of a fund. If a subscription order is received by a fund by 9:00 a.m. (Toronto time) on a trading day (or such later time on such trading day as Purpose may permit), the fund will issue to the designated broker or dealer the prescribed number of ETF Shares or ETF Units, as applicable, (or an integral multiple thereof) by no later than the second trading day following the effective date of the subscription order or on such other day as mutually agreed between Purpose and the designated broker or dealer, provided that payment for such ETF Shares or ETF Units, as applicable, has been received.

For each prescribed number of ETF Shares or ETF Units issued, a designated broker or dealer must deliver payment consisting of, in Purpose's discretion: (i) a basket of securities and cash in an amount sufficient so that the value of the securities and the cash received is equal to the NAV of the ETF Shares or ETF Units, as applicable, of the fund next determined following the receipt of the subscription order and cash subscription fee, if applicable; (ii) cash in an amount equal to the NAV of the ETF Shares or ETF Units, as applicable, of the fund next determined following the receipt of the subscription order and cash subscription fee, if applicable; or (iii) a combination of securities and cash, as determined by Purpose, in an amount sufficient so that the value of the securities and cash received is equal to the NAV of the ETF Shares or ETF Units, as applicable, of the fund next determined following the receipt of the subscription order prior to the subscription cut-off time and cash subscription fee, if applicable.

Purpose may, in its discretion, increase or decrease the prescribed number of ETF Shares and ETF Units from time to time.

ETF Shares and ETF Units may be issued by a fund to designated brokers in connection with the rebalancing of and adjustments to the fund or its portfolio when cash redemptions of ETF Shares or ETF Units, as applicable, occur. See "Purchases, switches and redemptions – Issuance of ETF Shares/ETF Units" on page 37.

Short-term trading

Mutual fund shares/mutual fund units

Most mutual funds are considered long-term investments, so we discourage investors from buying redeeming or switching fund shares, or units, as the case may be, frequently.

Some investors may seek to trade fund shares or units, as the case may be, frequently in an effort to benefit from differences between the value of a fund's shares or units, as applicable, and the value of the underlying securities ("market timing"). Frequent trading or switching in order to time the market or otherwise can negatively impact the value of the fund to the detriment of other securityholders. Excessive short-term trading can also reduce a fund's return because the fund may be forced to hold additional cash to pay redemption proceeds or, alternatively, to sell portfolio holdings, thereby incurring additional trading costs.

Depending on the fund and the particular circumstances, Purpose will employ a combination of preventative and detective measures to discourage and identify excessive short-term trading in the funds, including:

- (a) imposition of short-term trading fees; and
- (b) monitoring of trading activity and refusal of trades.

ETF Shares/ETF Units

At the present time, we are of the view that it is not necessary to impose any short-term trading restrictions on the funds as the ETF Shares and ETF Units are generally traded by investors on an exchange in the secondary market in the same way as other listed securities. In the few situations where ETF Shares and ETF Units are not purchased in the secondary market, purchases usually involve a designated broker or a dealer upon whom Purpose may impose a subscription or redemption fee, which is intended to compensate the applicable fund for any costs and expenses incurred in relation to the trade.

Short-term trading fees for mutual fund shares/mutual fund units

If you redeem or switch mutual fund shares/mutual fund units within 30 days of purchase, we may charge a short-term trading fee on behalf of the fund in circumstances where we determine that the trading activity represents market timing or excessive short-term trading. This is in addition to any switch fee that you may pay to your dealer. See "Fees and expenses – Fees and expenses payable directly by you" on page 56. No short-term trading fees are charged on redemptions made under a systematic withdrawal plan or redemptions that may occur when an investor fails to meet the minimum investment amount for the funds. See "Purchases, switches and redemptions – Switches – Switch fees" on page 58.

Fees charged will be paid directly to the fund, and are designed to deter excessive trading and offset its associated costs. For the purposes of determining whether the fee applies, we will consider the shares or units, as applicable, that were held the longest to be the shares or units, as applicable, which are redeemed first. The fee will not apply in certain circumstances, including:

- (a) pre-authorized or systematic withdrawal plans;
- (b) redemptions of shares or units, as applicable, purchased by the reinvestment of distributions;
- (c) switches of shares from one series to another series of the same fund; or

- (d) redemptions initiated by Purpose or a mutual fund where redemption notice requirements have been established by Purpose.

Monitoring of trading activity

We regularly monitor transactions in all of the funds. We have established criteria for each fund that we apply fairly and consistently in an effort to eliminate trading activity that we deem potentially detrimental to long-term securityholders. We have the right to restrict or reject any purchase or switch order without any prior notice, including transactions accepted by your dealer.

Generally speaking, your trading may be considered excessive if you sell or switch your shares or units of a fund within 30 days of buying them on more than one occasion.

We have the right to consider trading activity in multiple accounts under common ownership, control or influence as trading in a single account when exercising our right to reject a purchase or switch. **Whether your trading is considered excessive will be determined by Purpose in its sole discretion.**

Purchases

Each fund may have an unlimited number of series of shares/classes of units and may issue an unlimited number of shares of each series/units of each class. See “Purchases, switches and redemptions – How to buy, redeem and switch” on page 30.

Each series of shares/class or series of units is intended for different types of investors. The money that you and other investors pay to purchase shares of any series/units of any class is tracked on a series-by-series or class-by-class basis, as applicable, in your fund’s administration records. However, the assets of all series or classes, as the case may be, of any fund are combined in a single pool to create one portfolio for investment purposes.

When you buy shares or units of a fund, the price you pay is the NAV of those shares or units, as applicable. Each series of shares and class or series of units has a separate NAV (in Canadian or U.S. dollars, as applicable). Units of Purpose USD Cash Management Fund are only available for purchase in U.S. dollars. See “Purchases, switches and redemptions – Valuation of portfolio securities” on page 27.

When you buy Series A Shares, Class A Units, Series A Units, Series TA5 Shares, Series P Shares or Series P Units, you may pay a fee. You and your dealer negotiate that fee, which may be up to (a) 5% of the cost of the Series A Shares, Class A Units, Series A Units or Series TA5 Shares, as applicable, or (b) 2.5% of the cost of the Series P Shares or Series P Units, as applicable, and you pay it to your dealer when you buy the shares or units, as applicable. Purpose is not involved in determining, collecting or paying any fees negotiated directly with your advisor.

We may limit or “cap” the size of a fund by restricting new purchases, including shares bought through switches. We will continue redemptions and the calculation of a fund’s NAV for each series of shares or class or series of units, as the case may be. We may subsequently decide to start accepting new purchases or switches to that fund at any time.

Switches

Switching between series of mutual fund shares

Shareholders may switch shares from one series of shares of Purpose Fund Corp. to another series of shares of a Company as long as they (a) maintain the relevant minimum balance in each corporate class and (b)

are eligible to purchase the new series. See “Purchases, switches and redemptions – Minimum balance” on page 35. Purpose Fund Corp. shareholders may switch Series XA Shares and Series XF Shares of one class of shares of Purpose Fund Corp. to Series XA Shares and Series XF Shares (or if authorized by the manager, to Series I Shares) of another class of shares of Purpose Fund Corp. Shareholders may switch Series XUA Shares and Series XUF Shares of one class of shares of Purpose Fund Corp. to Series XUA Shares and Series XUF Shares (or if authorized by the manager, to Series I Shares) of another class of shares of a Company. Shareholders may switch Series A Shares, Series F Shares, Series I Shares, Series Y Shares, Series TA5 Shares and Series TF5 Shares of one class of shares of Purpose Fund Corp. to Series A Shares, Series F Shares, Series I Shares, Series TA5 Shares or Series TF5 Shares of another class of shares of Purpose Fund Corp. For greater certainty, (a) mutual fund shares of one class of shares of Purpose Fund Corp. may not be switched for ETF Shares of any class of a Company and vice versa; (b) Series XA Shares, Series XF Shares, Series XUA Shares and Series XUF Shares may not be switched for Series A Shares, Series F Shares, Series I Shares (unless authorized by the manager), Series Y Shares, Series TA5 Shares or Series TF5 Shares and vice versa and (c) mutual fund shares may not be switched for mutual fund units of any Purpose Trust or ETF Shares or ETF Units of any fund and vice versa. Initially mutual fund shares may be switched on any business day. Holders of mutual fund shares who wish to switch their shares for mutual fund shares of another class of shares of Purpose Fund Corp. should speak with their broker, dealer or investment advisor for further details.

Switches from one class of mutual fund shares of a Company to another class of mutual fund shares of another Company are not permitted.

The manager may, in its discretion, reject any switch request.

The manager may, in its discretion, change the frequency with which mutual fund shares may be switched at any time without notice.

Recent amendments to the Tax Act eliminate the ability of shareholders of a mutual fund corporation to switch between different share classes of such a corporation on a tax-deferred basis (the “**Switch Fund Rules**”). Pursuant to the Switch Fund Rules, a switch of Series A Shares, Series F Shares, Series I Shares, Series TA5 Shares, Series TF5 Shares, Series XA Shares, Series XF Shares, Series XUA Shares of Purpose Fund Corp. or Series XUF Shares of Purpose Fund Corp. from one class of shares of Purpose Fund Corp. to Series A Shares, Series F Shares, Series I Shares, Series TA5 Shares, Series TF5 Shares, Series XA Shares, Series XF Shares, Series XUA Shares or Series XUF Shares, as applicable, of a different class of shares of Purpose Fund Corp. will constitute a disposition of such shares for purposes of the Tax Act. The rules, however, should not apply to reclassifications of shares where a shareholder exchanges a share of one class for another share of the same class and both shares derive their value from the same property or group of properties. This exception is intended to permit shareholders to continue to switch between mutual fund shares of different series of the same fund on a tax-deferred basis. See “Income tax considerations - Corp. Funds – Taxation of shareholders” on page 69.

If you wish to switch to a different series of shares of a corporate class than you currently hold, you must be eligible to purchase the new series. See “Purchases, switches and redemptions – How to buy, redeem and switch” on page 30.

You should keep the following in mind about switching between series:

- (a) If you are no longer eligible to hold a series of mutual fund shares we may switch your shares to Series A Shares of the same corporate class, or such other series of shares as agreed to by the manager. Because this is a switch between series of the same corporate class, it should not constitute a taxable disposition (subject to the Switch Fund Rules) and

switch fees will not be charged. See “Income tax considerations - Corp. Funds – Taxation of shareholders”.

- (b) Any switch to or from Series I Shares of Purpose Fund Corp. is subject to the prior approval of Purpose.
- (c) Mutual fund shares of one corporate class may not be switched for ETF Shares of any corporate class. See “Description of securities of the funds” on page 114 for more information on the shares of the Purpose Corp. Funds.

You can switch from one series of shares of a corporate class to another series of shares of the same corporate class (subject to (c) above), on any business day, as long as you are eligible to hold that series of shares. Purpose may, in its discretion, change the frequency with which shares may be switched at any time without notice.

You may have to pay a fee to your dealer or financial advisor to effect such a switch. You negotiate the fee with your investment professional. See “Fees and expenses” on page 52.

The value of your investment, less any fees, will be the same immediately after the switch. You may, however, own a different number of shares because each series may have a different NAV. Switching shares from one series to another series of the same corporate class is not a taxable transaction. See “Income tax considerations” on page 66.

No switching of ETF Shares

Securityholders may not switch ETF Shares of one corporate class to ETF Shares of another corporate class of the same Company. For greater certainty, ETF Shares of one corporate class may not be switched for mutual fund shares of any corporate class.

Switch fees – mutual fund shares

Your dealer or financial advisor may charge you a fee of up to 2% of the amount you switch. You and your advisor negotiate the fee. In general, your dealer may receive a switch fee or a sales commission for your switch, but not both.

No switching of units

Securityholders may not switch ETF Units or mutual fund units of a Purpose Trust for ETF Units, ETF Shares or mutual fund shares of any corporate class and a holder of ETF Shares or mutual fund shares of a class of shares of a Company may not switch its ETF Shares or mutual fund shares for ETF Units or mutual fund units of a Purpose Trust.

Switches of shares out of a Company

If you switch from one corporate class of a Company to another mutual fund that is not within the same Company, you are redeeming your shares of that Company, as described below under “Redemptions”, and using the proceeds to buy shares of another mutual fund to which you are switching. This transaction is taxable and may give rise to a gain or loss for tax purposes. See “Income tax considerations – Corp. Funds – Taxation of shareholders” on page 69.

Redemptions

Mutual fund shares/mutual fund units

You can sell some or all of your mutual fund shares or mutual fund units at any time. This is called a redemption. Redemptions will only be permitted in certain minimum amounts. See “Purchases, switches and redemptions – How to buy, redeem and switch” on page 30 for details. Your dealer must send your redemption request on the same day it is received. The dealer must assume all associated costs. Redemption requests for a fund are processed in the order in which they are received. We will not process redemption requests specifying a forward date or specific price.

Redemption orders which are received by Purpose before 4:00 p.m. (Toronto time) or such other order cut-off time as specified by Purpose on any valuation date will be priced using that day’s NAV. Redemption orders which are received by Purpose after 4:00 p.m. (Toronto time) or such other cut-off time as specified by Purpose on a valuation date will be priced on the next valuation date. If Purpose decides to calculate NAV at a time other than after the usual closing time of the applicable Exchange, the NAV value received will be determined relative to that time. Note that your dealer may establish an earlier cut-off time. Holders of Series XA Shares, Series XF Shares, Series XUA Shares and Series XUF Shares of a Purpose Corp. Fund must switch to a separate series of shares of the Purpose In-Kind Exchange Fund in order to redeem their shares.

The funds are valued in Canadian dollars. Unlike the other funds, the share/unit value for Series UF Shares and Series UF Units is calculated in U.S. dollars and such shares and units are purchased and redeemed only in U.S. dollars. The Canadian dollar value of the fund’s net assets attributable to its Series UF Shares and Series UF Units is converted to U.S. dollars using the exchange rate available on the day on which the share or unit, as applicable, value is being determined, adjusted for the value of the currency forward hedges entered into in respect solely of such shares or units, as applicable, in order to minimize the effect of currency movements between the Canadian dollar and U.S. dollar. The share/unit value per Series UF Share and Series UF Unit of a fund is the U.S. dollar value of such net assets attributable to such series, as adjusted, divided by the number of Series UF Shares or Series UF Units, as applicable, outstanding at that date.

The Tax Act requires that all amounts including capital gains and losses be reported in Canadian dollars. As a result, if you bought and redeemed units under the U.S. dollar option, you need to calculate gains or losses based on the Canadian dollar value of your units when they were purchased and when they were sold. In addition, although distributions will be made in U.S. dollars, they must be reported in Canadian dollars for Canadian tax purposes. Consequently, all investment income will be reported to you in Canadian dollars for income tax purposes. You may want to consult your tax advisor regarding this.

Redemption requests for mutual fund shares/mutual fund units (other than Series XA Shares, Series XF Shares, Series XUA Shares, Series XUF Shares and Series I Shares of a Purpose Corp. Fund) must be for an amount of at least \$1,000 (unless the account balance is less than \$1,000). If your balance falls below the minimum required balance for a particular fund or series or you otherwise become ineligible to hold a particular fund or series, we may redeem or switch your shares. There is no minimum redemption amount for Series I Shares of the PFC Funds.

Within two business days following each valuation date, we will pay to each securityholder who has requested a redemption the value of the shares or units, as the case may be, determined on the valuation date. Payments will be considered made upon deposit of the redemption proceeds in the securityholder’s bank account or the mailing of a cheque in a postage prepaid envelope addressed to the securityholder unless the cheque is not honoured for payment.

Your redemption (or switch) transaction will not be processed until your dealer has received all documentation. Your dealer will inform you of the documentation it requires. Your dealer must provide all required documents within 10 business days of the date your redemption order is processed. If not, we will repurchase the shares or units, as the case may be, for your account. If the cost of repurchasing the shares or units, as applicable, is less than the redemption proceeds, the fund will keep the difference. If the cost of repurchasing the shares or units, as the case may be, is more than the redemption proceeds, your dealer must pay the difference and any related costs. Your dealer may require you to reimburse the amount paid if the dealer suffers a loss.

If you redeem shares or units of a fund, you can tell us to mail you a cheque or transfer the proceeds to your bank account with any financial institution. **For non-registered accounts, you are responsible for tracking and reporting to the Canada Revenue Agency (“CRA”) any capital gains or losses that you realize from redeeming or switching shares or units of a fund.** If you hold your funds in a Registered Plan, withholding tax may apply if you withdraw money from the plan.

The manager may at any time and from time to time redeem all or a portion of the Series XA Shares, Series XF Shares, Series XUA Shares and/or Series XUF Shares of a Purpose Fund Corp. that an investor holds in its sole discretion.

The manager has the right, upon 30 days' written notice to you to redeem securities of:

- Purpose Canadian Equity Growth Fund and Purpose Canadian Income Growth Fund owned by you if the value of those securities is less than \$5,000; and
- Purpose Canadian Preferred Share Fund and Purpose Marijuana Opportunities Fund owned by you if the value of those securities is less than \$800.

You may prevent the automatic redemption by purchasing additional securities to increase the value of your securities to an amount equal to or greater than \$5,000 or \$800, as applicable, before the end of the applicable 30 day notice period.

ETF Shares/ETF Units

On any trading day, holders of ETF Shares and ETF Units may redeem ETF Shares or ETF Units, as applicable, of any fund for cash at a redemption price per ETF Share or ETF Unit, as applicable, equal to the lesser of: (a) (i) in respect of the ETF Shares, 95% of the closing price for the ETF Shares on the applicable Exchange and (ii) in respect of the ETF Units, 95% of the market price of the ETF Units, on the effective date of redemption and (b) the NAV per ETF Unit. **“Market price”** means the weighted average trading price of the ETF Units on the Canadian marketplaces on which the ETF Units have traded on the effective date of the redemption. Because holders of ETF Shares and ETF Units will generally be able to sell ETF Shares and ETF Units at the market price on the applicable Exchange (or such other designated exchange on which the ETF Shares or ETF Units, as the case may be, of a fund may be listed from time to time) through a registered broker or dealer subject only to customary brokerage commissions, holders of ETF Shares and ETF Units are advised to consult their brokers, dealers or investment advisor before redeeming their ETF Shares or ETF Units for cash.

In order for a cash redemption to be effective on a trading day, a cash redemption request in the form prescribed by Purpose from time to time must be delivered to Purpose at its registered office by 9:00 a.m. (Toronto time) on the trading day (or such later time on such trading day as Purpose may permit). If a cash redemption request is not received by the delivery deadline noted immediately above on a trading day, the cash redemption request will be effective on the next trading day. Payment of the redemption price will be

made by no later than the second trading day after the effective day of the redemption. Cash redemption request forms may be obtained from your registered broker or dealer.

Securityholders that redeem ETF Shares or ETF Units prior to the ex-dividend date for the record date for any dividend will not be entitled to receive that dividend.

Exchange of ETF Shares/ETF Units for baskets of securities

On any trading day, a holder of ETF Shares or ETF Units may exchange the prescribed number of ETF Shares or ETF Units, as applicable, (or an integral multiple thereof) for baskets of securities and cash.

To effect an exchange of a prescribed number of ETF Shares or ETF Units, a holder of ETF Shares or ETF Units, as the case may be, must submit an exchange request in the form prescribed by Purpose from time to time to Purpose at its registered office by 9:00 a.m. (Toronto time) on a trading day (or such later time on such trading day as Purpose may permit). The exchange redemption request forms may be obtained from any registered broker or dealer. The exchange price will be equal to the NAV of the ETF Shares or ETF Units, as applicable, of the applicable fund on the effective day of the exchange request, payable by delivery of baskets of securities and cash. The ETF Shares and ETF Units will be redeemed in the exchange.

If an exchange request is not received by the submission deadline noted immediately above on a trading day, the exchange order will be effective on the next trading day. Settlement of exchanges for baskets of securities and cash will be made by no later than the second trading day after the effective day of the exchange request. The securities to be included in the baskets of securities delivered on an exchange shall be selected by Purpose in its discretion.

Holders of ETF Shares and ETF Units should be aware that the NAV per ETF Share or ETF Unit, as the case may be, of a fund will decline by the amount of the dividend on the ex-dividend date, which is one trading day or such other day as announced by the manager prior to the dividend record date. A securityholder that is no longer a holder of record on the applicable dividend record date will not be entitled to receive that dividend.

Costs associated with exchange and redemption

Purpose may charge to a holder of ETF Shares or ETF Units, in its discretion, an ETF Share or ETF Unit administrative fee of up to 2% of the exchange or redemption proceeds of a fund to offset certain transaction costs associated with the exchange or redemption of ETF Shares or ETF Units of such fund.

Exchange and redemption of ETF Shares/ETF Units through CDS Participants

The exchange and redemption rights described above must be exercised through the CDS Participant through which the holder of ETF Shares or ETF Units holds its ETF Shares or ETF Units, as applicable. Beneficial owners of ETF Shares and ETF Units should ensure that they provide exchange and/or redemption instructions to the CDS Participants through which they hold ETF Shares or ETF Units, as the case may be, sufficiently in advance of the cut-off times described above to allow such CDS Participants to notify CDS and for CDS to notify us prior to the relevant cut-off time.

When you may not be allowed to redeem your shares/units

Under extraordinary circumstances, you may not be allowed to redeem your shares or units. We may suspend your right to redeem if:

- (a) normal trading is suspended on any stock exchange or market where more than 50% of the assets of a fund are listed or traded; or
- (b) we get permission from the Canadian securities administrators to allow us to temporarily suspend the redemption of shares and units.

If we suspend trading in a fund and you had requested a redemption of your shares or units, as the case may be, in that fund, you can withdraw your request or receive payment based on the first NAV per share or NAV per unit, as applicable, determined after the end of the suspension.

A fund will not allow the purchase of shares or units when the right to redeem shares or units is suspended.

Special considerations for holders of ETF Shares/ETF Units

The provisions of the “**early warning**” requirements set out in Canadian securities legislation do not apply in connection with the acquisition of ETF Shares and ETF Units. The funds obtained exemptive relief from the securities regulatory authorities to permit holders of ETF Shares/ETF Units to acquire more than 20% of the ETF Shares or ETF Units, as applicable, of any fund through purchases on the applicable Exchange (or such other designated exchange on which the ETF Shares/ETF Units of a fund may be listed from time to time) without regard to the take-over bid requirements of Canadian securities legislation, provided that any such holder, and any person acting jointly or in concert with the holder, undertakes to the manager not to vote more than 20% of the ETF Shares or ETF Units, as applicable, of that fund at any meeting of securityholders.

Non-resident securityholders

Corp. Funds

At no time may: (i) non-residents of Canada; (ii) partnerships that are not Canadian partnerships; or (iii) a combination of non-residents of Canada and such partnerships (all as defined in the Tax Act), be the beneficial owners of a majority of the shares of a Company. The manager may require declarations as to the jurisdictions in which a beneficial owner of shares is resident and, if a partnership, its status as a Canadian partnership. If the manager becomes aware, as a result of requiring such declarations as to beneficial ownership or otherwise, that the beneficial owners of 40% of the shares of a Company then outstanding are, or may be, non-residents and/or partnerships that are not Canadian partnerships, or that such a situation is imminent, the manager may make a public announcement thereof. If the manager determines that more than 40% of such shares are beneficially held by non-residents and/or partnerships that are not Canadian partnerships, the manager may send a notice to such non-resident shareholders and partnerships, chosen in inverse order to the order of acquisition or in such manner as the manager may consider equitable and practicable, requiring them to sell their shares or a portion thereof within a specified period of not less than 30 days. If the shareholders receiving such notice have not sold the specified number of shares or provided the manager with satisfactory evidence that they are not non-residents or partnerships other than Canadian partnerships within such period, the manager may, on behalf of such shareholders, sell such shares and, in the interim, shall suspend the voting and distribution rights attached to such shares. Upon such sale, the affected holders shall cease to be beneficial holders of shares and their rights shall be limited to receiving the net proceeds of sale of such shares.

Notwithstanding the foregoing, the manager may determine not to take any of the actions described above if the manager has been advised by legal counsel that the failure to take any of such actions would not adversely impact the status of a Company as a mutual fund corporation for purposes of the Tax Act or, alternatively, may take such other action or actions as may be necessary to maintain the status of a Company as a mutual fund corporation for purposes of the Tax Act.

Purpose Trusts

At no time may: (i) non-residents of Canada; (ii) partnerships that are not Canadian partnerships; or (iii) a combination of non-residents of Canada and such partnerships (all as defined in the Tax Act), be the beneficial owners of a majority of the units of a Purpose Trust. The manager may require declarations as to the jurisdictions in which a beneficial owner of units is resident and, if a partnership, its status as a Canadian partnership. If the manager becomes aware, as a result of requiring such declarations as to beneficial ownership or otherwise, that the beneficial owners of 40% of the units of a Purpose Trust then outstanding are, or may be, non-residents and/or partnerships that are not Canadian partnerships, or that such a situation is imminent, the manager may make a public announcement thereof. If the manager determines that more than 40% of such units are beneficially held by non-residents and/or partnerships that are not Canadian partnerships, the manager may send a notice to such non-resident unitholders and partnerships, chosen in inverse order to the order of acquisition or in such manner as the manager may consider equitable and practicable, requiring them to sell their units or a portion thereof within a specified period of not less than 30 days. If the unitholders receiving such notice have not sold the specified number of units or provided the manager with satisfactory evidence that they are not non-residents or partnerships other than Canadian partnerships within such period, the manager may, on behalf of such unitholders, sell such units and, in the interim, shall suspend the voting and distribution rights attached to such units. Upon such sale, the affected holders shall cease to be beneficial holders of units and their rights shall be limited to receiving the net proceeds of sale of such units.

Notwithstanding the foregoing, the manager may determine not to take any of the actions described above if the manager has been advised by legal counsel that the failure to take any of such actions would not adversely impact the status of a Purpose Trust as a mutual fund trust for purposes of the Tax Act or, alternatively, may take such other action or actions as may be necessary to maintain the status of a Purpose Trust as a mutual fund trust for purposes of the Tax Act.

Registration and transfer through CDS – ETF Shares/ETF Units

Registration of interests in, and transfers of, ETF Shares and ETF Units, will be made only through CDS. ETF Shares and ETF Units must be purchased, transferred and surrendered for exchange or redemption only through a CDS Participant. All rights of an owner of ETF Shares or ETF Units, as the case may be, must be exercised through, and all payments or other property to which such owner is entitled will be made or delivered by, CDS or the CDS Participant through which the owner holds such ETF Shares or ETF Units. Upon purchase of any ETF Shares or ETF Units, the owner will receive only the customary confirmation; physical certificates evidencing your ownership will not be issued. References in this simplified prospectus to a holder of ETF Shares and/or ETF Units mean, unless the context otherwise requires, the beneficial owner of such ETF Shares or ETF Units, as applicable.

Neither the funds, a Company nor the manager will have any liability for: (i) records maintained by CDS relating to the beneficial interests in the ETF Shares or the book entry accounts maintained by CDS; (ii) maintaining, supervising or reviewing any records relating to such beneficial ownership interests; or (iii) any advice or representation made or given by CDS and made or given with respect to the rules and regulations of CDS or any action taken by CDS or at the direction of the CDS Participants.

The ability of a beneficial owner of ETF Shares or ETF Units, as the case may be, to pledge such ETF Shares or ETF Units, as applicable, or otherwise take action with respect to such owner's interest in such ETF Share or ETF Units, as applicable (other than through a CDS Participant) may be limited due to the lack of a physical certificate.

The funds have the option to terminate registration of the ETF Shares and/or ETF Units through the book-based system, in which case certificates for ETF Shares or ETF Units, as the case may be, in fully registered form will be issued to beneficial owners of such ETF Shares or ETF Units, as applicable, to their nominees.

OPTIONAL SERVICES

This section tells you about the optional services we offer to investors.

Dividend/distribution reinvestment plan

Mutual fund shares/mutual fund units

The funds may earn income from their investments. They may also realize capital gains when investments are sold at a profit. A fund pays out its income (less expenses) and net realized capital gains to investors in the form of dividends in the case of the Corp. Funds or distributions in the case of the Purpose Trusts and may also pay amounts as returns of capital to investors. We call all of these types of payments distributions.

Distributions payable on mutual fund shares and mutual fund units of the funds are automatically reinvested in additional mutual fund shares or mutual fund units, as the case may be. Holders of mutual fund shares or mutual fund units, as the case may be, who wish to receive cash as of a particular dividend/distribution record date should speak with their broker, dealer or investment advisor for details.

ETF Shares/ETF Units

Each fund has adopted a reinvestment plan, which provides that a holder of ETF Shares or ETF Units (an “**ETF plan participant**”) may elect to automatically reinvest all dividends paid on the ETF Shares or ETF Units, as the case may be, held by that ETF plan participant in additional ETF Shares or ETF Units, as applicable (“**ETF plan securities**”) of such funds in accordance with the terms of the reinvestment plan and the dividend or distribution reinvestment agency agreement between Purpose, on behalf of the fund, and the plan agent, as may be amended. The key terms of the reinvestment plan are as described below.

Holders of ETF Shares or ETF Units who are not residents of Canada may not participate in the reinvestment plan and any holder of ETF Shares or ETF Units, as the case may be, who ceases to be a resident of Canada will be required to terminate its participation in the reinvestment plan. No fund will be required to purchase ETF plan securities if such purchase would be illegal.

A holder of ETF Shares and/or ETF Units who wishes to enroll in the reinvestment plan as of a particular dividend/distribution record date should notify the CDS Participant through which the holder holds its ETF Shares or ETF Units, as applicable, sufficiently in advance of that dividend/distribution record date to allow such CDS Participant to notify CDS by 4:00 p.m. (Toronto time) on the dividend/distribution record date.

Dividends or distributions, as the case may be, that ETF plan participants are due to receive will be used to purchase ETF plan securities on behalf of such ETF plan participants in the market.

No fractional ETF plan securities will be purchased under the reinvestment plan. Any funds remaining after the purchase of whole ETF plan securities will be credited to the plan participant via its CDS Participant in lieu of fractional ETF plan securities.

The automatic reinvestment of the dividends/distributions under the reinvestment plan will not relieve ETF plan participants of any income tax applicable to such dividends/distributions. See “Income tax considerations” on page 66.

ETF plan participants may voluntarily terminate their participation in the reinvestment plan as of a particular dividend/distribution record date by notifying their CDS Participant sufficiently in advance of that dividend/distribution record date. ETF plan participants should contact their CDS Participant to obtain details of the appropriate procedures for terminating their participation in the reinvestment plan. Beginning on the first dividend/distribution payment date after such notice is received from an ETF plan participant and accepted by a CDS Participant, dividends/distributions to such ETF plan participant will be made in cash. Any expenses associated with the preparation and delivery of such termination notice will be borne by the ETF plan participant exercising its right to terminate participation in the reinvestment plan. Purpose may terminate the reinvestment plan, in its sole discretion, upon not less than 30 days' notice to: (i) the CDS Participants through which the ETF plan participants hold their ETF Shares or ETF Units, as the case may be; (ii) the plan agent; and (iii) if necessary, the applicable Exchange (or such other designated exchange on which the ETF Shares or ETF Units, as applicable, of a fund may be listed from time to time).

Purpose may amend, modify or suspend the reinvestment plan at any time in its sole discretion, provided that it gives notice of that amendment, modification or suspension to: (i) the CDS Participants through which the ETF plan participants hold their ETF Shares or ETF Units, as the case may be; (ii) the plan agent; and (iii) if necessary, the applicable Exchange (or such other designated exchange on which the ETF Shares or ETF Units, as applicable, of a fund may be listed from time to time).

Pre-authorized cash contribution

Mutual fund shares (other than Series XA Shares, Series XF Shares, Series XUA Shares and Series XUF Shares)/mutual fund units

If you want to invest in mutual fund shares (other than Series XA Shares, Series XF Shares, Series XUA Shares and Series XUF Shares of a Corp. Fund) or mutual fund units, as the case may be, of a fund on a regular basis, you can use our pre-authorized purchase plan so that money is automatically withdrawn from your bank account at regular intervals and invested in the funds that you choose. This plan allows you to take advantage of dollar-cost averaging.

Here is how the plan works:

- (a) See "Purchases, switches and redemptions – How to buy, redeem and switch" on page 30 for the minimum initial investment and the minimum additional investments required for each fund or series or class, as the case may be.
- (b) You must have at least \$5,000 in your account to set up a pre-authorized cash contribution for a Corp. Fund or a Purpose Trust and \$1,000 in your account to set up a pre-authorized cash contribution for a PFC Fund.
- (c) You can invest weekly, bi-weekly, semi-monthly, monthly, quarterly, semi-annually or annually, depending on the kind of account you have. For more information, please ask your dealer.
- (d) We will automatically transfer money from your bank account with any financial institution to purchase shares or units, as the case may be, in the fund you choose.
- (e) We will cancel your participation in the plan if your payment is returned because there are not sufficient funds in your bank account.

You may choose this option when you first buy mutual fund shares (other than Series XA Shares, Series XF Shares, Series XUA Shares and Series XUF Shares of a Purpose Corp. Fund) or mutual fund units of a Purpose Trust or at any time afterwards. Please contact your dealer or advisor for details. You must set up

your pre-authorized purchase plan through your advisor. We must receive at least five business days' notice to set up a pre-authorized purchase plan.

You may also purchase Series A Shares or Series F Shares of a PFC Fund by regular or periodic payment. Please contact your dealer or advisor for details.

We do not charge a fee for setting up your pre-authorized purchase plan. However, your initial investment must meet the minimum initial investment and the minimum additional investments required for each fund or series or class, as the case may be. You can only buy mutual fund shares and mutual fund units in Canadian dollars (and some mutual fund shares or mutual fund units, as the case may be, in U.S. dollars) through your pre-authorized purchase plan.

You may change your pre-authorized purchase plan instructions or cancel such plan at any time as long as we receive at least two business days' notice. If you redeem all of the shares or units, as the case may be, in your account, we will terminate your pre-authorized purchase plan unless you tell us otherwise.

Purchases under a pre-authorized purchase plan providing for automatic withdrawal from your bank account may be in minimum amounts of \$50. Your initial investment in Series UF Shares must be at least US\$500 and subsequent investments in Series UF Shares must be at least US\$100.

Pre-authorized cash contributions are also available under the U.S. dollar purchase option. See "Optional services – U.S. dollar purchase option" on page 52 for more details.

Systematic withdrawal plan

Mutual fund shares (other than Series XA Shares, Series XF Shares, Series XUA Shares and Series XUF Shares)/mutual fund units

If you would like to make regular withdrawals from your non-registered investment in a fund, you can open a systematic withdrawal plan. Here is how the plan works:

- (a) You must have at least \$15,000 in your non-registered account to set up a systematic withdrawal plan.
- (b) You can choose to withdraw a minimum of \$100 weekly, bi-weekly, semi-monthly, monthly, quarterly, semi-annually or annually, depending on the kind of account you have. For more information, please ask your dealer.
- (c) We will deposit the money directly to your bank account.
- (d) If you decide to discontinue your systematic withdrawal plan and your investment is below the minimum balance for a fund, we may ask you to increase your investment to the minimum amount or to redeem your remaining investment in the fund.

We must receive at least five business days' notice to set up a systematic withdrawal plan. We do not charge a fee for such plan. However, we may set a minimum withdrawal amount.

You may change your systematic withdrawal plan instructions or cancel such plan at any time as long as we receive at least two business days' notice. Most changes must be made through your advisor or dealer.

It is important to remember that if you withdraw more than your investment is earning, you will reduce and eventually use up your original investment. Remember, a systematic withdrawal plan is like a redemption.

You are responsible for tracking and reporting to the CRA any capital gains or losses you realize on shares disposed of.

U.S. dollar purchase option

Mutual fund shares/mutual fund units

You may purchase certain mutual fund shares and mutual fund units of the funds in U.S. dollars. Contact Purpose for more information.

Registered plans

Each of the funds may be purchased within all Registered Plans subject to tax rules that deal with prohibited investments. See “Income tax considerations – Eligibility for registered plans” on page 77.

Registered Plans receive special treatment under the Tax Act. TFSAs receive generally similar treatment under the Tax Act; however, withdrawals from a TFSA are not taxable. In addition, contributions to an RRSP are deductible from your taxable earnings up to your allowable limit. You should consult your tax advisor for more information about the tax implications of Registered Plans.

FEES AND EXPENSES

The table set forth below outlines the fees and expenses that you may have to pay directly or indirectly when you invest in the funds. The funds may have to pay some of these fees and expenses, which you pay indirectly, because those fees and expenses will reduce the value of your investment in the funds.

Being “**no-load**” series or classes, the type and level of expenses payable by Series F Shares and Series I Shares of Purpose Mutual Funds Limited and Class F Units, Class I Units and Class E Units of a Purpose Trust may change.

Although securityholder approval will not be obtained, you will be sent a written notice 60 days before the effective date of any increase in fees or other expense or introduction of a new fee or expense.

Fees and expenses payable by the funds

Management fees

Purpose, as manager of the funds, is entitled to a management fee payable by each fund. The management fee varies for each series of shares or class or series of units, as the case may be, of a fund. See the “Fees and expenses” in the fund details table for each fund in this simplified prospectus for information on the maximum percentage of the management fee which you will be required to pay as an investor in the funds.

Purpose is the manager of the funds. Purpose manages the day-to-day business and operations of the funds and provides all general management and administrative services.

No management fees or administration fees are payable by a fund that, to a reasonable person, would duplicate a fee payable by the underlying funds of that fund for the same service. In addition, the fund will not pay any sales fees or redemption fees upon a purchase or redemption of

securities of an underlying fund. Any service fees paid by Purpose to your dealer, will be paid out of the management fee payable to Purpose.

Management fee rebates

To achieve effective and competitive management fees, Purpose may reduce the management fee borne by certain securityholders who have signed an agreement with Purpose. Purpose will pay out the amount of the reduction in the form of a management fee rebate directly to the eligible securityholder. Management fee rebates are reinvested in shares or units, as the case may be, unless otherwise requested. The decision to pay management fee rebates will be in Purpose's discretion and will be depend on a number of factors, including the size of the investment and a negotiated fee agreement between the securityholder and Purpose. Purpose reserves the right to discontinue or change management fee rebates at any time.

Management fee rebates for Purpose Canadian Equity Growth Fund, Purpose Canadian Income Growth Fund, Purpose Tactical Asset Allocation Fund, Purpose Core Equity Income Fund and the Purpose Trusts must be negotiated on a case-by-case basis by the investor or the investor's dealer or broker with the manager and are based primarily on the size of the investment in the funds.

Incentive fee

Certain funds will pay the manager an incentive fee annually, subject to all applicable taxes, equal to a percentage of the daily NAV of the applicable series of the fund as shown below.

Purpose Canadian Equity Growth Fund

Such percentage will be equal to 10% of the difference by which the return in the NAV per share of the applicable series of this fund from January 1 to December 31 exceeds the percentage return of the S&P/TSX Composite Index.

Purpose Canadian Income Growth Fund

Such percentage will be equal to 10% of the difference by which the return in the NAV per share of the applicable series of this fund from January 1 to December 31 exceeds the percentage return of a blended index, comprised as follows:

- S&P/TSX Income Trust Total Return Index (or any replacement or successor to such index managed by S&P) (65%); and
- FTSE Canada Universe Bond Index (35%)

For the Purpose Canadian Equity Growth Fund and the Purpose Canadian Income Growth Fund, incentive fees will be payable in all circumstances where the performance of the subject series of units exceeds that of the applicable benchmark, even in circumstances where the value of the series of units of a fund has declined. Incentive fees, if any, are accrued daily such that, to the extent possible, the NAV per series on each valuation date will reflect any incentive fees payable as at the end of such period. The incentive fee for such funds is calculated and paid at the end of each fiscal year.

Where a mutual fund unit of Purpose Canadian Equity Growth Fund or Purpose Canadian Income Growth Fund is purchased or redeemed on a trading day other than the last valuation date of a fiscal year, the incentive fee payable to the manager in respect of such mutual fund units shall (a) in the case of a purchase, accrue as of the date on which such mutual fund units were purchased and (b) in the case of a redemption, be calculated as if the date on which such units were redeemed was the last valuation date in such fiscal year, respectively.

The manager may reduce the incentive fee payable by a fund with respect to a particular investor or series at its discretion. Investors who are entitled to the benefit of a lower incentive fee may receive a fee rebate from a fund so that those investors receive the benefit of the lower incentive fee.

Operating expenses

Purpose Corp. Funds, Purpose Cash Management Fund and Purpose USD Cash Management Fund

Purpose has agreed to pay for certain operating and administrative expenses (the “**administrative expenses**”) incurred by each fund in respect of the mutual fund shares and mutual fund units and ETF Shares and ETF Units which exceed 0.05% per annum of the NAV of each of such series of shares or class or series of units, as the case may be. This means the fund pays only up to 0.05% per annum of the NAV of each such series of shares or class or series of units, as the case may be, for administrative expenses, plus the other costs and expenses referred to below. Administrative expenses include accounting, audit and legal fees, custodial fees, investor reporting cost for annual and semi-annual financial statements, expenses in connection with the preparation of the prospectus and other regulatory reports, regulatory filing fees, exchange listing fees (if applicable) and other operating and administrative expenses incurred in connection with the day-to-day operation of a fund. However, administrative expenses do not include, and each fund will be responsible for paying (the “**additional expenses**”), the costs and expenses incurred in complying with National Instrument 81-107 – *Independent Review Committee for Investment Funds* (including any expenses related to the implementation and on-going operation of an independent review committee), the costs and expenses incurred in connection with the dividend/distribution reinvestment plan, portfolio transaction costs, including brokerage expenses and commissions and costs associated with the use of derivatives (if applicable), transfer agency fees and expenses, income and withholding taxes as well as all other applicable taxes, including HST, bank charges and interest expenses, the costs of complying with any new governmental or regulatory requirement introduced after each fund was established and extraordinary expenses, including any costs associated with the printing and distribution of any documents that the securities regulatory authorities require be sent or delivered to investors in a fund. The administrative expenses and additional expenses payable by a fund, plus applicable HST, will be calculated and accrued daily and paid monthly in arrears.

In addition, holders of Series XA Shares, Series XF Shares, Series XUA Shares and Series XUF Shares pay an additional fee of up to 0.65% per annum based on the value of the securities vended in and held by the Company (including an additional amount in respect of Series XUA Shares and Series XUF Shares as a result of additional costs associated with hedging foreign securities), plus an amount in respect of hedging costs (based on then current market rates) incurred in connection with all such holdings, on a pro-rata basis.

Purpose may, from time to time, in its sole discretion, pay all or a portion of any additional expenses which would otherwise be payable by the funds.

See “Fees and Expenses – Fees and expenses payable directly by you – Negotiated fee” below for details regarding Series I Shares.

PFC Funds, PMF Funds and Purpose Trusts (except for Purpose Cash Management Fund and Purpose USD Cash Management Fund)

Each fund pays its own operating and administrative expenses, other than advertising costs and costs of dealer compensation programs, which are paid by the manager. Operating expenses include, but are not limited to, brokerage commissions and fees, taxes, audit, accounting and legal fees and expenses, safekeeping, trustee and custodial fees, interest expenses, registrar and transfer agent fees, regulatory participation fees, administrative costs, the costs of complying with any new governmental or regulatory requirement introduced after the date a fund is established, investor servicing costs and costs of financial and other reports to investors, as well as renewal prospectuses.

Operating expenses and other costs of a fund are subject to applicable taxes.

As the funds have more than one series/class of securities, the securityholders of each series/class of a fund bear their pro rata share of those expenses which are common to the operation of all series/classes of the fund as well as those expenses which are attributable solely to that series/class.

In addition, holders of Series XA Shares, Series XF Shares and Series XUF Shares pay an additional fee of up to 0.65% per annum based on the value of the securities vended in and held by the Company (including an additional amount in respect of Series XUF Shares as a result of additional costs associated with hedging foreign securities), plus an amount in respect of hedging costs (based on then current market rates) incurred in connection with all such holdings, on a pro-rata basis.

Purpose may, from time to time, in its sole discretion, pay all or a portion of any additional expenses which would otherwise be payable by the funds.

See “Fees and Expenses – Fees and expenses payable directly by you – Negotiated fee” below for details regarding Series I Shares/Series I Units.

Foundation Wealth Funds

Each Foundation Wealth Fund pays all its own operating expenses. These include but are not limited to brokerage commissions and fees, taxes, audit fees, legal fees and expenses, safekeeping, registrar and transfer agent fees, trustee and custodial fees, interest expenses, administrative costs, regulatory participation fees, investor servicing costs and costs of financial and other reports to investors, as well as prospectuses.

Effect of HST on MERs

A fund is required to pay HST on management fees and administration fees charged to the fund. In general, the HST rate depends on the residence of a fund’s securityholders at a certain point in time. Changes in existing HST rates, changes to which provinces impose HST and changes in the breakdown on the residence of a fund’s securityholders will have an impact on the management expense ratio of a fund year over year.

Fund of funds fees and expenses

The funds may invest in underlying funds managed by Purpose or an affiliate of Purpose’s or by third parties. In accordance with applicable laws, we cannot charge management and administration fees to both the funds and the underlying funds where, to a reasonable person, it would result in the duplication of a fee for the same services.

In addition, no sales charges or redemption fees are payable by the funds in relation to their purchases or redemptions of securities of an underlying fund if the underlying fund is managed by Purpose or an affiliate.

Fees and expenses payable directly by you

Negotiated fee

Holders of Series I Shares of a Purpose Corp. Fund, Purpose Tactical Asset Allocation Fund, Purpose Core Equity Income Fund and Purpose Enhanced Premium Yield Fund pay a negotiated management fee directly to Purpose, plus any additional amounts for administrative expenses up to 0.05% per annum of the NAV of such series of shares and any additional expenses as may be agreed to by the holder and Purpose. The negotiated management fee may vary for each fund and each investor in a fund. See the “**Fees and expenses**” in the fund details table for each fund in this simplified prospectus for information on the maximum percentage of the negotiated management fee which you will be required to pay as an investor in Series I Shares of the funds.

Series I Account Agreement fee Holders of Series I Units of Purpose Strategic Yield Fund, Purpose Multi-Asset Income Fund and Purpose Energy Transition Fund pay a negotiated management fee up to 0.80%, 0.85% and 0.75%, respectively, directly to Purpose as agreed to by the holder and Purpose pursuant to a Series I Account Agreement between the holder and Purpose.

Sales charges Your dealer, investment advisor or financial advisor may charge a sales charge and you may have to pay your dealer at the time of purchase up to (a) 5% of the purchase price of the Series A Shares, Series TA5 Shares, Series XA Shares, Series XUA Shares of Purpose Corp. Funds and PFC Funds, Series A Units, Series UA Units or Series P Units of the Purpose Strategic Yield Fund, Purpose Multi-Asset Income Fund and Purpose Energy Transition Fund, as applicable, Class A Units of Purpose Cash Management Fund, Black Diamond Impact Core Equity Fund and Purpose USD Cash Management Fund or Series A Shares of the PMF Funds or (b) 2.5% of the purchase price of the Series P Shares of Purpose Corp. Funds you buy. We deduct the sales charge from the amount you invest and pay it to your dealer as a commission. There are no sales charges payable on purchases of Series F Shares, Series I Shares, Series TF5 Shares, Series XF Shares and Series XUF Shares.

For Purpose Canadian Equity Growth Fund and Purpose Canadian Income Growth Fund, a sales charge of 0-4.0% of the amount you invest will be charged if you purchase Series A Shares of such funds through your dealer. You may be able negotiate this amount with the dealer. There are no sales charges payable on purchases of Class F Units or Series F Shares. Purchasers of Class F Units or Series F Shares will, however, likely be required to pay their dealers a fee under a “fee-for-service” or wrap program.

For the Purpose Tactical Asset Allocation Fund and Purpose Core Equity Income Fund, a sales charge of 0-5.0% of the amount you invest will be charged if you purchase your Series A Shares or Series TA5 Shares of such funds, as applicable, through your dealer. There are no sales charges payable on Series F Shares or Series TF5 Shares, but holders of Series F Shares and Series TF5 Shares will generally be required to pay their dealer an advisory or asset-based fee in addition to the management fee payable to Purpose in respect of their Series F Shares and Series TF5 Shares. There are no sales charges payable on Series I Shares, but holders of Series I Shares will pay a negotiated fee to Purpose as described above.

For the Purpose Canadian Preferred Share Fund and Purpose Marijuana Opportunities Fund, a sales charge of 0-5.0% of the amount you invest will be charged if you purchase your Class A Units through your dealer. You may be able to negotiate this amount with your dealer. There are no sales charges payable on purchase of Class F Units of such funds but holders of Class F Units will generally be required to pay their dealer an advisory or asset-based fee in addition to the management fee payable to Purpose in respect of their Class F Units.

For the PMF Funds, your dealer, investment advisor or financial advisor may charge a sales charge and you may have to pay your dealer at the

time of purchase up to 5% of the purchase price of the Series A Share you buy. We deduct the sales charge from the amount you invest and pay it to your dealer as a commission.

We may limit or “**cap**” the size of a fund by restricting new purchases, including shares bought through switches. We will continue redemptions and the calculation of the fund’s shares or units value for each series or class, as applicable. We may subsequently decide to start accepting new purchases or switches to that fund at any time.

No-load sales charge option

All series and classes of the funds other than Series A Shares, Series A Units, Series UA Units, Class A Units, Series TA5 Shares, Series XA Shares, Series P Shares and Series P Units are available on a “no-load” basis, meaning that no sales charges or redemption fees apply to the purchase or redemption of such securities. When you invest in these series or classes, as applicable, you may pay an investment advisory fee to your financial advisor. The investment advisory fee is negotiated between you and your financial advisor and paid by you to your financial advisor.

Switch fees

You may have to pay your dealer a fee of up to 2% of the value of the mutual fund shares you switch. You negotiate this switch fee with your financial advisor, investment advisor or broker, as applicable.

Short-term trading fees

Mutual fund shares

If a holder of mutual fund shares redeems or switches mutual fund shares within 30 days of purchasing such mutual fund shares, the manager may charge a short-term trading fee on behalf of the fund of up to 2% of the value of such shares in circumstances where it determines that the trading activity represents market timing or excessive short-term trading. This charge is in addition to any switch fee that the shareholder may have to pay. Each additional switch counts as a new purchase for this purpose. No short-term trading fees are charged on redemptions made under a systematic withdrawal plan or redemptions that may occur when an investor fails to meet the minimum investment amount for the fund. At the present time, the manager is of the view that it is not necessary to impose any short-term trading restrictions on the ETF Shares.

Mutual fund units

If a holder of mutual fund units redeems mutual fund units within 30 days of purchasing such mutual fund units, the manager may charge a short-term trading fee on behalf of the fund of up to 2% of the value of such units in circumstances where it determines that the trading activity represents market timing or excessive short-term trading. No short-term trading fees are charged on redemptions made under a systematic withdrawal plan or redemptions that may occur when an investor fails to meet the minimum investment amount for the fund. At the present time, the manager is of the view that it is not necessary to impose any short-term trading restrictions on the ETF Units.

See “Purchases, switches and redemptions – Short term trading – Short-term trading fees for mutual fund shares/mutual fund units” on page 40.

Registered tax plan fees

Fees may be payable to your dealer if you transfer an investment within a Registered Plan to another financial institution.

None of these fees are paid to Purpose.

Fees for fee-based accounts

You may have to pay an annual fee to your dealer based on the market value of your units. The amount of the fee is determined between you and your financial advisor.

Other fees and expenses

You may have to reimburse your dealer if it suffers a loss as a result of our having to redeem your shares or units, as the case may be, for insufficient payment. See “Purchases, switches and redemptions – How to buy, redeem and switch” on page 30.

ETF Share/ETF Unit administration fee

You may have to pay the fund an administration fee of up to 2% of the value of any ETF Shares or ETF Units you exchange or redeem to offset certain transaction costs associated with the exchange or redemption of ETF Shares or ETF Units, as applicable.

Investment advisory fee

Holders of Series F Units, Series UF Units and Series TF6 Units of the Purpose Strategic Yield Fund, holders of Series F Units of Purpose Multi-Asset Income Fund and holders of Series F Units of Purpose Energy Transition Fund may be charged an investment advisory fee by their financial advisor. The amount of the investment advisory fee is to be negotiated between you and your financial advisor and paid by you to your financial advisor but will not exceed 2.0%.

Impact of sales charges

The following table shows the fees that you would pay if:

- (a) you invested \$1,000 in mutual fund shares, mutual fund units, ETF Shares or ETF Units of a fund; and
- (b) you held that investment for one, three, five or 10 years and you redeemed the entire investment immediately before the end of that period.

Purpose Corp. Funds

	Fee at time of purchase	Redemption fee before end of:			
		1 year	3 years	5 years	10 years
ETF Shares	Nil	Nil	Nil	Nil	Nil
Series A Shares	\$50 ¹	Nil	Nil	Nil	Nil
Series F Shares	Nil	Nil	Nil	Nil	Nil
Series I Shares	Nil	Nil	Nil	Nil	Nil

Series XA Shares	\$50 ¹	Nil	Nil	Nil	Nil
Series XF Shares	Nil	Nil	Nil	Nil	Nil
Series XUA Shares	Nil	Nil	Nil	Nil	Nil
Series XUF Shares	Nil	Nil	Nil	Nil	Nil
Series P Shares	\$25 ¹	Nil	Nil	Nil	Nil

Note:

(1) Assumes the maximum initial sales charge of 5%. The actual amount of the initial sales charge will be negotiated by you and your dealer. Purpose does not receive a sales charge or commission when you buy or redeem mutual fund shares or ETF Shares.

PFC Funds/ Purpose Canadian Preferred Share Fund and Purpose Marijuana Opportunities Fund

		Fee at time of purchase	Redemption fee before end of:			
			1 year	3 years	5 years	10 years
Sales Charge Option	Purpose Canadian Equity Growth Fund (Series A Shares only) Purpose Canadian Income Growth Fund (Series A Shares only)	Up to \$40	Nil	Nil	Nil	Nil
	Purpose Tactical Asset Allocation Fund (Series A Shares, Series TA5 Shares and Series XA Shares only) ¹ Purpose Core Equity Income Fund (Series A Shares only) Purpose Canadian Preferred Share Fund (Class A Units only) Purpose Marijuana Opportunities Fund (Class A Units only)	Up to \$50	Nil	Nil	Nil	Nil
No Load Option⁽²⁾	Purpose Canadian Preferred Share Fund (Class F Units only)	Nil	Nil	Nil	Nil	Nil

Note:

(1) Assumes the maximum initial sales charge of 5%. The actual amount of the initial sales charge will be negotiated by you and your dealer. Purpose does not receive a sales charge or commission when you buy or redeem mutual fund shares.

Purpose Strategic Yield Fund/ Purpose Multi-Asset Income Fund/ Purpose Energy Transition Fund

	Fee at time of purchase	Redemption fee before end of:			
		1 year	3 years	5 years	10 years
ETF Units	Nil	Nil	Nil	Nil	Nil
Series A Units and Series UA Units (initial sales charge option)	\$50	Nil	Nil	Nil	Nil
Series P Units (initial sales charge option)	\$25	Nil	Nil	Nil	Nil
Series F Units and Series UF Units (no load option) ⁽¹⁾	Nil	Nil	Nil	Nil	Nil
Series TF6 Units (no load option) ⁽¹⁾	Nil	Nil	Nil	Nil	Nil
Series I Units (no load option) ⁽¹⁾	Nil	Nil	Nil	Nil	Nil
Series X Units (no load option) ⁽¹⁾	Nil	Nil	Nil	Nil	Nil

Note:

(1) The funds and the manager do not charge a fee or commission when you purchase shares. Your dealer or advisor may charge a commission fee of up to 5.0% on purchase, which will reduce the amount of money you invest in the funds. This is a separate agreement between you and your dealer or advisor and is negotiable by you. The chart above assumes the maximum possible charge, although you may negotiate a lower charge with your dealer or advisor.

Purpose Cash Management Fund / Foundation Wealth Funds / Black Diamond Impact Core Equity Fund / Purpose USD Cash Management Fund

	Fee at time of purchase	Redemption fee before end of:			
		1 year	3 years	5 years	10 years
Class A Units	\$50 ¹	Nil	Nil	Nil	Nil
Class F Units	Nil	Nil	Nil	Nil	Nil
Class I Units	Nil	Nil	Nil	Nil	Nil
Class E Units	Nil	Nil	Nil	Nil	Nil
ETF Units	Nil	Nil	Nil	Nil	Nil

Note:

(1) Assumes the maximum initial sales charge of 5%. The actual amount of the initial sales charge will be negotiated by you and your dealer. Purpose does not receive a sales charge or commission when you buy and redeem units.

PMF Funds

	Fee at time of purchase	Redemption fee before end of:			
		1 year	3 years	5 years	10 years
Series A Shares (initial sales charge option)	\$50 ¹	Nil	Nil	Nil	Nil
Series F Shares (no load option)	Nil	Nil	Nil	Nil	Nil
Series I Shares (no load option)	Nil	Nil	Nil	Nil	Nil

Note:

(1) Assumes the maximum initial sales charge of 5%. The actual amount of the initial sales charge will be negotiated by you and your dealer. Purpose does not receive a sales charge or commission when you buy or redeem mutual fund shares or ETF Shares.

DEALER COMPENSATION

How your investment professional and dealer are paid

Your investment professional usually is the person through whom you purchase the funds. Your investment professional could be a broker, financial planner or advisor who is registered to sell mutual funds. Your dealer is the firm for which your investment professional works.

Initial Sales Charge

Purpose Corp. Funds, Purpose Strategic Yield Fund, Purpose Multi-Asset Income Fund, Purpose Energy Transition Fund, PMF Funds, Purpose Cash Management Fund, Black Diamond Impact Core Equity Fund and Purpose USD Cash Management Fund

Series A Shares, Series A Units, Series UA Units, Class A Units, Series XA Shares, Series XUA Shares and Series P Shares

If you buy Series A Shares, Series A Units, Series UA Units, Class A Units, Series XA Shares, Series XUA Shares, Series P Shares or Series P Units, the commission you negotiate (up to 5% of your purchase amount for Series A Shares, Series XA Shares and Series XUA Shares and up to 2.5% of your purchase amount for Series P Shares and Series P Units) is deducted from your purchase amount and paid by you, through us, to your dealer. In addition, we pay your dealer a service fee when you hold Series A Shares, Series A Units, Series UA Units, Class A Units, Series XA Shares, Series XUA Shares, Series P Shares or Series P Units. The funds may also charge a short-term trading fee if you redeem your shares within 30 days of buying them.

See “Purchases, switches and redemptions – Short-term trading – Short-term trading fees for mutual fund shares/mutual fund units” on page 40.

PFC Funds, Purpose Canadian Preferred Share Fund and Purpose Marijuana Opportunities Fund

A dealer which distributes Series A Shares of Purpose Canadian Equity Growth Fund or Purpose Canadian Income Growth Fund may receive a sales commission of up to 4.0% (\$40 for each \$1,000 investment) of sales of such fund by the dealer. A dealer which distributes Series A Shares, Class A Units, Series TA5 Shares or Series XA Shares, as applicable, of Purpose Tactical Asset Allocation Fund, Purpose Core Equity Income Fund, Purpose Canadian Preferred Share Fund and Purpose Marijuana Opportunities Fund may receive a sales commission of up to 5.0% (\$50 for each \$1,000 investment) of sales of such funds by the dealer. This sales charge is deducted from the amount purchased, at the time of purchase, as a commission for the investment firm.

Switch fee

When you switch mutual fund shares from one corporate class of Purpose Fund Corp. to another, you may have to pay your dealer a switch fee of up to 2%. You negotiate the fee with your investment professional. Your dealer is required to observe the rules of any self-regulatory organization to which it belongs when initiating such switches, including any requirement to obtain your consent prior to initiating such switches.

Trailing Commission

Purpose Corp. Funds

We pay a service fee known as a “trailing commission” to your dealer either monthly or quarterly for ongoing services your dealer may provide to you on your Series A Shares, Series P Shares, Series XA Shares and Series XUA Shares of the Purpose Corp. Funds. The service fee is a percentage of the value of the shares or units, as the case may be, you hold (see the table below for further details). Purpose pays your dealer the service fee out of the management fee payable to Purpose for as long as you hold shares or units, as applicable, of the fund. We may change the terms of the service fee including the manner and frequency with which it is paid at any time. We may do this without informing you. Dealers typically pay a portion of the service fee they receive to their investment professionals for the services they provide to their clients.

Fund	Annual Trailing Commission	
	Series A Shares/ Series XA Shares/ Series XUA Shares	Series P Shares
Purpose Core Dividend Fund	1.00% ⁽¹⁾	0.25% ⁽¹⁾
Purpose Tactical Hedged Equity Fund	1.00% ⁽¹⁾	0.25% ⁽¹⁾
Purpose Monthly Income Fund	1.00% ⁽¹⁾	0.25% ⁽¹⁾
Purpose Total Return Bond Fund	0.50% ⁽¹⁾	0.15% ⁽¹⁾
Purpose Best Ideas Fund	1.00% ⁽¹⁾	0.25% ⁽¹⁾
Purpose Real Estate Income Fund	1.00% ⁽¹⁾	0.25% ⁽¹⁾

Note:

(1) Plus applicable HST.

We do not pay service fees on Series F Shares, Series I Shares, Series XF Shares, Series XUF Shares or ETF Shares of Purpose Corp. Funds.

PFC Funds, Purpose Canadian Preferred Share Fund, Purpose Marijuana Opportunities Fund, Purpose Strategic Yield Fund, Purpose Multi-Asset Income Fund, Purpose Energy Transition Fund, Purpose Cash Management Fund, Black Diamond Impact Core Equity Fund and Purpose USD Cash Management Fund

Fund	Annual Trailing Commission	
	Series A Shares/ Class A Units/Series A Units/Series UA Units/Series TA5 Shares/Series XA Shares	Series X Units
Purpose Canadian Equity Growth Fund	1.00% ⁽¹⁾	N/A
Purpose Canadian Income Growth Fund	1.00% ⁽¹⁾	N/A
Purpose Canadian Preferred Share Fund	0.75%	N/A
Purpose Tactical Asset Allocation Fund	1.00% ⁽¹⁾	N/A
Purpose Core Equity Income Fund	1.00% ⁽¹⁾	N/A
Purpose Marijuana Opportunities Fund	1.00% ⁽¹⁾	N/A
Purpose Strategic Yield Fund	0.75%	0.40%
Purpose Multi-Asset Income Fund	1.00%	N/A
Purpose Energy Transition Fund	1.00%	N/A

Purpose Cash Management Fund	0.25% ⁽¹⁾	N/A
Black Diamond Impact Core Equity Fund	0.25% ⁽¹⁾	N/A
Purpose USD Cash Management Fund	0.25% ⁽¹⁾	N/A

Note:

(1) Plus applicable HST.

The trailing commissions may be paid to your dealer annually for as long as you hold the securities with that dealer. Payments are calculated and accrued daily and paid monthly at the above monthly rates and are based on the value of the assets held in such fund by dealer's clients. We also pay trailing commissions to the discount broker for Series A Shares, Class A Units, Series A Units and Series UA Units of the funds that you purchase through your discount brokerage account.

These trailing commissions are paid by the manager from management fees received and are not paid by a fund directly. The manager may, at its discretion, negotiate, change the terms and conditions of these trailing commissions as long as they comply with Canadian securities laws, or discontinue the payment of trailing commissions to dealers. We reserve the right to change the frequency of these payments at our discretion.

For a description of the trailing commission payable in respect of the Series P Units, see "Dealer Compensation – Trailing Commission – Purpose Core Dividend Fund and Purpose Multi-Asset Income Fund – Series P Shares and Series P Units".

No trailing commissions are paid in respect of Series F Shares, Class F Units, Series F Units, Series UF Units, Series TF5 Shares, Series XF Shares, Series XUF Shares, Series I Shares, Class I Units, Class E Units, ETF Shares or ETF Units.

PMF Funds

Dealers and advisors may be paid a "trailing commission" by the manager, for assets that their sales representatives place in the Series A Shares of the PMF Funds, including trailing commissions paid to discount brokers for mutual fund shares you purchase and hold in your discount brokerage account. The manager may, at its discretion, negotiate, change the terms and conditions of, or discontinue the trailing commission with dealers and advisors.

The trailing commission is calculated as a percentage of assets each dealer or advisor has placed in each series of shares of a PMF Fund. The trailing commission is calculated based on the closing balance of client accounts for each calendar month. The trailing commission will not be paid if the assets are removed from the PMF Fund. Trailing commissions are paid monthly at rates set within ranges according to the following table. No trailing commissions are paid in respect of Series F Shares, Series UF Shares, Series I Shares or ETF Shares.

Fund	Annual Trailing Commission	
	Series A Shares	
Purpose Enhanced Premium Yield Fund		0.75%
Purpose Global Resource Fund		1.00%
Purpose Special Opportunities Fund		1.00%
Purpose Global Bond Class		0.50%
Purpose Global Innovators Fund		1.00%

Note:

(1) Plus applicable HST.

Purpose Corp. Funds, PFC Funds, PMF Funds, Purpose Canadian Preferred Share Fund, Purpose Marijuana Opportunities Fund, Purpose Cash Management Fund, Foundation Wealth Funds, Black Diamond Impact Core Equity Fund and Purpose USD Cash Management Fund – Series F Shares/Class F Units, Series UF Shares, Series XF Shares, Series I Shares, Class I Units, Class E Units and ETF Shares/ETF Units

Series F Shares, Class F Units, Series UF Shares, Series XF Shares, Series I Shares and Class I Units

We do not pay your dealer a commission if you buy Series F Shares, Class F Units, Series UF Shares, Series XF Shares, Series I Shares and Class I Units. Investors who buy Series F Shares, Class F Units, Series UF Shares, Series XF Shares, Series XF Shares or Class I Units pay a negotiated fee to their dealer for investment advice and other services. The funds may also charge a short-term trading fee if you redeem your shares or units, as the case may be, within 30 days of buying them. See “Purchases, switches and redemptions – Short term trading – Short-term trading fees for mutual fund shares/mutual fund units” on page 40.

Class E Units

We do not pay your dealer a commission if you buy Class E Units. A fund may also charge a short-term trading fee if you redeem your units within 30 days of buying them. See “Purchases, switches and redemptions – Short term trading – Short-term trading fees for mutual fund shares/mutual fund units” on page 40.

ETF Shares/ETF Units

We do not pay your dealer a commission if you buy ETF Shares or ETF Units. At the present time, we are of the view that it is not necessary to impose any short-term trading restrictions on the ETF Shares or the ETF Units. See “Purchases, switches and redemptions – Short-term trading – ETF Shares/ETF Units” on page 40.

Purpose Core Dividend Fund and Purpose Multi-Asset Income Fund - Series P Shares and Series P Units

Advisors may be paid a “trailing commission” by the manager, for assets that their sales representatives place in the Series P Shares or Series P Units, as applicable, of the funds. The manager may, in its discretion, negotiate, change the terms and conditions of, or discontinue the trailing commission with advisors.

The trailing commission is calculated as a percentage of assets each advisor has placed in Series P Shares or Series P Units, as the case may be, of the applicable fund. The trailing commission is calculated based on the closing balance of client accounts for each calendar month. The trailing commission will not be paid if the assets are removed from the Series P Shares or Series P Units, as applicable, of the fund. Trailing commissions are calculated and accrued daily and paid monthly at an annual rate of 0.25% of the value of the assets held in Series P Shares or Series P Units, as the case may be, of the fund by the advisor’s clients.

The trailing commission on the Series P Shares and Series P Units of the funds are paid by the manager from management fees received and are not paid by the applicable fund directly. The manager may, in its discretion, negotiate and change the terms and conditions of the trailing commission as long it complies with Canadian securities law and may discontinue the payment of trailing commissions at any time.

Other forms of dealer support

We may participate in co-operative advertising programs with dealers to help them market the funds. We may use part of the management fee to pay up to 50% of the cost of these advertising programs in accordance with rules set out in National Instrument 81-105 – *Mutual Fund Sales Practices*.

INCOME TAX CONSIDERATIONS

This section describes the principal Canadian federal income tax considerations applicable to each Company and each Purpose Trust and to investors in a fund who are individuals (other than trusts) and who, for tax purposes, are residents of Canada, hold shares or units, as the case may be, of the fund as capital property, have not entered into a “derivative forward agreement” as defined in the Tax Act in respect of shares or units of the fund, and are not affiliated with and deal with the fund at arm’s length

The summary takes into account the current provisions of the Tax Act and the regulations thereunder, as well as all publicly announced proposed amendments to the Tax Act and regulations publicly announced prior to the date hereof. It also takes into account the published administrative policies and assessing practices of the CRA.

The summary is not intended to be exhaustive. It does not address provincial, territorial or foreign tax considerations. This summary does not constitute legal or tax advice to any particular purchaser or to any particular holder of shares or units, as applicable. Investors should consult their own tax advisors for advice with respect to the tax consequences of an investment in their particular circumstances.

This summary is also based on the assumptions that: (i) none of the issuers of securities held by a Purpose Trust or Company will be a foreign affiliate of the Purpose Trust or Company or any unitholder or shareholder; (ii) none of the securities held by a Purpose Trust or Company will be a “tax shelter investment” within the meaning of section 143.2 of the Tax Act; (iii) none of the securities held by the Purpose Trust or Company will be an interest in a trust (or a partnership which holds such an interest) which would require the Purpose Trust or Company (or the partnership) to report significant amounts of income in connection with such interest pursuant to the rules in section 94.1 or 94.2 of the Tax Act, or an interest in a non-resident trust other than an “exempt foreign trust” as defined in the Tax Act; and (iv) no Purpose Trust or Company will enter into any arrangement where the result is a dividend rental arrangement for the purposes of the Tax Act.

Corp. Funds

Status of each Company

Each Company intends at all relevant times to qualify as a “mutual fund corporation” as defined in the Tax Act. To qualify as a mutual fund corporation, (i) the Company must be a “Canadian corporation” that is a “public corporation” for purposes of the Tax Act; (ii) the only undertaking of the Company must be the investing of its funds in property (other than real property or interests in real property or immovables or real rights in immovables); and (iii) at least 95% of the fair market value of all of the issued shares of the capital stock of the Company must be redeemable at the demand of the holders of those shares. Each Company has informed counsel that it filed the necessary election under the Tax Act so that it was deemed to be a “public corporation” effective from the beginning of its first taxation year and, therefore, qualified as a mutual fund corporation throughout its first taxation year.

Taxation of the Corp. Funds

Each Corp. Fund is a separate class of shares of a Company. Although a Company is comprised of a number of classes of shares, it must (like any other mutual fund corporation with a multi-class structure) compute its income and net capital gains for tax purposes as a single entity. All of a Company's revenues, deductible expenses, capital gains and capital losses in connection with all of its investment portfolios, and other items relevant to its tax position (including the tax attributes of all of its assets), will be taken into account in determining the income or loss of the Company and applicable taxes payable by the Company as a whole. For example, expenses, tax deductions and losses arising from the Company's investments and activities in respect of one corporate class may be deducted or offset against income or gains arising from the Company's investments and activities in respect of other classes of shares of the Company. As a result of a Company being required to calculate its income as a single entity, the overall result for a holder of shares of each corporate class will differ from what would be the case if the shareholder had invested in a mutual fund trust, or a single-class mutual fund corporation, that made the same investments as the fund.

Each Company has established a policy to determine how it will allocate income and capital gains in a tax-efficient manner among the various classes of shares of the Company in a way that it believes is fair, consistent and reasonable for shareholders. The amount of dividends and capital gains dividends paid to shareholders is based on this tax allocation policy, which has been approved by the Company's board of directors.

Capital gains may be realized by a Company in a variety of circumstances, including on the disposition of portfolio assets of the Company as a result of shareholders of a corporate class switching their shares for shares of another corporate class.

The taxable portion of capital gains (net of the allowable portion of capital losses) realized by a Company will be subject to tax at normal corporate rates applicable to mutual fund corporations, but taxes paid thereon by the Company are generally refundable on a formula basis when shares of the Company are redeemed or when the Company pays capital gains dividends. Accordingly, if sufficient amounts are paid by a Company on the redemption of its shares or as capital gains dividends, generally the Company will not pay tax on its capital gains.

Premiums received on covered call options and cash-covered put options written by a Company that are not exercised prior to the end of the year will constitute capital gains of the Company in the year received, unless such premiums are received by the Company as income from a business of buying and selling securities or the Company has engaged in a transaction or transactions considered to be an adventure in the nature of trade. The manager has informed counsel that each fund's portfolio will be acquired with the objective of earning dividends thereon over the life of the fund, and that the fund will write covered call options with the objective of increasing the yield on the portfolio beyond the dividends received on the portfolio, and that the fund will write cash covered put options to increase returns and to reduce the net cost of purchasing securities upon the exercise of put options. Thus, having regard to the foregoing and in accordance with the CRA's published administrative practice, the manager intends that option transactions undertaken by a fund in respect of securities comprising the fund's portfolio will be treated and reported by the Company as arising on capital account.

Premiums received by a Company on covered call (or cash-covered put) options that are subsequently exercised will be added in computing the proceeds of disposition (or deducted in computing the adjusted cost base) to the Company of the securities disposed of (or acquired) by the Company upon the exercise of such call (or put) options. In addition, where the premium was in respect of an option granted in a previous year so that it constituted a capital gain of the Company in the previous year, such capital gain may be reversed.

In general, a Company will not pay tax on taxable dividends received from taxable Canadian corporations. Each Company will be subject to the refundable tax under Part IV of the Tax Act on taxable dividends received by it from taxable Canadian corporations in an amount equal to 38-½% of such dividends, which tax will be refundable on the basis of \$1.00 for each \$2.61 of taxable dividends paid by the Company.

With respect to other income received by a Company, such as ordinary income, interest and foreign dividends, the Company will generally be subject to tax at normal corporate rates subject to permitted deductions for expenses of the Company and applicable credits for any foreign taxes paid. Where a corporate class invests in derivatives as a substitute for direct investment, the Company will generally treat gains and losses realized on such derivatives as being on income account rather than as capital gains and capital losses. Where a derivative is sufficiently linked to a capital asset or transaction of the Company to be treated on capital account, it will nonetheless be treated on income account where it qualifies as a “derivative forward agreement” under the Tax Act.

If a Company invests in another fund that for Canadian federal income tax purposes is a trust that is not resident in Canada (an “**Underlying Foreign Trust**”) that is an “exempt foreign trust” for purposes of the Tax Act and the total fair market value at any time of all fixed interests of a particular class in the Underlying Foreign Trust held by the Company and/or persons or partnerships not dealing at arm's length with the Company, is at least 10% of the total fair market value at that time of all fixed interests of the particular class of the Underlying Foreign Trust, the Underlying Foreign Trust will be deemed by section 94.2 of the Tax Act to be at that time a controlled foreign affiliate (“CFA”) of the Company.

If the Underlying Foreign Trust is deemed to be a CFA of the Company at the end of a particular taxation year of the Underlying Foreign Trust and earns income that is characterized as foreign accrual property income (“FAPI”) in that taxation year of the Underlying Foreign Trust, the Company’s proportionate share of the FAPI of the Underlying Foreign Trust (computed under Canadian federal income tax principles and reducible by certain deductions) must be included in computing the income of the Company for Canadian federal income tax purposes for the taxation year of the Company in which that taxation year of the Underlying Foreign Trust ends, whether or not the Company actually receives a distribution of that FAPI.

Under section 94.2 of the Tax Act, in computing the amount of FAPI of an Underlying Foreign Trust that is required to be included in income by the Company, there may be deducted the portion of such FAPI that has been distributed or otherwise made payable to the Company in the applicable taxation year.

Each Company may be subject to the suspended loss rules contained in the Tax Act. A loss realized on a disposition of property may be considered to be a suspended loss when the Company acquires a property (a “**substituted property**”) that is the same or identical to the property disposed of, within 30 days before and 30 days after the disposition and the Company owns the substituted property 30 days after the original disposition. If a loss is suspended, the Company cannot deduct the loss from the Company’s gains until the substituted property is sold and is not reacquired within 30 days before and after the sale.

In determining the income of a Company, gains or losses realized upon dispositions of securities in which the Company has invested will constitute capital gains or capital losses of the Company in the year realized unless the Company is considered to be trading or dealing in securities or otherwise carrying on a business of buying and selling securities or the Company has acquired the securities in a transaction or transactions considered to be an adventure in the nature of trade. Each Company has advised counsel that if the Company holds “Canadian securities” (as defined in the Tax Act) it will elect in accordance with the Tax Act to have each such security treated as capital property. Such election will ensure that gains or losses realized by the Company on the disposition of Canadian securities are taxed as capital gains or capital losses.

Each Company is required to compute its income and gains for tax purposes in Canadian dollars and may therefore realize foreign exchange gains or losses with respect to its foreign investments that will be taken into account in computing its income for tax purposes.

Each Company may pay foreign withholding or other taxes in connection with investments in foreign securities.

Taxation of shareholders

A shareholder of a Company will be required to include in his or her income the Canadian dollar amount of any dividends paid on such shares, other than capital gains dividends, whether received in cash or reinvested in additional shares. The dividend gross-up and tax credit treatment normally applicable to taxable dividends (including eligible dividends) paid by a taxable Canadian corporation will apply to such dividends.

If a Company pays a return of capital, such amount will generally not be taxable but will reduce the adjusted cost base of the holder's shares of a fund in respect of which the return of capital was paid. However, where such returns of capital are reinvested in new shares, the holder's overall adjusted cost base of such shares will not be reduced. In the circumstance that reductions to the adjusted cost base of a holder's shares would result in such adjusted cost base becoming a negative amount, that amount will be treated as a capital gain realized by the holder of the shares and the adjusted cost base will then be zero.

Capital gains dividends will be paid to shareholders, at the discretion of a Company's board of directors with respect to the timing, the amount and the corporate classes on which the dividends will be paid, out of the capital gains realized by a Company, including capital gains realized on the disposition of portfolio assets occurring as a result of shareholders switching their shares into shares of another corporate class. The amount of a capital gains dividend paid to holders of shares will be treated as a capital gain in the hands of the holder and will be subject to the general rules relating to the taxation of capital gains which are described below.

A holder of shares who receives a management fee rebate will include the amount of such rebate in income or in the alternative may reduce the adjusted cost base of the holder's shares by the amount of the rebate.

Pursuant to the Switch Fund Rules, the switch by a shareholder from one class of mutual fund shares of a Company into mutual fund shares of another class of a Company will result in a disposition at fair market value and a capital gain or a capital loss would generally be realized. The rules should not apply to reclassifications of shares where a shareholder exchanges a share of one class of mutual fund shares for another share of the same class and both shares derive their value from the same property or group of properties. This exception is intended to permit shareholders to continue to switch between mutual fund shares of different series of the same fund on a tax-deferred basis.

The cost of the mutual fund shares acquired on a switch will be required to be averaged with the adjusted cost base of any other mutual fund shares of the same series of the corporate class owned by the holder in determining the holder's adjusted cost base per mutual fund share.

Upon the actual or deemed disposition of a share, including the redemption of a share for cash proceeds on a switch or otherwise, a capital gain (or a capital loss) will generally be realized to the extent that the proceeds of disposition of the shares exceed (or are exceeded by) the aggregate of the adjusted cost base to the holder of such shares and the costs of disposition. One-half of a capital gain realized on the disposition will be included in income as a taxable capital gain. One-half of any capital loss realized may be deducted against any taxable capital gains, subject to and in accordance with the detailed rules of the Tax Act. Holders

of shares should consult their own advisors with respect to provisions of the Tax Act which reduce any such losses by the amount of certain dividends received on shares.

Where ETF Shares of a corporate class are exchanged by a redeeming holder of ETF Shares for Baskets of Securities, or where securities are received by a holder of shares of the corporate class on a distribution in specie on the termination of the corporate class, the proceeds of disposition to the holder of the shares will be equal to the fair market value of the securities so received, plus the amount of any cash received on the exchange. The cost for tax purposes of securities acquired by a redeeming shareholder on the exchange or redemption of ETF Shares of the corporate class will generally be the fair market value of such securities at that time.

Tax election under Section 85 of the Tax Act in Respect of Series XA Shares, Series XF Shares, Series XUA Shares and Series XUF Shares

An investor, that is not exempt from tax under the Tax Act, or a partnership, no member of which is exempt from tax under the Tax Act, that exchanges shares of Canadian or U.S. public companies in consideration for Series XA Shares or Series XF Shares may, provided such shares are “eligible property” as defined in subsection 85(1.1) of the Tax Act, make a joint election (under subsection 85(1) or 85(2) of the Tax Act (and, in either case, the corresponding provision of any applicable provincial income tax legislation)) with the Company pursuant to section 85 of the Tax Act and thereby obtain a full or partial tax-deferred “rollover” for Canadian income tax in respect of such exchange.

Taxation of Registered Plans

In general, the amount of a distribution paid by a fund to a Registered Plan on a disposition of mutual fund shares will not be taxable under the Tax Act. However, amounts withdrawn from certain Registered Plans may be subject to tax (other than a return of contributions from a RESP, certain withdrawals from a FHSA or RDSP or withdrawals from a TFSA).

Tax implications of the Corp. Funds' dividend policy

When an investor purchases shares of a Corp. Fund, a portion of the price paid may reflect income or capital gains accrued or realized before such person acquired such shares. This may particularly be the case if such shares are purchased near year-end before a special year-end distribution is paid.

Alternative minimum tax

Investors who receive dividends from a Company or who realize net capital gains from the disposition of shares of the Corp. Fund may be subject to alternative minimum tax under the Tax Act.

Purpose Trusts

Status of the Purpose Trusts

Unless otherwise set out below, this summary is based on the assumption that each Purpose Trust will comply at all material times with the conditions prescribed in the Tax Act and otherwise so as to qualify as a “mutual fund trust” as defined in the Tax Act. Counsel is advised that each Purpose Trust is expected to qualify as a “mutual fund trust” under the Tax Act at all material times. Counsel is further advised that Black Diamond Impact Core Equity Fund is not and is not expected to be a “mutual fund trust” under the Tax Act.

A Purpose Trust that does not qualify as a mutual fund trust under the Tax Act will be treated as a “financial institution” for purposes of certain special mark-to-market rules in the Tax Act if more than 50% of the Units of the Purpose Trust are held by one or more unitholders that are themselves considered to be financial institutions under those rules.

In such event, the tax year of the Purpose Trust will be deemed to end immediately before that time and any gains or losses on certain securities accrued before that time will be deemed realized by the Purpose Trust and will be distributed to unitholders. In addition, the Purpose Trust will be required to recognize at least annually on income account any gains and losses accruing on certain types of debt obligations and equity securities that it holds and also will be subject to special rules with respect to income inclusion on these securities. Any income arising from such treatment will be included in amounts to be distributed to unitholders. If more than 50% of the Units of such a Purpose Trust cease to be held by “financial institutions”, the tax year of the Purpose Trust will be deemed to end immediately before that time and any gains or losses on certain securities accrued before that time will be deemed realized by the Purpose Trust and will be distributed to unitholders. A new taxation year for the Purpose Trust will then begin and for that and subsequent taxation years, for so long as not more than 50% of the Units of the Purpose Trust are held by “financial institutions”, or the Purpose Trust is a mutual fund trust for purposes of the Tax Act, the Purpose Trust will not be subject to these special mark-to-market rules. Given the manner in which Units are distributed, there will be circumstances in which it will not be possible to control or identify whether a Purpose Trust has, or has ceased to, become a “financial institution”. As a result, there can be no assurance that a Purpose Trust is not a “financial institution” or will not in the future become, or cease to be, a “financial institution” and no assurance as to when and to whom any distributions arising on the change in “financial institution” status of a Purpose Trust will be made, or that the Purpose Trust will not be required to pay tax on any undistributed income or taxable capital gains realized by the Purpose Trust on such event.

Provided that a Purpose Trust qualifies as a mutual fund trust within the meaning of the Tax Act, is a “registered investment” within the meaning of the Tax Act, or that the Units of the Purpose Trust are listed on a “designated stock exchange” within the meaning of the Tax Act, which includes the Exchange, the Units of such Purpose Trust will be qualified investments for trusts governed by Registered Plans.

Taxation of the Purpose Trusts

Each Purpose Trust will include in computing its income taxable distributions received on securities held by it, including any special dividends, the taxable portion of capital gains realized by the fund on the disposition of securities held by it, and income earned by any securities lending activity. The fund will include in computing its income any interest accruing to it on bonds held by the fund.

The declaration of trust governing each Purpose Trust requires that the fund distribute its net income and net realized capital gains, if any, for each taxation year of the fund to its unitholders to such an extent that a Purpose Trust will not be liable in any taxation year for ordinary income tax (after taking into account any applicable losses of the fund and any capital gains refunds to which the fund is entitled). If in a taxation year the income for tax purposes of the Purpose Trust exceeds the cash available for distribution by the fund, such as in the case of the receipt by the fund of special dividends, the fund will distribute its income through a payment of reinvested distributions.

A Purpose Trust that is not a “mutual fund trust” under the Tax Act throughout a taxation year (i) may become liable for alternative minimum tax under the Tax Act in such year, (ii) may be subject to a special tax under Part XII.2 of the Tax Act in such year, (iii) would not be eligible for capital gains refunds under the Tax Act and (iv) may be subject to rules applicable to financial institutions discussed above.

If a Purpose Trust invests in an underlying fund that is a Canadian resident trust other than a SIFT trust, the underlying fund may designate a portion of amounts that it distributes to the fund as may reasonably be

considered to consist of: (i) taxable dividends (including eligible dividends) received by the underlying fund on shares of taxable Canadian corporations; and (ii) net taxable capital gains realized by the underlying fund. Any such designated amounts will be deemed for tax purposes to be received or realized by the fund as a taxable dividend or taxable capital gain, respectively. An underlying fund that pays foreign withholding tax may make designations such that the Purpose Trust may be treated as having paid its share of such foreign tax.

If a Purpose Trust invests in an Underlying Foreign Trust that is an “exempt foreign trust” for purposes of the Tax Act and the total fair market value at any time of all fixed interests of a particular class in the Underlying Foreign Trust held by the Purpose Trust and/or persons or partnerships not dealing at arm's length with the Purpose Trust, is at least 10% of the total fair market value at that time of all fixed interests of the particular class of the Underlying Foreign Trust, the Underlying Foreign Trust will be deemed by section 94.2 of the Tax Act to be at that time a CFA of the Purpose Trust.

If the Underlying Foreign Trust is deemed to be a CFA of the Purpose Trust at the end of a particular taxation year of the Underlying Foreign Trust and earns income that is characterized as FAPI in that taxation year of the Underlying Foreign Trust, the Purpose Trust's proportionate share of the FAPI of the Underlying Foreign Trust (computed under Canadian federal income tax principles and reducible by certain deductions) must be included in computing the income of the Purpose Trust for Canadian federal income tax purposes for the taxation year of the Purpose Trust in which that taxation year of the Underlying Foreign Trust ends, whether or not the Purpose Trust actually receives a distribution of that FAPI.

Under section 94.2 of the Tax Act, in computing the amount of FAPI of an Underlying Foreign Trust that is required to be included in income by the Purpose Trust, there may be deducted the portion of such FAPI that has been distributed or otherwise made payable to the Purpose Trust in the applicable taxation year.

The CRA has stated that it generally treats virtual currencies like a commodity for purposes of the Tax Act. The CRA has expressed the opinion that gains (or losses) of mutual fund trusts resulting from transactions in commodities should generally be treated for tax purposes as ordinary income rather than as capital gains, although the treatment in each particular case remains a question of fact to be determined having regard to all the circumstances. As the Foundation Wealth Diversifier Pool intends to be a long-term holder of cryptocurrency, the manager anticipates that the the Foundation Wealth Diversifier Pool will generally treat gains (or losses) as a result of any disposition of cryptocurrency as capital gains (or capital losses) although, depending on the circumstances, the Foundation Wealth Diversifier Pool may instead include the full amount in (or deduct the full amount from) income.

Each Purpose Trust may be subject to the suspended loss rules contained in the Tax Act. A loss realized on a disposition of property may be considered to be a suspended loss when the fund acquires a property (a “**substituted property**”) that is the same or identical to the property disposed of, within 30 days before and 30 days after the disposition and the fund owns the substituted property 30 days after the original disposition. If a loss is suspended, the Purpose Trust cannot deduct the loss from the fund's gains until the substituted property is sold and is not reacquired within 30 days before and after the sale.

In determining the income of each Purpose Trust, gains or losses realized upon dispositions of securities in which the fund has invested will constitute capital gains or capital losses of the fund in the year realized unless the fund is considered to be trading or dealing in securities or otherwise carrying on a business of buying and selling securities or the fund has acquired the securities in a transaction or transactions considered to be an adventure in the nature of trade. The manager has advised counsel that if each Purpose Trust holds “Canadian securities” (as defined in the Tax Act) it will elect in accordance with the Tax Act to have each such security treated as capital property. Such election will ensure that gains or losses realized by the fund on the disposition of Canadian securities are taxed as capital gains or capital losses.

Each Purpose Trust will be entitled for each taxation year throughout which it is a mutual fund trust to reduce (or receive a refund in respect of) its liability, if any, for tax on its net realized capital gains by an amount determined under the Tax Act based on the redemptions of its units during the year (“**capital gains refund**”). The capital gains refund in a particular taxation year may not completely offset the tax liability of the Purpose Trust for such taxation year which may arise upon the sale of its investments in connection with redemptions of units.

If a Purpose Trust realizes capital gains as a result of transfers or dispositions of its property undertaken to facilitate a redemption of units (which in this paragraph includes an exchange of units) by a unitholder, allocation to the unitholder of fund-level capital gains may be permitted in accordance with the Tax Act. The taxable portion of the capital gain so allocated must be included in the income of the redeeming unitholder (as a taxable capital gain) and may be deductible by the Purpose Trust in computing its income, subject to subsections 132(5.3) and 132(5.31) of the Tax Act. For ETF Units of the Purpose Trust, amounts of taxable capital gain so allocated and designated to unitholders redeeming ETF Units will be deductible to the Purpose Trust in an amount determined by a formula under subparagraph 132(5.31)(b)(i), which is based on (i) the amount of capital gains designated to unitholders on an exchange or redemption of ETF Units in the taxation year, (ii) the total amount paid for exchanges or redemptions of the ETF Units in the taxation year, (iii) the Purpose Trust’s NAV at the end of the taxation year and the end of the previous taxation year that is referable to the ETF Units, and (iv) the portion of the Purpose Trust’s net taxable capital gains for the taxation year that is allocable, based on relative NAV of non-ETF Units and ETF Units, to the ETF Units. For Units that are not ETF Units, the limitation in subsection 132(5.3) applies on a redemption of those units, and additionally subparagraph 132(5.31)(b)(ii), will potentially apply to further restrict the amount of capital gains deductible by the Purpose Trust. The portion of taxable capital gains that is not deductible by the Purpose Trust under subsections 132(5.3) and 132(5.31) may be made payable to non-redeeming unitholders so that the Purpose Trust will not be liable for non-refundable income tax thereon.

The manager has advised counsel that, generally, each Purpose Trust will include gains and deduct losses on income account, rather than as capital gains and capital losses, in connection with investments made through derivative transactions, except where such derivatives are entered into in order to hedge, and are sufficiently linked with, securities that are held on capital account by the fund, and will recognize such gains or losses for tax purposes at the time they are realized by the fund. Where a Purpose Trust uses derivatives to hedge foreign currency exposure with respect to securities held on capital account, gains or losses realized on such derivatives will generally be treated as capital gains or capital losses. A derivative that is on capital account may nonetheless be treated on income account if it is a “derivative forward agreement” within the meaning of the Tax Act.

Each Purpose Trust is required to compute its income and gains for tax purposes in Canadian dollars. Therefore, the amount of income, cost, proceeds of disposition and other amounts in respect of investments that are not Canadian dollar denominated will be affected by fluctuations in the exchange rate of the Canadian dollar against the relevant foreign currency.

A Purpose Trust may pay foreign withholding or other taxes in connection with investments in foreign securities.

Taxation of unitholders

A holder of units of a Purpose Trust will be required to include in his or her income the Canadian dollar amount of net income and net taxable capital gains of the fund, if any, paid or payable to the holder in the year and deducted by the fund in computing its income, whether or not such amounts are reinvested in additional units (including ETF plan securities acquired under the Reinvestment Plan), including in the case of a holder who receives Management Fee Distributions to the extent they are paid out of net income and net taxable capital gains of the fund.

The non-taxable portion of any net realized capital gains of a Purpose Trust that is paid or payable to a unitholder in a taxation year will not be included in computing the unitholder's income for the year and will not reduce the adjusted cost base of the unitholder's units of the fund. Any other non-taxable distribution, such as a return of capital, will not be included in computing the unitholder's income for the year but will reduce the unitholder's adjusted cost base (unless the fund elects to treat such amount as a distribution of additional income). To the extent that a unitholder's adjusted cost base would otherwise be a negative amount, the negative amount will be deemed to be a capital gain realized by the unitholder and the unitholder's adjusted cost base will be nil immediately thereafter.

Each Purpose Trust will designate, to the extent permitted by the Tax Act, the portion of the net income distributed to unitholders as may reasonably be considered to consist of net taxable capital gains, if any, realized or considered to be realized by the fund. Any such designated amount will be deemed for tax purposes to be received or realized by unitholders in the year as a taxable dividend and as a taxable capital gain, respectively. Capital gains so designated will be subject to the general rules relating to the taxation of capital gains described below. In addition, a Purpose Trust may make designations in respect of income from foreign sources, if any, so that unitholders may be able to claim a foreign tax credit in accordance with the provisions of and subject to the general limitations under the Tax Act for a portion of foreign tax, if any, paid or considered to be paid by the fund. Any loss realized by a Purpose Trust for purposes of the Tax Act cannot be allocated to, and cannot be treated as a loss of, the unitholders of the fund.

Unitholders of a Purpose Trust will be informed each year of the composition of the amounts distributed to them, including amounts in respect of both cash and reinvested distributions. This information will indicate whether distributions are to be treated as ordinary income, taxable capital gains, non-taxable amounts or foreign source income, and as to foreign tax deemed paid by the unitholder as those items are applicable.

Upon the actual or deemed disposition of a unit of a Purpose Trust, including the exchange or redemption of a unit, and including upon the termination of the fund, a capital gain (or a capital loss) will generally be realized by the unitholder to the extent that the proceeds of disposition of the unit exceed (or are less than) the aggregate of the adjusted cost base to the unitholder of the unit and any reasonable costs of disposition. In general, the adjusted cost base of all units of the fund held by the unitholder is the total amount paid for the units (including brokerage commissions paid and the amount of reinvested dividends), regardless of when the investor bought them, less any non-taxable distributions (other than the non-taxable portion of capital gains) such as a return of capital and less the adjusted cost base of any units of the fund previously redeemed/exchanged by the unitholder. For the purpose of determining the adjusted cost base of units to a unitholder, when units of a Purpose Trust are acquired, the cost of the newly acquired units will be averaged with the adjusted cost base of all units of the fund owned by the unitholder as capital property immediately before that time. The cost of units acquired on the reinvestment of dividends, including under the Reinvestment Plan, will be the amount so reinvested.

Where units of a Purpose Trust are exchanged by the redeeming unitholder for Baskets of Securities, or where securities are received by a unitholder on a distribution in specie on the termination of the fund, the proceeds of disposition to the unitholder of the units will be equal to the fair market value of the securities so received, plus the amount of any cash received on the exchange, and less any capital gain or income realized by the fund as a result of the transfer of those securities that has been designated by the fund to the unitholder. Where a capital gain realized by a Purpose Trust as a result of the transfer of securities on the redemption of units has been designated by the fund to a redeeming unitholder, the securityholder will be required to include in income the taxable portion of the capital gain so designated. The cost for tax purposes of securities acquired by a redeeming unitholder on the exchange or redemption of units will generally be the fair market value of such securities at that time.

Where securities of constituent issuers of a Purpose Trust are accepted as payment for ETF Units acquired by a unitholder, such unitholder will generally realize a capital gain (or capital loss) in the taxation year of

the unitholder in which the disposition of such securities takes place to the extent that the proceeds of disposition for such securities, net of any reasonable costs of disposition, exceed (or are less than) the adjusted cost base of such securities to the unitholder. For this purpose, the proceeds of disposition to the unitholder will equal the aggregate of the fair market value of the ETF Units received and the amount of any cash received in lieu of fractional ETF Units. The cost to a unitholder of ETF Units so acquired will be equal to the fair market value of the securities of the constituent issuers disposed of in exchange for such ETF Units at the time of disposition less any cash received in lieu of fractional ETF Units, which sum would generally be equal to or would approximate the fair market value of the ETF Units received as consideration for the securities of constituent issuers. In computing the adjusted cost base of an ETF Unit so acquired by a unitholder, the cost of such ETF Unit must be averaged with the adjusted cost base of any other ETF Units then held by that unitholder as capital property. Where the securities so disposed of by a unitholder are denominated in a currency other than Canadian dollars, any capital gain or capital loss realized by the unitholder will be determined by converting the unitholder's cost and proceeds of disposition into Canadian dollars using the applicable rate of exchange on the date of acquisition and disposition, respectively.

Taxation of capital gains and capital losses

One-half of any capital gain realized by a unitholder and the amount of any net taxable capital gains realized or considered to be realized by a Purpose Trust and designated by the fund in respect of a unitholder will be included in the unitholder's income as a taxable capital gain. One-half of a capital loss realized by a unitholder will be an allowable capital loss that may be deducted from taxable capital gains subject to and in accordance with detailed rules in the Tax Act.

Taxation of Registered Plans

In general, a Registered Plan will not be taxable on the amount of a distribution paid or payable to a Registered Plan from a Purpose Trust, nor on gains realized by a Registered Plan on a disposition of a unit. As is the case for all investments held in Registered Plans, amounts withdrawn from a Registered Plan (other than withdrawals from a TFSA, a return of contributions from a RESP, or certain withdrawals from a RDSP or a FHSA) will generally be subject to tax.

Tax implications of the Purpose Trusts' distribution policy

When an investor purchases units of a Purpose Trust, a portion of the price paid may reflect income or capital gains accrued or realized before such person acquired such units. When these amounts are payable to such unitholder's as distributions, they must be included in the unitholder's income for tax purposes subject to the provisions of the Tax Act, even though the fund earned or accrued these amounts before the unitholder owned the units and the amounts may have been reflected in the price paid for the units. This may particularly be the case if units are purchased near year-end before the final year-end distributions have been made.

Alternative minimum tax

Individuals who receive distributions of taxable dividends or capital gains from a Purpose Trust or who realize net capital gains from the disposition of securities of a fund may be subject to alternative minimum tax under the Tax Act.

Calculating your capital gains or losses when you redeem your shares or units

You are responsible for tracking and reporting to the CRA any capital gain or loss that you realize. Your capital gain or loss for tax purposes on a redemption of shares (including a switch between classes or series of a Company pursuant to the Switch Fund Rules) or units, as the case may be, is the difference between

the amount you receive for the redemption (less any fees) and the adjusted cost base of those shares or units, as applicable. One-half of a capital gain or a capital loss is taken into account in determining taxable capital gains and allowable capital losses. Allowable capital losses are only deductible against taxable capital gains in accordance with detailed tax rules. You may also realize capital gains or losses on shares or units, as the case may be, redeemed to pay any fees in connection with switches or short-term trading fees.

If you have bought shares or units at various times, you will likely have paid various prices. This includes shares or units you received through reinvested distributions or switches. Your adjusted cost base of a share of a series or unit of a class, as the case may be, is the weighted average cost of all the shares you hold in that series or units you hold in that class, as the case may be, of the fund.

How to calculate the adjusted cost base of a share or unit, as the case may be, of a series or class, as applicable, of a fund:

- (a) Start with your initial investment, including any sales charges you paid.
- (b) Add any additional investments, including any sales charges you paid, including any management fee rebates reinvested in additional shares of the series or units of the class, as the case may be, and any amounts switched from other funds other than a switch between classes of a Company, if applicable.
- (c) Add the adjusted cost base of any shares of another class of the Company that have been switched into shares of the series, if applicable.
- (d) Add the amount of any reinvested dividends/distributions or other distributions.
- (e) Subtract the adjusted cost base of any shares or units, as the case may be, that were previously sold, redeemed or switched to another fund or to another series.
- (f) Subtract any distributions that have been treated as a return of capital.
- (g) Divide by the number of shares of that series or units of that class, as the case may be, that you own.

Pursuant to the Switch Fund Rules, if you switch your investment from shares of one class of a Company to shares of another class of a Company, then you will be considered to have sold or redeemed your shares, and the cost of your new shares will be equal to the fair market value of the shares that were switched at the time of their disposition.

The Switch Fund Rules should not apply to reclassifications of shares where a shareholder exchanges a share of one class of mutual fund shares for another share of the same class and both shares derive their value from the same property or group of properties. This exception permits shareholders to continue to switch between mutual fund shares of different series of the same fund on a tax-deferred basis.

Portfolio turnover rate

In general, the higher the portfolio turnover rate of a fund in a year, the greater the chance that a securityholder may receive a capital gains dividend or distribution. If reinvested, this amount will be added to the adjusted cost base of the securityholder's shares or units, as the case may be, for tax purposes. There is not necessarily a relationship between a high turnover rate and the performance of a fund. However, a high turnover rate for a fund will increase trading costs, which are expenses payable by the fund.

Tax reporting

Securityholders will receive an annual tax form relating to the character of amounts paid by the funds to them on their shares or units, as the case may be, (including eligible dividends or capital gains dividends, for example) to enable them to complete their income tax returns. Securityholders should keep records of the cost of shares or units, as applicable, acquired and any return of capital distributions so that they can calculate any capital gain or loss on the redemption or other disposition of their shares or units, as applicable.

Eligibility for Registered Plans

It is intended that the securities of each of the funds will at all relevant times be qualified investments for trusts governed by Registered Plans.

Notwithstanding the foregoing, the holder of a TFSA, RDSP, or FHSA, a subscriber of a RESP, or the annuitant under a RRSP or RRIF will be subject to a penalty tax in respect of securities of the funds held by such TFSA, RDSP, FHSA, RESP, RRSP or RRIF, as the case may be, if securities of the funds are a “prohibited investment” for such plan trusts for the purposes of the Tax Act. Securities of the funds will not be a “prohibited investment” for trusts governed by a TFSA, RDSP, FHSA, RESP, RRSP or RRIF unless the holder of the TFSA, RDSP, or FHSA, subscriber of the RESP or the annuitant under the RRSP or RRIF, as applicable, does not deal at arm’s length with the Company or the Purpose Trust, as the case may be, for purposes of the Tax Act, or has a “significant interest” as defined in the Tax Act in the Company or the Purpose Trust. Holders and annuitants should consult their own tax advisors with respect to whether securities of a fund would be a prohibited investment in their circumstances.

Securities received on the redemption of securities of a fund may not be qualified investments for trusts governed by Registered Plans.

INTERNATIONAL INFORMATION REPORTING

Due diligence and reporting obligations in the Tax Act have been enacted to implement the Canada-United States Enhanced Tax Information Exchange Agreement. Dealers through which securityholders hold their shares or units, as applicable, are subject to due diligence and reporting obligations with respect to financial accounts they maintain for their clients. Securityholders, or their controlling person(s), may be requested to provide information to their dealer to identify U.S. persons holding shares or units. If a securityholder, or their controlling person(s), is a “Specified U.S. Person” (including a U.S. citizen who is a resident of Canada) or if a securityholder does not provide the requested information and indicia of U.S. status are present, Part XVIII of the Tax Act will generally require information about the securityholder’s investments held in the financial account maintained by the dealer to be reported to the CRA, unless the investments are held within a Registered Plan (other than a FHSA). The tax legislation applicable to FHSA does not address whether FHSA would be treated in the same way as Registered Plans for these purposes. The CRA is required to provide that information to the U.S. Internal Revenue Service.

In addition, reporting obligations in the Tax Act have been enacted to implement the Organization for Economic Co-operation and Development Common Reporting Standard (the “**CRS Rules**”). Pursuant to the CRS Rules, Canadian financial institutions are required to have procedures in place to identify accounts held by tax residents of foreign countries other than the U.S. (“**Reportable Jurisdictions**”) or by certain entities any of whose “controlling persons” are tax residents of Reportable Jurisdictions. The CRS Rules provide that Canadian financial institutions must report certain account information and other personal identifying details of shareholders or unitholders (and, if applicable, of such controlling persons) who are tax residents of Reportable Jurisdictions to the CRA annually. Such information would generally be exchanged on a reciprocal, bilateral basis with Reportable Jurisdictions in which the account holders or

such controlling persons are tax resident under the provisions and safeguards of the Multilateral Convention on Mutual Administrative Assistance in Tax Matters or the relevant bilateral tax treaty. Under the CRS Rules, securityholders will be required to provide such information regarding their investment in the fund to their dealer for the purpose of such information exchange, unless the investment is held within a Registered Plan (other than a FHSA). The tax legislation applicable to FHSA does not address whether FHSA would be treated in the same way as Registered Plans for these purposes.

WHAT ARE YOUR LEGAL RIGHTS?

Mutual fund shares/mutual fund units

Securities legislation in some provinces and territories gives you the right to withdraw from an agreement to buy mutual funds within two business days of receiving the simplified prospectus or fund facts, or to cancel your purchase within 48 hours of receiving confirmation of your order.

Securities legislation in some provinces and territories also allows you to cancel an agreement to buy shares or units and get your money back or, in some jurisdictions, to make a claim for damages, if the simplified prospectus, fund facts or financial statements misrepresent any facts about the fund. You must act within the time limits set by law in the applicable province or territory.

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

ETF Shares/ETF Units

Securities legislation in certain of the provinces and territories of Canada provides purchasers with the right to withdraw from an agreement to purchase ETF Shares or ETF Units within 48 hours after the receipt of a confirmation of a purchase of such securities. In several of the provinces and territories, the securities legislation further provides a purchaser with remedies for rescission or, in some jurisdictions, revisions of the price or damages if the prospectus and any amendment contains a misrepresentation, or non-delivery of the ETF Facts, provided that the remedies for rescission, revisions of the price or damages are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser's province or territory.

The purchaser should refer to the applicable provisions of the securities legislation of the province or territory for the particulars of these rights or consult with a legal advisor.

EXEMPTIONS AND APPROVALS

The funds have received exemptive relief from the Canadian securities regulatory authorities to permit the following:

- (a) the purchase by a securityholder of a fund of more than 20% of the ETF Shares or ETF Units, as the case may be, of that fund through purchases on a stock exchange without regard to the take-over bid requirements of Canadian securities legislation;
- (b) to relieve the funds from the requirement that a prospectus contain a certificate of the underwriters;
- (c) to relieve the funds from the requirement to include in the prospectus a statement respecting purchasers' statutory rights of withdrawal and remedies of rescission as prescribed in Item 11 of Part A of Form 81-101F1 – Contents of Simplified Prospectus;

- (d) to relieve the funds from the requirement to prepare and file a long form prospectus in accordance with National Instrument 41-101 – General Prospectus Requirements for the ETF Shares in the form prescribed by Form 41-101F2 – Information Required in an Investment Fund Prospectus provided that the funds file a prospectus for the ETF Shares or ETF Units, as the case may be, in accordance with the provisions of National Instrument 81-101 – Mutual Fund Prospectus Disclosure, other than the requirements pertaining to the filing of a fund facts document; and
- (e) to treat the ETF Shares and the mutual fund shares of each class of shares of the Company as if such shares were separate funds in connection with their compliance with the provisions of Parts 9, 10 and 14 of NI 81-102.

Purpose Marijuana Opportunities Fund, Purpose Global Innovators Fund, Purpose Strategic Yield Fund and Purpose Multi-Asset Income Fund have also received relief from Canadian securities regulatory authorities to permit the funds to appoint two custodians. In addition to CIBC Mellon Trust Company, such funds may appoint NBF as the custodian of certain of its securities which may from time to time be In Demand Securities. NBF's responsibility for custody of the funds' assets will apply to the In Demand Securities transferred by the funds to and held by NBF.

CERTIFICATE OF PURPOSE FUND CORP. (ON BEHALF OF THE CORP. FUNDS OTHER THAN THE PMF FUNDS)

This simplified prospectus and the documents incorporated by reference into the simplified prospectus, constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus, as required by the securities legislation of each of the provinces and territories of Canada and do not contain any misrepresentations.

Dated: April 14, 2023

By: *“Som Seif”*

Som Seif
President, Chief Executive Officer and
Chairman of the Board of Directors,
Purpose Fund Corp.

By: *“Jeff Bouganim”*

Jeff Bouganim
Chief Financial Officer, Purpose Fund Corp.

On behalf of the Board of Directors
of Purpose Fund Corp.

By: *“Randall C. Barnes”*

Randall C. Barnes
Director

By: *“Douglas G. Hall”*

Douglas G. Hall
Director

**CERTIFICATE OF THE PURPOSE TRUSTS, THE TRUSTEE OF THE PURPOSE TRUSTS
AND THE MANAGER AND PROMOTER OF THE FUNDS**

This simplified prospectus and the documents incorporated by reference into the simplified prospectus, constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus, as required by the securities legislation of each of the provinces and territories of Canada and do not contain any misrepresentations.

Dated: April 14, 2023

By: *“Som Seif”*

Som Seif
President, Chief Executive Officer and
Chairman of the Board of Directors,
Purpose Investments Inc., as trustee of
the Purpose Trusts and manager and
promoter of the funds

By: *“Jeff Bouganim”*

Jeff Bouganim
Chief Financial Officer, Purpose Investments
Inc., as trustee of the Purpose Trusts and
manager and promoter of the funds

On behalf of the Board of Directors
of Purpose Investments Inc.,
as trustee of the Purpose Trusts and manager and promoter of the funds

By: *“Som Seif”*

Som Seif
Director

By: *“Jeff Bouganim”*

Jeff Bouganim
Director

By: *“Vladimir Tasevski”*

Vladimir Tasevski
Director

CERTIFICATE OF PURPOSE MUTUAL FUNDS LIMITED (ON BEHALF OF THE PMF FUNDS)

This simplified prospectus and the documents incorporated by reference into the simplified prospectus, constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus, as required by the securities legislation of each of the provinces and territories of Canada and do not contain any misrepresentations.

Dated: April 14, 2023

PURPOSE MUTUAL FUNDS LIMITED

By: *“Som Seif”*

Som Seif
President, Chief Executive Officer and
Chairman of the Board of Directors,
Purpose Investments Inc., as trustee,
manager and promoter of the funds

By: *“Jeff Bouganim”*

Jeff Bouganim
Chief Financial Officer, Purpose Investments
Inc., as trustee, manager and promoter of the
funds

On behalf of the Board of Directors
of Purpose Mutual Funds Limited

By: *“Randall C. Barnes”*

Randall C. Barnes
Director

By: *“Douglas G. Hall”*

Douglas G. Hall
Director

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

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 investments made on behalf of people with a similar investment objective. When you invest in a mutual fund, your money is working together with that of many other investors. A professional investment manager invests this money on behalf of the whole group.

Investors share a mutual fund's income, expenses, gains and losses in proportion to their interest in the mutual fund. Mutual funds can give individuals the advantages of a simpler, more accessible, less expensive and less time-consuming method of investing in a portfolio of securities.

Mutual funds own different types of investments, depending on their investment objectives. These investments may include equities like shares, fixed-income securities like bonds and cash or cash equivalents like treasury bills, or units of other mutual funds, called "underlying funds". The value of these investments will change from day to day, reflecting changes in interest rates, economic conditions, financial markets and company news. As a result, the value of a mutual fund's securities may go up and down, and the value of your investment in a mutual fund may be more or less when you redeem it than when you purchased it.

What do you own?

Corp. Funds

When you invest in a mutual fund corporation, such as the Company, you are buying a portion of that mutual fund corporation called a share. Mutual fund corporations can have one or more classes of shares also known as "funds" and keep track of all the individual investments by recording how many shares of a class each investor owns. The more money you put into a class of a mutual fund corporation, the more shares you get. The price of a share changes every day, depending on how the investments of the class are performing. When the investments of a class rise in value, the price of a share of that class goes up. When the investments of the class drop in value, the price of the share of that class goes down.

Some classes of shares are offered in more than one series. A multi-series structure recognizes that different investors may seek the same investment objective, yet require different investment advice and/or service. Each series of a class represents an investment in the same investment portfolio of the fund. However, each series may charge a different management fee and incur its own specific expenses. As a result, a separate NAV per share is calculated for each series on a daily basis. See "Calculation of net asset value" on page 29.

Purpose Trusts

When you invest in a mutual fund trust, you are buying a portion of that fund called a unit. Mutual funds keep track of all the individual investments by recording how many units each investor owns. The more money you put into a mutual fund, the more units you get. The price of a unit changes every day, depending on how the investments are performing. When the investments rise in value, the price of a unit goes up. When the investments drop in value, the price of the unit goes down.

Some mutual funds offer units in more than one class or series. A multi-class structure recognizes that different investors may seek the same investment objective, yet require different investment advice and/or service. Each class or series represents an investment in the same investment portfolio of each fund. However, each class or series may charge a different management fee and incur its own specific expenses. As a result, a separate NAV per unit is calculated for each class or series on a daily basis. See “Calculation of net asset value” on page 29.

What are the general risks of investing in a mutual fund?

As an investor, there is always a risk you could lose money. Mutual funds are no exception, but the degree of risk varies considerably from one mutual fund to the next. As a general rule, investments with the greatest risk have the greatest potential for gains, but also have the greatest potential for losses. The key is to recognize the risk involved with your investment, understand it, and decide whether it is a risk you are comfortable accepting.

Every securityholder has a different tolerance for risk. To be comfortable with your investments you should think about your risk comfort level before you invest.

This section and the section “What are the specific risks of investing in a mutual fund?” on page 85, describe the risks associated with investing in mutual funds. As you read the descriptions, keep in mind your risk comfort level and your various investments objectives to help determine which funds are right for you.

The general risks with investing in a mutual fund include:

Price fluctuation

The price of a mutual fund security will generally vary with the value of the securities it holds. Changes in interest rates, economic and stock market conditions or new company information, for example, may influence the value of securities held by a mutual fund. When you redeem mutual fund securities, their value may be less than your original investment. Changes in rates and market conditions may also cause the value of securities of the mutual fund to change from day to day.

No guarantees

Your investment in the funds is not guaranteed. Unlike bank accounts or guaranteed investment certificates (GICs), mutual fund securities are not covered by Canada Deposit Insurance Corporation or any other government deposit insurer.

Suspension of redemptions

Under exceptional circumstances, a fund may suspend redemptions. See “Purchases, switches and redemptions – When you may not be allowed to redeem your shares/units” on page 46.

How can an investor in a mutual fund manage risk?

Although the value of your investments may drop in the short term, a longer investment horizon will help to lessen the effects of short-term market volatility. A shorter investment horizon may result in you having to sell your investments in adverse conditions. Ideally, investors in equity funds should have a minimum five- to nine-year investment horizon, which generally provides enough time for the investments to overcome any short-term volatility and grow.

At any given time, however, one mutual fund may outperform another. The key is to have a diversified portfolio of mutual funds to try to ensure that a decline in one mutual fund is offset by growth in another, helping to reduce risk and smooth out returns. Your advisor can help you build a portfolio that's right for you.

What are the specific risks of investing in a mutual fund?

Each mutual fund also has specific risks. The description of each fund, starting on page 137, sets out the risks that apply to that fund or, if applicable, to the underlying fund in which it invests. Set forth below, in alphabetical order, is a description of each of those risks.

Absence of an active market for the ETF Shares/ETF Units

Although the ETF Shares and ETF Units of the funds may (subject, in respect of the Purpose USD Cash Management Fund and the U.S. dollar denominated ETF non-currency hedged shares of Purpose Tactical Asset Allocation Fund and Purpose Global Bond Class, meeting the Exchange's original listing requirements) be listed on an Exchange (or another designated exchange), there can be no assurance that an active public market for the ETF Shares and ETF Units will develop or be sustained.

Asset-backed and mortgage-backed securities risk

A fund may invest in asset-backed and mortgage-backed securities. Asset-backed securities are debt obligations that are backed by pools of consumer or business loans. Mortgage-backed securities are debt obligations backed by pools of mortgages on commercial or residential real estate. If there are changes in the market's perception of the issuers of these types of securities, or in the creditworthiness of the parties involved, then the value of the securities may be affected. In the use of mortgage-backed securities, there is also a risk that there may be a drop in the interest rates charged on mortgages, a mortgagor may default in its obligations under a mortgage or there may be a drop in the value of the property secured by the mortgage.

Asset class risk

The constituent securities may underperform the returns of other securities that track other countries, regions, industries, asset classes or sectors. Various asset classes tend to experience cycles of outperformance and underperformance in comparison to the general securities markets.

Attacks on the Bitcoin Network risk

The Bitcoin Network is periodically subject to distributed denial of service attacks to clog the list of transactions being tabulated by miners, which can slow the confirmation of authentic transactions. Another avenue of attack would be if a large number of miners were taken offline then it could take some time before the difficulty of the mining process algorithmically adjusts, which would stall block creation time and therefore transaction confirmation time. In the past these scenarios have not caused significant delays or resulted any significant systemic issues.

Attacks on the Ethereum Network risk

The Ethereum Network is periodically subject to distributed denial of service attacks to clog the list of transactions being tabulated by miners, which can slow the confirmation of authentic transactions. Another avenue of attack would be if a large number of miners were taken offline then it could take some time before the difficulty of the mining process algorithmically adjusts, which would stall block creation time

and therefore transaction confirmation time. In the past these scenarios have not caused significant delays or resulted in any significant systemic issues.

Capital depreciation risk

The securities of certain funds aim to make regular cash distributions. Such regular distributions may include returns of capital. Also, distributions of cash will reduce the NAV of a fund which may reduce the fund's ability to generate future income. In the case of Series TA5 Shares and Series TF5 Shares, regular monthly distributions may consist, in whole or in part, of a return of capital based on a targeted distribution rate of 5% per annum of the net asset value per Series TA5 Share or Series TF5 Share, as applicable, as determined on December 31 of the prior year (or on an initial issue price of \$20.00, where a new series is launched).

A return of the original investment means a portion of the cash flow given back to the investor is the money that was invested in the fund originally, as opposed to the returns or income generated by the investment. A return of the original investment reduces the NAV of the particular class of the fund and also reduces the assets available to investors who continue to invest in the fund. As well, a return of the original investment reduces the total assets of the fund available for investment, which may reduce the ability of the fund to generate future income.

For Series TA5 Shares and Series TF5 Shares, the target distribution rate should not be confused with a fund's "yield" or "rate of return". An investor should not draw any conclusions about a fund's investment performance from the amount of the target distributions.

Cease trading of constituent securities risk

If constituent securities are cease-traded at any time by a securities regulatory authority or other relevant regulator or stock exchange, Purpose may suspend the exchange or redemption of securities until such time as the transfer of the securities is permitted by law.

Changes in legislation

There can be no assurance that tax, securities or other laws will not be changed in a manner that adversely affects the distributions received by the funds or by securityholders.

Collateral risk

Changes in the credit and interest rate risks associated with collateral securities may impact the value of the collateral securing a loan. The collateral value may decline, be insufficient to meet the obligations of the borrower, or be difficult to liquidate. As a result, a loan may not be fully collateralized and can decline significantly in value which may negatively affect a fund.

Commodity risk

The value of commodity-linked derivative instruments may be affected by changes in interest rates or events that affect a particular industry, such as changes in supply and demand relationships (whether actual, perceived or anticipated), drought, floods, weather and other natural disasters, livestock disease, technological developments, as well as embargoes, tariffs and other domestic and international political and economic developments. The current or "spot" prices of an underlying physical commodity may affect, in a volatile and inconsistent manner, the prices of futures contracts in respect of that commodity. The return on a commodities investment is derived from fluctuations in commodities prices in addition to the shape of

the commodity futures curve over time. Assuming spot prices and the shape of the curve remain constant, rolling futures will yield a positive return if prices are lower in the distant delivery months than in the nearest delivery months (i.e., the curve is in “backwardation”) and a negative return if prices are higher in the distant delivery months than in the nearest delivery months (i.e., the curve is in “contango”).

Concentration risk

To the extent that a fund’s investments are concentrated in a particular sector, region or asset class, the fund may be susceptible to loss due to adverse occurrences affecting that sector, region or asset class. This may increase the liquidity risk of the fund, which may, in turn, have an effect on the fund’s ability to satisfy redemption requests. This may also lower the diversification of the funds and may make the volatility of net asset value of the funds relatively greater.

Conflicts of interest risk

The services to be provided or caused to be provided by the manager, the investment advisor and the sub-advisor are not exclusive to the funds. Neither the manager, the investment advisor nor the sub-advisor are prevented from offering their services to other funds, some of which may invest primarily in the same securities as a fund from time to time invests and which may be considered competitors of such fund.

In addition, the directors and officers of the manager, the investment advisor or the sub-advisor or their respective affiliates may be directors, officers, shareholders or unitholders of one or more issuers in which a fund may acquire securities or of corporations which act as the manager of other funds that invest primarily in the same securities as a fund from time to time invests and which may be considered competitors of such fund. The manager or its affiliates may be managers or portfolio managers of one or more issuers in which a fund may acquire securities.

Counterparty risk

Due to the nature of some of the investments that the funds may undertake, the funds rely on the ability of the counterparty to the transaction to perform its obligations. In the event that a counterparty fails to complete its obligations, the funds bear the risk of loss of the amount expected to be received under options, forward contracts or securities lending agreements or other transactions in the event of the default or bankruptcy of a counterparty.

Credit ratings risk

Ratings by nationally recognized ratings agencies generally represent the agencies’ opinion of the credit quality of an issuer and may prove to be inaccurate.

Credit risk

Credit risk is the possibility that a borrower, or the counterparty to a derivatives contract, is unable or unwilling to repay the loan or obligation, either on time or at all. Debt securities issued by companies or governments in emerging markets often have higher credit risk (a lower credit rating assigned by specialized credit rating agencies), while debt securities issued by well-established companies or by governments of developed countries tend to have lower credit risk (a higher credit rating). A downgrade in an issuer’s credit rating can negatively affect a debt security’s market value. Other factors can also influence a debt security’s market value, such as the level of liquidity of the security and a change in the market perception of the creditworthiness of the security. Lower rated and unrated debt instruments generally offer a better return than higher grade debt instruments but have the potential for substantial loss if the borrower defaults on

payment. Funds that invest in companies or markets with higher credit risk tend to be more volatile in the short term. However, they may offer the potential of higher returns over the long term.

Cryptocurrency risk

Cryptocurrency, including Bitcoin and Ether, often referred to as “virtual currency” or “digital currency”, operates as a decentralized, peer-to-peer financial exchange and value storage that is used like money. Cryptocurrency operates without the oversight of a central authority or the banks and is not backed by any government. Even indirectly, cryptocurrencies may experience high volatility and related investment vehicles may be affected by such volatility. Funds holding cryptocurrency may also trade at a significant premium to net asset value. Cryptocurrency is not legal tender. Federal, state, provincial, territorial or foreign governments may restrict the use and exchange of cryptocurrency, and regulation in North America is still developing. Cryptocurrency exchanges may stop operating or permanently shut down due to fraud, technical glitches, hackers or malware which could have an adverse impact on the net asset value of the units

Currency risk

The assets and liabilities of each fund are valued in Canadian dollars. If a fund buys a security denominated in a foreign currency, during the time that the fund owns that security, for the purposes of calculating the NAV of that fund, we or the investment advisor will convert, on a daily basis, the value of the security into Canadian dollars. Fluctuations in the value of the Canadian dollar relative to the foreign currency will impact the NAV of the fund. If the value of the Canadian dollar has increased relative to the foreign currency, the return on the foreign security may be reduced, eliminated or made negative. The opposite can also occur and if it does occur, a fund holding a security denominated in a foreign currency may benefit from an increase in the value of the foreign currency relative to the Canadian dollar. The underlying funds in which some of the funds may invest may not hedge their foreign currency exposure and, therefore, these funds may be exposed to fluctuations in these currencies. Generally, a substantial portion of the foreign currency exposure within a fund’s portfolio will be hedged back to the Canadian dollar by using derivatives including currency forward contracts in the manager’s discretion. However, with respect to the ETF non-currency hedged shares or units and non-currency hedged mutual fund shares or units, the foreign currency exposure of the portion of the portfolio attributable to such shares will not be hedged back to the Canadian dollar.

You may purchase the shares of a series or units of a class, as the case may be, of some of the funds in U.S. dollars. U.S. dollar denominated shares and units are offered only as a convenience for investors and do not act as a currency hedge between the Canadian dollar and the U.S. dollar.

Cyber security risk

Cyber security risk is the risk of harm, loss and liability resulting from a failure or breach of information technology systems. Failures or breaches of the information technology systems (“**Cyber Security Incidents**”) can result from deliberate attacks or unintentional events and may arise from external or internal sources. Deliberate cyber attacks include, but are not limited to, gaining unauthorized access to digital systems (e.g., through “hacking” or malicious software coding) for purposes of misappropriating assets or sensitive information, corrupting data, equipment or systems, or causing operational disruption. Deliberate cyber attacks may also be carried out in a manner that does not require gaining unauthorized access, such as causing denial-of-service attacks on websites (i.e., efforts to make network services unavailable to intended users).

The primary risks to a fund from the occurrence of a Cyber Security Incident include disruption in operations, reputational damage, disclosure of confidential information, the incurrence of regulatory penalties, additional compliance costs associated with corrective measures, and/or financial loss. Cyber Security Incidents of the fund's third party service providers (e.g., administrators, transfer agents, custodians and sub-advisers) or issuers that the fund invests in can also subject the fund to many of the same risks associated with direct Cyber Security Incidents.

The manager has established risk management systems designed to reduce the risks associated with cyber security. However, there is no guarantee that such efforts will succeed. Furthermore, the funds cannot control the cyber security plans and systems put in place by its service providers or any other third party whose operations may affect a fund or its securityholders. A fund and its securityholders could be negatively impacted as a result.

Debt securities risk

Investments in debt securities are subject to certain general investment risks in a manner similar to their effect on equity investments. In addition to credit risk and interest rate risk described elsewhere in this section, a number of factors may cause the price of a debt security to decline. For investments in corporate debt securities, this includes specific developments relating to the company and general financial, political and economic (other than interest rate) conditions in the country in which the company operates. For government debt securities, this includes general economic, financial and political conditions. The market value of a fund is affected by changes in the prices of the debt securities it holds.

Depository securities and receipts risk

In some cases, rather than directly holding securities of non-Canadian and non-U.S. companies, a fund may hold these securities through a depository security and receipt (an "ADR" American Depository Receipt, a "GDR" Global Depository Receipt, or an "EDR" European Depository Receipt). A depository receipt is issued by a bank or trust company to evidence its ownership of securities of a non-local corporation. The currency of a depository receipt may be different than the currency of the non-local corporation to which it relates. The value of a depository receipt will not be equal to the value of the underlying non-local securities to which the depository receipt relates as a result of a number of factors. These factors include the fees and expenses associated with holding a depository receipt, the currency exchange relating to the conversion of foreign dividends and other foreign cash distributions into local currencies, and tax considerations such as withholding tax and different tax rates between the jurisdictions. In addition, the rights of a fund, as a holder of a depository receipt, may be different than the rights of holders of the underlying securities to which the depository receipt relates, and the market for a depository receipt may be less liquid than that of the underlying securities. The foreign exchange risk will also affect the value of the depository receipt and, as a consequence, the performance of a fund holding the depository receipt. As the terms and timing with respect to the depository for a depository receipt are not within the control of a fund or its portfolio manager or sub-advisor/investment advisor, as applicable, and if the portfolio manager or sub-advisor/investment advisor, as applicable, chooses only to hold depository receipts rather than the underlying security, the fund may be forced to dispose of the depository receipt, thereby eliminating its exposure to the non-local corporation, at a time not selected by the portfolio advisor or sub-advisor/investment advisor, as applicable, of the fund, which may result in losses to the fund or the recognition of gain at a time which is not opportune for the fund.

Derivative risk

A derivative is a type of investment whose value is derived from the performance of other investments or from the movement of interest rates, exchange rates or market indices. As long as their use is consistent

with the individual fund's investment objectives, the funds may use derivatives to limit or hedge potential gains or losses caused by changes in exchange rates, share prices or interest rates. The funds may also use derivatives for non-hedging purposes, such as reducing transaction costs, increasing liquidity, gaining exposure to financial markets or increasing speed and flexibility in making portfolio changes. If a fund uses derivatives, securities regulations require that the fund hold enough assets or cash to cover its commitments in the derivative contracts. This limits the amount of losses that could result from the use of derivatives.

There are many different types of derivatives. They usually take the form of a contract to buy or sell a specific commodity, currency or security or market index. The most common types of derivatives are:

- (a) **Futures or forward contract.** These types of contract are agreements made today to buy or sell a particular currency, security or market index on a specific day in the future at a specified price;
- (b) **Option contract.** This type of contract gives the buyer the right, but not the obligation, to buy or sell certain securities within a certain time period at a specified price; and
- (c) **Swap agreement.** This type of agreement is a negotiated contract between parties agreeing to exchange payments based on returns of different investments. The most common type is an interest rate swap. Under an interest rate swap, Party A agrees to pay Party B a fixed amount based on a pre-set interest rate. In return, Party B agrees to pay Party A a floating amount based on a reference rate such as bankers acceptances or the London Inter-Bank Offered Rate.

Any use of derivatives has risks. Some of these risks are set forth below.

- (a) The hedging strategy may not be effective in preventing losses. The hedging strategy may also reduce the opportunity for gains due to the cost of the hedge and the nature of the derivative.
- (b) There is no guarantee a market for the derivative contract will exist when a fund wants to buy or sell.
- (c) There is no guarantee that the fund will be able to find an acceptable counterparty willing to enter into a derivative contract.
- (d) The counterparty to the derivative contract may not be able to meet its obligations.
- (e) A large percentage of the assets of a fund may be placed on deposit with one or more counterparties which would expose the fund to the credit risk of those counterparties.
- (f) Securities exchanges may set daily trading limits or halt trading which would prevent a fund from being able to sell a particular derivative contract.
- (g) The price of a derivative may not accurately reflect the value of the underlying asset.

Distributions in specie

A portion of each fund's portfolio may be invested in illiquid securities and instruments. There can be no assurance that all of a fund's investments will be liquidated prior to the termination of the fund and that only cash will be distributed to its securityholders. The securities and instruments that securityholders may receive on termination may not be readily marketable and may have to be held for an indefinite period of time.

Equity investment risk

Equities such as common shares give the holder part ownership in a company. The value of an equity security changes with the fortunes of the company that issued it. General market conditions and the health of the economy as a whole can also affect equity prices. Equity related securities that provide indirect exposure to the equity securities of an issuer, such as convertible debentures, can also be affected by equity risk.

Dividends on common shares are not fixed but are declared at the discretion of an issuer's board of directors. There is no guarantee that the issuers of the common shares in which the fund invests will declare dividends in the future or that if declared they will remain at current levels or increase over time.

ESG investing risk

In the event that the portfolio manager of a fund considers ESG matters in its security selection for the fund, the fund's portfolio may perform differently than funds that do not use ESG metrics. Investors may differ in their views on what constitutes positive or negative ESG characteristics. The portfolio manager's security selection process and methodologies may differ from those of other portfolio managers, and may not reflect the values or assessment of any particular investor. Furthermore, the portfolio manager may review ESG ratings from third party data providers, and in such instances there is a risk that this information might be incorrect, incomplete or only take into account one of many ESG related components. Such rating models are subject to discretion and the criteria and evaluation methodologies used may not reflect the values or assessment of any particular investor. Moreover, scores and ratings across third party providers may be inconsistent or not comparable.

ETF risk

Investing in an ETF exposes a fund to all of the risks of that ETF's investments and subjects it to a pro rata portion of the ETF's fees and expenses. As a result, the cost of investing in securities of an ETF may exceed the costs of investing directly in its underlying investments. Securities of ETFs trade on an exchange at a market price, which may vary from the ETF's NAV. A fund may purchase ETFs at prices that exceed the NAV of their underlying investments and may sell ETF investments at prices below such NAV. Because the market price of securities of an ETF depends on the demand in the market for them, the market price of an ETF may be more volatile than the value of the underlying portfolio of securities that the ETF may be designed to track, and the Fund may not be able to liquidate ETF holdings at the time and price desired, which may impact fund performance.

In addition, index based ETFs are dependent upon the indices upon which they are based. If the computer or other facilities of the index providers or a stock exchange malfunction for any reason, calculation of the value of the indices and the determination by the manager of the prescribed number of units or securities and baskets of securities may be delayed and trading in securities of an ETF in a fund's portfolio may be suspended for a period of time. In the event that an index provider ceases to calculate the indices or the license agreement with the manager of an ETF is terminated, the manager of the ETF may terminate the relevant ETF, change the investment objective of the ETF or seek to replicate an alternative index (subject to investor approval in accordance with the ETF's constating documents), or make such other arrangements as the manager determines. Such occurrences may adversely impact a fund that invests in such an ETF.

Financial sector issuer risk

Some funds' portfolios may be concentrated in the financial services sector. A financial services company is one that is primarily involved in banking, mortgage finance, consumer finance, specialized finance,

investment banking and brokerage, asset management and custody, corporate lending, insurance or financial investments. This may make a fund more susceptible to adverse economic or regulatory occurrences affecting this sector. Concentration of investments in financial services companies include the following risks: (a) financial services companies may suffer a setback if regulators change the rules under which they operate; (b) unstable interest rates can have a disproportionate effect on the financial services sector; (c) financial services companies whose securities the fund may purchase may themselves have concentrated portfolios, such as a high level of loans to real estate developers, which makes them vulnerable to economic conditions that affect that sector; (d) financial services companies have been affected by increased competition, which could adversely affect the profitability or viability of such companies; and financial services companies have been significantly and negatively affected by the downturn in the subprime mortgage lending markets and the resulting impact on the world's economies.

The NAV of a fund that invests in the financial sector may therefore be more volatile than the net asset value of a more broadly diversified portfolio and may fluctuate substantially over short periods of time. This may have a negative effect on the value of its Securities and the fund's objectives. The value of such securities and the operations and profitability of such issuers will be affected by Canadian, U.S. and global economic and political factors such as unemployment, the amount of consumer spending, business investment, government spending, the volatility and strength of Canadian, U.S. and global capital markets, political instability and inflation. Any downturn in the Canadian, U.S. or global economies or political instability, which may result in higher unemployment, lower family income, lower corporate earnings, lower business investment and/or lower consumer spending, may adversely impact the performance and/or financial condition of the issuers whose securities comprise a fund's portfolio and its NAV.

Floating rate loan risk

Some of the funds invest in fixed income securities that pay interest at rates that float, adjust or vary periodically ("floating rate loans"), generally based on a recognized base lending rate (such as the London Inter-Bank Offered Rate), a prime rate or another base lending rate used by commercial banks and lenders. Changes in short-term market interest rates will directly affect the returns of the fund from such investments. If short-term market interest rates fall, a fund's returns from its floating rate loans will fall. Conversely, when short-term market interest rates rise, because of the lag between changes in such short-term rates and the resetting of the floating rates on the floating rate loans held by a fund, the impact of rising rates will be delayed to the extent of such lag. The impact of market interest rate changes on the yield of a fund's floating rate loan investments also will be affected by whether, and the extent to which, the floating rate loan is subject to a floor base rate on which interest is calculated. So long as the base rate for a floating rate loan remains under its floor base rate, changes in short-term interest rates will not affect the yield on such floating rate loan. In addition, to the extent that the interest rate spreads on floating rate loans in a fund's portfolio experience a general decline, the return on the fund's portfolio will fall and the value of the fund's assets may decrease, which would cause the fund's net asset value to decrease.

An economic downturn could lead to a higher non-payment rate, and a floating rate loan may lose significant value before a default occurs. Moreover, any specific collateral used to secure a floating rate loan may decline in value or become illiquid, which would adversely affect the loan's value. No active trading market may exist for certain floating rate loans, which may impair the ability of a fund to realize full value in the event of the need to sell a floating rate loan. Although floating rate loans typically are secured by specific collateral, there can be no assurance that liquidation of such collateral would satisfy the borrower's obligation in the event of non-payment of scheduled interest or principal or that such collateral could be readily liquidated. To the extent that a floating rate loan is collateralized, such collateral may lose value in the event of the bankruptcy of a borrower. Uncollateralized senior loans involve a greater risk of loss. Portfolio transactions in floating rate loans may take up to three weeks or more to settle. Unlike the securities markets, there is no central clearinghouse for floating rate loans, and the floating rate loan market

has not established enforceable settlement standards or remedies for failure to settle.

Fixed income security risk

A fund may invest in fixed income securities. Yields and principal values of debt securities (bonds) will fluctuate. Generally, values of debt securities change inversely with interest rates. As interest rates go up, the value of debt securities tends to go down. As a result, the value of a fund may go down. Furthermore, these fluctuations tend to increase as a fixed income security's time to maturity increases, so a longer-term fixed income security will decrease more for a given increase in interest rates than a shorter-term fixed income security. Fixed income securities may also be affected by changes in the credit rating or financial condition of their issuers.

Fluctuations in NAV and NAV per share/NAV per unit

The NAV per share, or NAV per unit, as the case may be, will vary according to, among other things, the value of the securities held by a fund. Purpose and the funds have no control over the factors that affect the value of the securities held by the funds, including factors that affect the equity and bond markets generally such as general economic and political conditions, fluctuations in interest rates and factors unique to each constituent security.

The outbreak in December 2019 of the novel strain of coronavirus designated as COVID-19 has caused substantial economic volatility and declines in financial markets globally as well as general concern and uncertainty. The impact of COVID-19, as well as other unexpected disruptive events, may be short term or may last for an extended period of time and may have effects that cannot be foreseen at the present time. These events could also adversely affect a fund's performance and may lead to losses on your investment in a fund.

Foreign investment risk

Some of the funds invest in (or underlying funds invest in) securities issued by companies in, or governments of, countries other than Canada. Investing in foreign securities can be beneficial in expanding your investment opportunities and portfolio diversification, but there are risks associated with foreign investments, including the risks set forth below.

- (a) Companies outside of Canada may be subject to different regulations, standards, reporting practices and disclosure requirements than those that apply in Canada.
- (b) The legal systems of some foreign countries may not adequately protect investor rights.
- (c) Political, social or economic instability may affect the value of foreign securities.
- (d) Foreign governments may make significant changes to tax policies which could affect the value of foreign securities.
- (e) Foreign governments may impose currency exchange controls that prevent a fund from taking money out of the country.

The foreign investment risk associated with securities in developing countries may be higher than the foreign investment risk associated with securities in developed countries, as many developing countries tend to be less stable politically, socially and economically, may be more subject to corruption and may have less market liquidity and lower standards of business practices and regulation.

Fund corporation risk – Corp. Funds only

Each Corp. Fund is a separate class of shares of a Company and is available in more than one series. Each class and series of a Company has its own fees and expenses which are tracked separately. Those fees and expenses will be deducted in calculating the NAV for that class or series thereby reducing the NAV. The liabilities of each class of shares of a Company are liabilities of that Company as a whole. If one class or series is unable to pay its expenses or liabilities, the Company is legally responsible to pay those expenses and as a result, the NAV of the other classes or series may also be reduced. Similarly, if the liabilities of a class of shares of a Company are greater than its assets, the other classes of shares of that Company may be responsible for those liabilities.

A mutual fund corporation is permitted to flow through certain income to investors in the form of dividends. These are capital gains and dividends from taxable Canadian corporations. However, a mutual fund corporation cannot flow through other income including interest, trust income and foreign income including foreign dividends. If this type of income, calculated for a Company as a whole, is greater than the expenses of that Company, that Company would become taxable. We track the income and expenses of each class of shares of a Company separately so that if the Company becomes taxable, we would usually allocate the tax to those classes of shares whose taxable income exceeded expenses.

If a Company has taxable net income, this could be disadvantageous for two types of investors: (a) investors in a RRSP, RRIF, RDSP, DPSP, TFSA and FHSA (collectively “**Registered Plans**”) and (b) investors with a lower marginal tax rate than the Company. Investors in Registered Plans do not immediately pay income tax on income received, therefore if a trust earned income it would distribute it, and the investors in a Registered Plan would not immediately pay income tax; since a Company cannot distribute the income, investors in a Registered Plan will pay the income tax indirectly. The corporate tax rate applicable to mutual fund corporations is higher than some personal income tax rates, depending on the province or territory in which the investor resides and depending on the investor’s marginal tax rate. As such, if the income is taxed inside a Company rather than distributed to the investor (and the investor pays the tax), the investor may indirectly pay a higher rate of tax on that income.

Each Company may from time to time offer one or more classes of shares which are considered to be a “**alternative mutual funds**” under Canadian securities laws. This may result in additional risk to the funds as alternative mutual funds are generally accorded greater flexibility to invest using derivatives for non-hedging purposes than mutual funds that are not alternative mutual funds under NI 81-102. Purpose Fund Corp. currently offers one class of shares, the Purpose Diversified Real Asset Fund, which is an alternative mutual fund.

Futures contract liquidity risk

Futures contracts may not be liquid and their trading frequently involves high transaction costs. U.S. futures exchanges have regulations that limit the magnitude of fluctuations that may occur in futures contract prices during a single trading day. These limits are generally referred to as “**daily price fluctuation limits**” and the maximum or minimum price on a contract on any given day as a result of these limits is referred to as a “**limit price**”. Once the limit price is reached on a contract, no trades may be made at a price that is greater or less than the limit price, as the case may be. In addition, the commodity markets are subject to temporary distortions or other disruptions due to various factors, including a lack of liquidity in the markets, the participation of speculators and government regulation and intervention. Certain exchanges, or the U.S. CFTC, could suspend or terminate trading in a particular futures contract or contracts in order to address market emergencies. The imposition of limit prices or trading suspensions may force the sale of a contract at a disadvantageous price or time or preclude trading in the contract altogether. This could adversely affect the NAV per share or NAV per unit, as the case may be, of a fund and the market price of such fund’s ETF

Shares or ETF Units, as the case may be, as well as such fund's ability to meet subscription, exchange and redemption requests.

Futures contract margin risk

The funds may invest in commodity futures contracts. Futures prices generally are extremely volatile. Because of the low margin deposits normally required in futures trading, an extremely high degree of leverage is common in a futures trading account. As a result, a relatively small price movement in a futures contract may result in substantial losses. Similar to other leveraged investments, any purchase or sale of a futures contract may result in losses in excess of the amount invested.

There is a risk that the assets of a fund deposited as margin with a futures commission merchant may, in the event of the bankruptcy of the futures commission merchant, be used to satisfy the claims of creditors of the futures commission merchant, other than the fund, including other clients of the futures commission merchant. Under the terms of investor protection legislation in Canada, client assets held by an insolvent futures commission merchant may be divided up, on a *pro rata* basis, among its clients.

High yield securities risk

High yield securities risk is the risk that securities that are rated below investment grade (below "BBB-" by Standard & Poor's® Rating Services, a division of The McGraw-Hill Companies, Inc., 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.

Income trust risk

Income trusts generally hold debt and/or equity securities of an underlying active business or are entitled to receive a royalty on revenues generated by such business. Funds that invest in income trusts such as oil, gas and other commodity-based royalty trusts, real estate investment trusts and pipeline and power trusts will have varying degrees of risk depending on its sector and the underlying asset or business. Returns on income trusts are neither fixed nor guaranteed. Typically, trust securities are more volatile than bonds (corporate and government) and preferred securities. Many of the income trusts that a fund may invest in are governed by laws of a province of Canada or of a state of the United States which limit the liability of unitholders of the income trust from a particular date. A fund may, however, also invest in income trusts in Canada, the U.S. and other countries that are not governed by similar laws. There is a risk that unitholders of an income trust, including a fund, could be held liable for any claims against the income trust that are not governed by these laws. Income trusts generally try to minimize this risk by including provisions in their agreements that their obligations would not be personally binding on unitholders, including a fund. However, the income trust may still have exposure to other legal liabilities.

Illiquid securities risk

If a fund is unable to dispose of some or all of the securities held by it, that fund may experience a delay in the receipt of the proceeds of disposition until such time as it is able to dispose of such securities or may be able to do so only at prices which may not reflect the true value of such investments. Likewise, if certain

securities are particularly illiquid, the manager may be unable to acquire the number of securities it would like to at a price acceptable to the manager on a timely basis.

Inflation risk

It is possible that the value of fixed income securities and/or currencies in which a fund invests could depreciate overtime as the level of inflation rises in the country of origin. The effects of inflation could have an adverse effect on the value of a fund's assets and, in turn, the net asset value of the fund.

Interest rate risk

The value of a fund that holds fixed-income securities (or debt) will rise and fall as interest rates change. When interest rates fall, the value of an existing fixed-income security will rise. When interest rates rise, the value of an existing fixed-income security will fall. The value of fixed-income securities that pay a variable (or "floating") rate of interest is generally less sensitive to interest rate changes.

Infrastructure risk

Infrastructure companies are generally companies that are engaged in the business of developing, maintaining, servicing or managing the systems and networks of energy, transportation, communication and other physical services that are required for the normal function of society. Mutual funds that invest in these companies are subject to the risks that: the potential for realized revenue volumes on projects is significantly lower than projected and/or cost overruns occur; the nature of the right or franchise granted to the infrastructure company by a country's public sector may fundamentally change during the life of the project (e.g., a country funding an infrastructure project alters the terms of that project); macroeconomic factors such as low gross domestic product growth or high nominal interest rates raise the average cost of funding; government regulation may affect rates charged to customers; government budgetary constraints impact projects; special tariffs are imposed; and changes in tax laws, regulatory policies or accounting standards could be unfavorable. Other risks include environmental damage due to a company's operations or an accident, changes in market sentiment towards infrastructure and terrorist acts.

Investment trust risk

Some of the funds may invest in real estate, royalty, income and other investment trusts which are investment vehicles in the form of trusts rather than corporations. To the extent that claims, whether in contract, in tort or as a result of tax or statutory liability, against an investment trust are not satisfied by the trust, investors in the investment trust, including the certain funds, could be held liable for such obligations. Investment trusts generally seek to make this risk remote in the case of contract by including provisions in their agreements that the obligations of the investment trust will not be binding on investors personally. However, investment trusts could still have exposure to damage claims such as personal injury and environmental claims. Certain jurisdictions have enacted legislation to protect investors in investment trusts from the possibility of such liability.

Issuer risk

The risk that the value of a security may decline for a reason directly related to the issuer, such as management performance, financial leverage and reduced demand for the issuer's goods or services.

Large redemption/investor/transaction risk

Some funds may have particular investors who own a large proportion of the outstanding units or shares of the mutual fund. For example, other institutions such as banks and insurance companies or other mutual fund companies may purchase units or shares of the funds for their own mutual funds, segregated funds, structured notes or discretionary managed accounts. Retail investors may also own a significant amount of a fund.

If one of those investors redeems a large amount of their investment in a fund, the fund may have to sell its portfolio investments at unfavourable prices to meet the redemption request. This can result in significant price fluctuations to the net asset value of the mutual fund, and may potentially reduce the returns of the mutual fund.

Legal risk

Companies that provide products or services to consumers may face the financial risk from uncertainty in laws, regulations or legal actions.

Liquidity risk

A liquid asset trades on an organized market, such as a stock exchange, which provides price quotations for the asset. The use of an organized market means that it should be possible to convert the asset to cash at, or close to, the quoted price or the price used to calculate the fund's NAV.

An asset is considered illiquid if it is more difficult to convert it to a liquid investment such as cash. A company's securities may be illiquid if the company is not well known, there are few outstanding shares of that company, there are few potential buyers or the shares of that company cannot be resold because of a promise or agreement.

Also, in highly volatile markets, securities, especially debt securities, that were considered liquid may suddenly and unexpectedly become illiquid.

If a fund is unable to dispose of some or all of the securities held by it, that fund may experience a delay in the receipt of the proceeds of disposition until such time as it is able to dispose of such securities or may be able to do so only at prices which may not reflect the true value of such investments. Likewise, if certain securities are particularly illiquid, the manager may be unable to acquire the number of securities it would like to at a price acceptable to the manager on a timely basis.

The value of a fund that holds illiquid securities may rise and fall substantially because the fund may not be able to sell the securities for the value that we use in calculating the NAV of the fund. There are restrictions on the amount of illiquid securities a fund may hold.

Marijuana sector risk

General

The marijuana industry is subject to various laws, regulations and guidelines relating to the manufacture, management, transportation, storage and disposal of marijuana, as well as subject to laws and regulations relating to health and safety, the conduct of operations and the protection of the environment. For example, and as discussed further below, the regulatory environment governing the medical and marijuana industries in the United States where state law permits such activities are, and will continue to be, subject to evolving

regulation by governmental authorities. There can be no assurance that U.S. federal or state laws regulating marijuana will not be repealed or overturned or that governmental authorities will not limit the application of such laws within their respective jurisdictions. Accordingly, there are a number of risks associated with investing in businesses in an evolving regulatory environment, including, without limitation, increased industry competition, rapid consolidation of industry participants and potential bankruptcy of industry participants.

The *Cannabis Act*, along with the related provincial and territorial legislation regulating use, distribution and sales, came into force on October 17, 2018. This implemented a legal framework in Canada for the production, distribution, sale and possession of both medical and adult use marijuana. However, there can be no assurance that Canadian federal, provincial or territorial laws regulating marijuana will not be repealed or overturned, that proposed laws regulating marijuana will become law, or that governmental authorities will not limit the application of such laws within their respective jurisdictions. If governmental authorities begin to enforce certain laws relating to marijuana in jurisdictions where the sale and use of marijuana is currently legal or regulated, or if existing laws are repealed or curtailed, the Purpose Marijuana Opportunities Fund's investments in such businesses may be materially and adversely affected notwithstanding the fact that the fund is not directly engaged in the sale or distribution of marijuana. Actions by governmental authorities against any individual or entity engaged in the marijuana industry, or a substantial repeal or amendment of any marijuana-related legislation, could adversely affect the Purpose Marijuana Opportunities Fund and its investments.

The constituent issuers included in Purpose Marijuana Opportunities Fund's portfolio may incur ongoing costs and obligations related to license and regulatory compliance. Failure to comply with regulations may result in additional costs for corrective measures, penalties or in restrictions of operations. In addition, changes in regulations, more vigorous enforcement thereof or other unanticipated events could require extensive changes to operations, increased compliance costs or give rise to material liabilities, which could have a material adverse effect on the business, results of operations and financial condition of the issuers and, therefore, on Purpose Marijuana Opportunities Fund's prospective returns.

As a result of perceived reputational risk, companies in the marijuana sector may in the future have difficulty establishing or maintaining bank accounts, or other business relationships. Failure to establish or maintain business relationships could have a material adverse effect on companies in this sector. The manager has not obtained, and does not anticipate obtaining, any ongoing legal advice regarding the compliance of the underlying companies in which the Purpose Marijuana Opportunities Fund may invest from time to time with applicable laws.

Risk Related to Global Issuers

With respect to global issuers that may be invested in by Purpose Marijuana Opportunities Fund, as in North America, such issuers are subject to various laws, regulations and guidelines relating to the manufacture, management, transportation, storage and disposal of marijuana, as well as being subject to laws and regulations relating to health and safety, the conduct of operations and the protection of the environment. Even if an issuer's operations are permitted under current law, they may not be permitted in the future, in which case such issuer may not be in a position to carry on its operations in its current locations. Additionally, controlled substance legislation differs between countries and legislation in certain countries may restrict or limit the ability of certain companies in which Purpose Marijuana Opportunities Fund invests to sell their products. In addition, issuers involved in the marijuana industry face intense competition, may have limited access to the services of banks, may have substantial burdens on company resources due to litigation, complaints or enforcement actions, and are heavily dependent on receiving necessary permits and authorizations to engage in medical marijuana research or to otherwise cultivate, possess or distribute marijuana.

Generally, the marijuana industry is subject to extensive controls and regulations, which may significantly affect the financial condition of market participants. The marketability of any product may be affected by numerous factors that are beyond the control of the constituent issuers and which cannot be predicted, such as changes to government regulations, including those relating to taxes and other government levies which may be imposed. Changes in government levies, including taxes, could reduce a constituent issuer's earnings and could make future capital investments or the constituent issuer's operations uneconomical. The industry is also subject to numerous legal challenges, which may significantly affect the financial condition of market participants and which cannot be reliably predicted.

Regulation of Marijuana in Canada

The cultivation, distribution and sale and disposal of marijuana, among other things, remains subject to extensive regulatory oversight under the *Cannabis Act*. Such extensive controls and regulations may significantly affect the financial condition of market participants, and prevent the realization of such market participants of any benefits from an expanded market for recreational marijuana products.

Risks Related to North American Issuers

As discussed further below, subject to further guidance from the Canadian Securities Administrators with respect to the permissibility of investments in issuers with U.S. marijuana-related activities and further clarity on the position of the U.S. Federal Government on the enforcement of U.S. federal laws relating to the marijuana industry, Purpose Marijuana Opportunities Fund is expected to invest in, and indirectly derive a portion of its revenues from, the marijuana industry in certain U.S. states, which industry is illegal under U.S. federal law. *Purpose Marijuana Opportunities Fund may therefore be indirectly involved (through investments in third party corporate entities in Canada and the United States) in the marijuana industry in the United States where local state law permits such activities, as well as the marijuana industry in Canada.*

As discussed under “United States Marijuana Industry Risk”, as a result of the conflicting views between state legislatures and the U.S. federal government regarding marijuana, marijuana businesses in the United States are subject to inconsistent legislation and regulation. Unless and until the United States Congress amends the CSA (as defined below) with respect to marijuana (there can be no assurance as to the timing or scope of any such potential amendments), there is a risk that U.S. federal authorities may enforce current federal law, which may adversely affect the current and future investments of Purpose Marijuana Opportunities Fund in the United States. As such, there are a number of risks associated with Purpose Marijuana Opportunities Fund’s future investments in the United States, and such investments may become the subject of heightened scrutiny by regulators, stock exchanges and other authorities in Canada. As a result, Purpose Marijuana Opportunities Fund may be subject to significant direct and indirect interaction with public officials. There can be no assurance that this heightened scrutiny will not in turn lead to the imposition of certain restrictions on Purpose Marijuana Opportunities Fund’s ability to invest in the United States or any other jurisdiction and its ability to achieve its investment objective as a result.

There can be no assurance that Canadian or U.S. federal, provincial or state laws legalizing and regulating the sale and use of marijuana will not be repealed or overturned, that proposed federal, provincial or state laws legalizing and regulating the sale and use of marijuana will become law, or that governmental authorities will not limit the application of such laws within their respective jurisdictions. If governmental authorities begin to enforce certain laws relating to marijuana in jurisdictions where the sale and use of marijuana is currently legal, or if existing laws are repealed or curtailed, Purpose Marijuana Opportunities Fund’s investments in such businesses may be materially and adversely affected notwithstanding the fact that Purpose Marijuana Opportunities Fund is not directly engaged in the sale or distribution of marijuana. Actions by governmental authorities against any individual or entity engaged in the marijuana industry, or

a substantial repeal of marijuana related legislation, could adversely affect Purpose Marijuana Opportunities Fund and its investments.

Market risk

The value of equity securities will change based on specific company developments and stock market conditions. Market value also varies with changes in the general economic and financial conditions in countries where investments are made.

Maturity risk

Certain funds will invest in fixed income securities of varying maturities. Generally, the longer a fixed income security's maturity, the greater the risk. Conversely, the shorter a fixed income security's maturity, the lower the risk.

Multi-class/series risk

Each of the funds offer more than one class or series of securities. Each class or series of a fund has its own fees and expenses which the fund tracks separately. If a fund cannot pay the expenses of one class or series using that series' or classes' proportionate share of the assets of the fund, the fund will have to pay those expenses out of the other series' or classes proportionate share of the assets, which would lower the investment return of those other series or classes. This is because a mutual fund as a whole is legally responsible for the financial obligations of all of its series/classes.

No assurance of meeting investment objective

The success of Purpose Marijuana Opportunities Fund will depend on a number of conditions that are beyond the control of Purpose Marijuana Opportunities Fund. There is a substantial risk that the investment objectives of Purpose Marijuana Opportunities Fund will not be met.

No ownership interest risk

An investment in securities of a fund does not constitute an investment in the securities comprising the fund's portfolio. Fund securityholders will not own the securities held by the fund.

Preferred securities risk

A fund that invests in preferred securities will be subject to the risks inherent in investment in preferred securities, including the risk that the financial condition of the issuers in which the fund invests may become impaired or that the general condition of the stock markets may deteriorate.

Preferred securities are susceptible to general stock market fluctuations and to volatile increases and decreases in value as market confidence in, and perceptions of, the issuers change.

There are specific risks associated with investing in preferred securities, including: liquidity risk, regulatory risk, and credit risk (each as separately described herein). In addition:

- Generally, preferred security holders have limited voting rights.
- Preferred securities and debt instruments may be subject to early redemption. That is they may be redeemed at the option of the issuer, or "called," before their stated maturity date. A fund

investing in preferred securities is therefore subject to the possibility that during periods of falling interest rates, an issuer will call its high-yielding preferred securities or debt instruments. The fund would then be forced to invest the unanticipated proceeds at lower interest rates, resulting in a decline in the fund's income.

- Generally, preferred securities may be subject to provisions that allow an issuer, under certain conditions, to skip ("non-cumulative" preferred securities) or defer ("cumulative" preferred securities) distributions. If a fund owns a preferred security that is deferring its distribution, the fund may be required to report income for tax purposes while it is not receiving any corresponding cash.
- Preferred securities are subordinated to bonds and other debt instruments in a company's capital structure and therefore are subject to greater credit risk than those debt instruments.
- Holders of preferred securities could become holders of common shares of issuers at a time when such issuer's financial condition is deteriorating or when it has become insolvent or bankrupt or resolved to be wound-up or has been ordered wound-up or liquidated. There can be no guarantee that the common shares issued in such circumstances will pay a dividend, appreciate, or that there will be a liquid market for such common shares.

Private company risk

There are risks associated with investing in private company securities. For example, there is typically less available information concerning private companies than for public companies. The valuation of private company securities is also more subjective and private company securities are very illiquid as there are no established markets for such securities. As a result, in order to sell this type of holding, a fund that holds securities of private companies may need to discount the securities from recent prices or dispose of the securities over a long period of time.

Real estate sector risk

In addition to general risk factors, there are certain risk factors inherent to an investment in real estate including:

- (a) possible declines in the value of real estate;
- (b) adverse changes in national, state or local real estate conditions;
- (c) obsolescence of properties;
- (d) change in the availability, cost and term of mortgage funds (including change in interest rates);
- (e) the impact of change in environmental laws;
- (f) overbuilding in a market; and
- (g) environmental problems.

Rebalancing and adjustment risk

Adjustments to baskets of securities held by a fund relating to the fund's ETF Shares or ETF Units, as the case may be, to reflect rebalancing of and adjustments to the strategies may depend on the ability of Purpose and the designated broker to perform their respective obligations under the applicable designated broker agreement. If the designated broker fails to perform, a fund may be required to sell or purchase, as the case may be, constituent securities of the baskets of securities in the market. If this happens, such fund would incur additional transaction costs.

Regulatory risk

Regulatory risk is the potential revenue impact on a company due to laws, regulation and policies of regulatory agencies. Governmental or regulatory permits and approvals may be required to proceed with planned projects. Any delay or failure in achieving the required permits or approvals would reduce the company's growth prospects and, in turn, the value of a fund that invests in such companies.

Reliance on the manager and investment advisor or sub-advisor risk

Holders of securities of the funds will be dependent on the ability of the manager and, if applicable, the investment advisor or sub-advisor of such funds to effectively manage the funds in a manner consistent with the investment objectives, investment strategies and investment restrictions of the funds. There is no certainty that the individuals who are principally responsible for providing administration and portfolio management services to the funds will continue to be employed by the manager, the investment advisor or the sub-advisor, as the case may be.

Resource industry risk

Mutual funds that invest in resource companies are subject to the risks of the resource industry. For example, a resource company's ability to maintain or increase production in the future depends not only on its ability to exploit existing properties, but also on its ability to select and acquire suitable properties or prospects for exploitation.

Commodity prices are unstable and are subject to fluctuation. The prices of most commodities are affected by numerous factors beyond the control of resource companies. Any material decline in commodity prices could result in a reduction of a resource company's production revenue. The economics of certain properties and facilities may change as a result of lower commodity prices. All these factors could result in a material decrease in the business activities of any single resource company, or resource companies generally.

The business activities of resource companies involved primarily in oil and gas or renewable energy exploration and development are speculative and may be adversely affected by factors outside the control of those companies.

Resource activities are subject to extensive controls and regulations imposed by various levels of government around the world that may be amended from time to time. A resource company's operations may require licenses and permits from various governmental authorities. There can be no assurance that resource companies will be able to obtain all necessary licenses and permits or obtain them in a timely manner.

Most resource activities involve making substantial capital expenditures for the acquisition, exploration, development and production of commodities. If a resource company's revenues decline, it may have limited ability to expend the capital necessary to undertake or complete future activities.

There are numerous uncertainties inherent in estimating quantities of commodity reserves and cash flows to be derived therefrom, many of which are beyond the control of resource companies. Actual production and cash flows derived therefrom will vary from a resource company's expectations and such variations could be material.

The business of exploration for energy, metals and minerals involves a high degree of risk. Few properties that are explored are ultimately developed into producing mines or wells. Unusual or unexpected formations, formation pressures, fires, explosions, power outages, labour disruptions, flooding, cave-ins, landslides and the inability of the resource company to obtain suitable machinery, equipment or labour are all risks which may occur during exploration for and development of oil, gas and metal and mineral deposits. While a resource company may have registered its mineral exploration and mining rights or oil and gas interests with the appropriate authorities and filed all pertinent information to industry standards, this cannot be construed as a guarantee of title. In addition, the precise boundaries and locations of a resource company's properties may be challenged or subject to prior agreements and other undetected defects. The economics of developing resource properties is affected by many factors including the cost of operations, variations in the grade of ore mined, fluctuations in commodity prices, the cost and commercial utility of processing equipment and such other factors as aboriginal land claims and government regulations, including regulations relating to royalties, allowable production, importing and exporting and environmental protection.

A resource company may become subject to liability for risks for which it cannot insure or against which it may elect not to insure.

Risk of loss

An investment in a fund is not guaranteed by any entity. Unlike bank accounts or guaranteed investment certificates, an investment in the funds is not covered by the Canada Deposit Insurance Corporation or any other government deposit insurer.

Sector risk

Some of the funds may invest in ETFs that provide exposure to securities involving industry sector risks. Investing in one specific sector of the stock market entails greater risk (and potential reward) than investing in all sectors of the stock market. If a sector declines or falls out of favour, the share values of most or all of the companies in that sector will generally fall faster than the market as a whole. The opposite is also true.

An industry can be significantly affected by, amongst other things, supply and demand, speculation, events relating to international political and economic developments, energy conservation, environmental issues, increased competition from other providers of services, commodity prices, regulation by various government authorities, government regulation of rates charged to customers, service interruption due to environmental, operational or other mishaps, the imposition of special tariffs and changes in tax laws, regulatory policies and accounting standards, and general changes in market sentiment. Moreover, it is possible that other developments, such as increasingly strict environmental and safety laws and regulations and enforcement policies thereunder and claims for damages to property or persons resulting from operations, could result in substantial costs and liabilities, delays or an inability to complete projects or the abandonment of projects.

Exposure to equity securities that have exposure to commodity markets may entail greater volatility than traditional securities. The value of securities exposed to commodity markets may be affected by commodity

index volatility, changes in interest rates, or factors affecting a particular industry or commodity, such as drought, floods, weather, livestock disease, embargoes and tariffs.

The extent of these factors cannot be accurately predicted and will change from time to time, but a combination of these factors may result in issuers not receiving an adequate return on invested capital. Many industries are very competitive and involve many risks that even a combination of experience, knowledge and careful evaluation may not be able to overcome.

Securities lending and repurchase and reverse repurchase transaction risk

Certain of the funds may enter into securities lending arrangements and repurchase and reverse repurchase transactions in accordance with National Instrument 81-102 – *Investment Funds* (“NI 81-102”) in order to generate additional income to enhance the NAV of a fund. In a securities lending transaction, a fund lends its securities to a borrower in exchange for a fee and the other party to the transaction delivers collateral to the fund in order to secure the transaction. A repurchase agreement takes place when a fund sells a security at one price and agrees to buy it back later from the same party at a higher price. A reverse repurchase agreement is the opposite of a repurchase agreement and occurs when the fund buys a security at one price and agrees to sell it back to the same party at a higher price. The other party to a securities lending transaction, repurchase agreement or reverse repurchase agreement delivers collateral to the fund in order to secure the transaction.

Securities lending, repurchase and reverse repurchase transactions come with certain risks. If the other party to the transaction cannot complete the transaction, the fund may be exposed to the risk of loss should the other party default on its obligation to return the borrowed securities and the collateral be insufficient to reconstitute the portfolio of loaned securities. To minimize this risk, the other party must provide collateral that is worth at least 102% of the value of the fund’s securities and of the type permitted by NI 81-102. The value of the collateral is monitored daily and adjusted appropriately by the securities lending agent of the funds.

The funds that enter into securities lending transactions or repurchase transactions may not commit more than 50% of their NAV to securities lending or repurchase transactions at any time and such transactions may be ended at any time.

Short selling risk

Some of the funds may engage in a limited amount of short selling. A “short sale” occurs when a fund borrows securities from a lender, which are then sold in the open market (or “sold short”). At a later date, the same number of securities are repurchased by the fund and returned to the lender. In the interim, the proceeds from the first sale are deposited with the lender and the fund pays interest to the lender. If the value of the securities declines between the time that the fund borrows securities and the time it repurchases and returns the securities, the fund makes a profit for the difference (less any interest the fund is required to pay to the lender). Short selling involves certain risks. There is no assurance that securities will decline in value during the period of the short sale sufficient to offset the interest paid by the fund and make a profit for the fund, and securities sold short may instead appreciate in value. The fund may also experience difficulties repurchasing and returning the borrowed securities if a liquid market for the securities does not exist. The lender from whom the fund has borrowed securities may go bankrupt and the fund may lose the collateral it has deposited with the lender. Each fund that engages in short selling will adhere to controls and limits that are intended to offset these risks by short selling only those securities of larger issuers for which a liquid market is expected to be maintained and by limiting the amount of exposure for short sales. The funds will also deposit collateral only with lenders that meet certain criteria for creditworthiness and only up to certain limits.

Small capitalization company risk

Some of the funds may invest in securities of small capitalization companies. The business models for these companies involve significant risks including the entire loss of the investment in the company. These companies can also provide significant returns if their underlying business grows at a substantial rate. Small capitalization companies typically have limited market and financial resources. They are less able to sustain adverse competitive and market changes. Companies with small capitalizations may not have a well-developed or liquid market for their securities. Accordingly, these securities may be difficult to trade, making their prices more volatile than securities of companies with large capitalization.

Small exchange risk

Certain funds may invest in securities of issuers listed on smaller or junior exchanges. Smaller exchanges may have different clearance and settlement procedures and may involve unique risks not typically associated with investing in securities of issuers listed on a major stock exchange. The securities of issuers listed on smaller exchanges may be more volatile or lack liquidity than the types of issuers typically listed on a major exchange, and some exchanges may have higher transaction costs or potential for delay in settlement procedures. Delays in settlement may increase risk to certain funds' portfolios, limit the ability of such funds to reinvest the proceeds of a sale of securities, hinder the ability of the funds to lend its constituent securities, and potentially subject the funds to penalties for their failure to deliver.

Suspension of subscriptions risk

If Purpose Global Bond Class experiences a significant increase in its net asset value including from additional subscriptions, the manager may, in its sole discretion and if it determines to be in the best interest of shareholders, decide to suspend subscriptions for additional shares of the fund if considered necessary or desirable to permit the fund to achieve, or continue to achieve, its investment objectives. During a period of suspended subscriptions, if any, shareholders should note that the ETF Shares of the Purpose Global Bond Class may trade at a premium or substantial premium to the net asset value per ETF Share of the fund. Any suspension of subscriptions or resumption of subscriptions will be announced by press release as well as on the manager's website. The suspension of subscriptions, if any, will not (a) affect the ability of shareholders to sell their ETF Shares in the secondary market at a price reflective of the net asset value per ETF Share or (b) redeem their mutual fund shares at the net asset value per share.

Substantial securityholder risk

A single investor may buy or sell large numbers of securities of a fund. As a result, a fund may have to alter its portfolio significantly to accommodate large fluctuations in assets. A fund may have one or more substantial investors who hold a significant amount of securities of the fund. If a substantial investor decides to redeem its investment in the fund, the fund may be forced to sell its investments at an unfavourable market price in order to accommodate such request. The fund may also be forced to change the composition of its portfolio significantly. Such actions may result in considerable price fluctuations to the fund's NAV and negatively impact on its returns. Such risk is higher where a substantial securityholder engages in short term trading or excessive trading. The fund does, however, have policies and procedures designed to monitor, detect and deter inappropriate short-term or excessive trading. See "Short-term trading" on page 40.

Tax risk

There can be no assurance that the tax laws applicable to the funds under the Tax Act or under foreign tax regimes, or the administration thereof, will not be changed in a manner which could adversely affect the funds or securityholders.

If a Company ceases to qualify as a “mutual fund corporation” under the Tax Act, the income tax considerations described in “Income tax considerations – Corp. Funds – Taxation of the Corp. Funds” on page 67 would be materially and adversely different in certain respects.

If a Purpose Trust does not, or ceases to, qualify as a “mutual fund trust” under the Tax Act, the income tax considerations described in “Income tax considerations – Purpose Trusts - Taxation of the Purpose Trusts” on page 71 would be materially and adversely different in certain respects.

There can be no assurance that Canadian federal income tax laws and the administrative policies and assessing practices of the CRA respecting the treatment of mutual fund corporations or mutual fund trusts will not be changed in a manner that adversely affects a Corp. Fund or its shareholders, or a Purpose Trust or its unitholders. For example, changes to tax legislation or the administration thereof could affect the taxation of a fund or the constituent issuers in a fund’s portfolio.

Certain tax rules apply to direct and indirect investments by Canadian residents in non-resident trusts (the “NRT Rules”). It is not expected that the NRT Rules will be applied in respect of investments, if any, made by the funds in non-resident funds that are trusts; however no assurances can be given in this regard.

In determining a Company’s income for tax purposes, option premiums received on the writing of covered call options and cash-covered put options by a fund and any losses sustained on closing out options, will be treated for purposes of the Tax Act as capital gains and capital losses in accordance with the CRA’s published administrative practice. The CRA’s practice is not to grant advance income tax rulings on the characterization of items as capital or income and no advance income tax ruling has been applied for or received from the CRA.

If some or all of the transactions undertaken by a Company or a Purpose Trust in respect of derivatives, including covered options and securities are reported on capital account but are subsequently determined to be on income account, the net income of the Company or the Purpose Trust for tax purposes and the taxable component of distributions to shareholders or unitholders could increase. Any such redetermination by the CRA may result in the Company or the Purpose Trust being liable for additional taxes. Such potential liability may reduce NAV per series, NAV per share or NAV per unit, as applicable.

The Foundation Wealth Diversifier Pool will generally treat gains (or losses) as a result of any disposition of cryptocurrency as capital gains (or capital losses), as the Foundation Wealth Diversifier Pool intends to be a long-term holder of cryptocurrency. The CRA has stated that it generally treats virtual currencies as a commodity for purposes of the Tax Act. The CRA has also expressed the opinion that gains (or losses) of mutual fund trusts resulting from transactions in commodities should generally be treated for income tax purposes as ordinary income rather than as capital gains, although the treatment in each particular case remains a question of fact to be determined having regard to all the circumstances. If any transactions of the Foundation Wealth Diversifier Pool are reported by it on capital account, but are subsequently determined by the CRA to be on income account, there may be an increase in the net income of the Foundation Wealth Diversifier Pool, including that which is automatically distributed by the Foundation Wealth Diversifier Pool to its unitholders under the terms of the Declaration of Trust at the Foundation Wealth Diversifier Pool’s taxation year end; with the result that Canadian-resident unitholders could be reassessed by the CRA to increase their taxable income by the amount of such increase, and non-resident

unitholders potentially could be assessed directly by the CRA for Canadian withholding tax on the amount of net gains on such transactions that were treated by the CRA as having been distributed to them. The CRA could assess the Foundation Wealth Diversifier Pool for a failure of the Foundation Wealth Diversifier Pool to withhold tax on distributions made by it to non-resident unitholders that are subject to withholding tax, and typically would do so rather than assessing the non-resident unitholders directly. Accordingly, any such redetermination by the CRA may result in the Foundation Wealth Diversifier Pool being liable for unremitted withholding taxes on prior distributions made to unitholders who were not resident in Canada for the purposes of the Tax Act at the time of the distribution. As the Foundation Wealth Diversifier Pool may not be able to recover such withholding taxes from the non-resident unitholders whose Units are redeemed, payment of any such amounts by the Foundation Wealth Diversifier Pool would reduce the Net Asset Value of the Foundation Wealth Diversifier Pool.

In addition, a Purpose Trust that does not qualify as a “mutual fund trust” under the Tax Act will be treated as a “financial institution” for purposes of certain special mark-to-market rules in the Tax Act if more than 50% of the Units of the Purpose Trust are held by one or more unitholders that are themselves considered to be financial institutions. In such event, the tax year of the Purpose Trust will be deemed to end immediately before that time and any gains or losses on certain securities accrued before that time will be deemed realized by the Purpose Trust and will be distributed to unitholders. In addition, the Purpose Trust will be required to recognize at least annually on income account any gains and losses accruing on certain types of debt obligations and equity securities that it holds and also will be subject to special rules with respect to income inclusion on these securities. Any income arising from such treatment will be included in amounts to be distributed to unitholders. If more than 50% of the units of such a Purpose Trust cease to be held by financial institutions, the tax year of the Purpose Trust will be deemed to end immediately before that time and any gains or losses on certain securities accrued before that time will be deemed realized by the Purpose Trust and will be distributed to unitholders. A new taxation year for the Purpose Trust will then begin and for that and subsequent taxation years, for so long as not more than 50% of the units of the Purpose Trust are held by financial institutions, or the Purpose Trust is a mutual fund trust for purposes of the Tax Act, the Purpose Trust will not be subject to these special mark-to-market rules. Given the manner in which units are distributed, there will be circumstances in which it will not be possible to control or identify whether a Purpose Trust has, or has ceased to, become a “financial institution”. As a result, there can be no assurance that a Purpose Trust is not a “financial institution” or will not in the future become, or cease to be, a “financial institution” and no assurance as to when and to whom any distributions arising on the change in “financial institution” status of a Purpose Trust will be made, or that the Purpose Trust will not be required to pay tax on any undistributed income or taxable capital gains realized by the Purpose Trust on such event.

Third-party ESG Reporting and Scoring risk

ESG risk ratings and scores from Bloomberg, Sustainalytics, Standard and Poor’s and MSCI, as well as others, may be used to assist in the portfolio management process of certain funds. In such instances, the focus relating to portfolio construction will be on companies making an impact on the environment, in priority to societal or governmental factors. As a result, an issuer may be included in a fund’s portfolio without having a high ESG score or low risk rating.

Trading price of ETF Shares/ ETF Units

ETF Shares and ETF Units may trade in the market at a premium or discount to the NAV per ETF Share or ETF Unit, as the case may be. There can be no assurance that the ETF Shares and ETF Units will trade at prices that reflect their NAV. The trading price of the ETF Shares and ETF Units will fluctuate in accordance with changes in a fund’s NAV, as well as market supply and demand on the applicable Exchange (or such other designated exchange on which the ETF Shares or ETF Units, as applicable, of a

fund may be traded from time to time). However, given that generally only a prescribed number of ETF Shares and ETF Units are issued to designated brokers and dealers, and that holders of a prescribed number of ETF Shares or ETF Units, as the case may be, (or an integral multiple thereof) may redeem such ETF Shares or ETF Units, as applicable, at their NAV, Purpose believes that large discounts or premiums to the NAV of the ETF Shares or ETF Units, as applicable, should not be sustained.

Underlying fund risk

A fund may pursue its investment objectives indirectly by investing in securities of other funds, including ETFs, in order to gain access to the strategies pursued by those underlying funds. The risks of investing in such underlying funds include the risks associated with the securities in which an underlying fund invests, along with the other risks of an underlying fund. Accordingly, a fund takes on the risk of an underlying fund and its respective securities in proportion to its investment in the underlying fund. There can be no assurance that any use of such multi-layered fund of fund structures will result in any gains for a fund. If an underlying fund that is not traded on an exchange suspends redemptions, a fund will be unable to value part of its portfolio and may be unable to redeem units. In addition, the portfolio manager could allocate a fund's assets in a manner that results in that fund underperforming its peers.

United States marijuana industry risk

Unlike Canada, where federal, provincial and territorial legislation permits the medical and adult use of cannabis (including both marijuana and hemp) subject to prescribed regulatory requirements, marijuana continues to be a federally-prohibited controlled substance under Schedule 1 of the Controlled Substances Act (the “CSA”) and, as such, is illegal under federal law in the United States, despite having been authorized for medical use under state law in a vast majority of U.S. states, and authorized for adult (recreational) use under state law in more than a dozen U.S. states. The continuing illegality of marijuana under the CSA is problematic not only for operators of marijuana-related businesses operating in compliance with state laws, but also for their financial intermediaries and other service providers who risk contravening money-laundering laws through their commercial relationships with these operators, as well as the risk of being viewed as aiding and abetting in violations of the CSA.

As a result of the conflict between U.S. federal law and certain U.S. state laws regarding the legality of marijuana, the U.S. Department of Justice has largely refrained from the prosecution of marijuana-related offenses if they comply with the applicable state laws, despite contravening the federal CSA. Financial industry regulators have also refrained from prosecution of those providing financial services to state-law compliant marijuana business operations. There have also been fiscal constraints imposed by Congress on the Department of Justice limiting the expenditure of funds for the prosecution of medical cannabis businesses operating in compliance with applicable state laws.

There is no assurance, however, that violations of the CSA will not be actively enforced by the Department of Justice or other U.S. regulatory authorities in the future. Violations of the CSA and any state laws continuing to prohibit the medical or adult use of marijuana could result in significant fines, penalties, administrative sanctions, convictions or settlements arising from civil proceedings conducted by either the federal government, state governments or private citizens, or criminal charges, including, but not limited to, disgorgement of profits, cessation of business activities or divestiture. This could have a material adverse effect on the business, revenues, operating results and financial condition Purpose Marijuana Opportunities Fund and the manager, including its reputation and ability to conduct business, its holdings (directly or indirectly) of securities of issuers that have obtained medical cannabis licenses under the laws of certain states in the United States, the listing of its securities on various stock exchanges, its financial position, operating results, profitability or liquidity or the market price of its publicly traded shares. In addition, it is difficult for the manager to estimate the time or resources that would be needed for the investigation of any

such matters or its final resolution because, in part, the time and resources that may be needed are dependent on the nature and extent of any information requested by the applicable authorities involved, and such time or resources could be substantial, even if such proceedings were concluded successfully in favour of Purpose Marijuana Opportunities Fund.

Investment considerations

How the funds engage in securities lending transactions

Certain funds may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions.

A securities lending transaction is where a fund lends portfolio securities that it owns to a third party borrower. The borrower promises to return to the fund at a later date an equal number of the same securities and to pay a fee to the fund for borrowing the securities. While the securities are borrowed, the borrower provides the fund with collateral consisting of a combination of cash and securities. In this way, the fund retains exposure to changes in the value of the borrowed securities while earning additional fees.

A “repurchase transaction” is where a fund sells portfolio securities that it owns to a third party for cash and simultaneously agrees to buy back the securities at a later date at a specified price using the cash received by the fund from the third party. While the fund retains its exposure to changes in the value of the portfolio securities, it also earns fees for participating in the repurchase transaction.

A “reverse repurchase transaction” is where a fund purchases certain types of debt securities from a third party and simultaneously agrees to sell the securities back to the third party at a later date at a specified price. The difference between the fund’s purchase price for the debt instruments and the resale price provides the fund with additional income.

As indicated above, securities lending, repurchase and reverse repurchase transactions enable the funds to earn additional income and thereby enhance their performance.

A fund will not enter into a securities lending transaction or a repurchase transaction if, immediately thereafter, the aggregate market value of all securities loaned by the fund and not yet returned to it or sold by the fund in repurchase transactions and not yet repurchased would exceed 50% of the total assets of the fund (exclusive of collateral held by the fund for securities lending transactions and cash held by the fund for repurchase transactions).

How the funds use derivatives

A derivative is an investment that derives its value from another investment, the underlying investment. This could be a stock, bond, currency or market index. Derivatives usually take the form of a contract with another party to buy or sell an asset at a later time. Some examples of derivatives are options, futures and forward contracts.

All of the funds may use derivatives as permitted by securities regulations. They may use them to:

- (a) hedge their investments against losses from factors like currency fluctuations, stock market risks and interest rate changes; and
- (b) invest indirectly in securities or financial markets, provided the investment is consistent with the fund’s investment objective.

When a fund uses derivatives for purposes other than hedging, it holds enough cash or money market instruments to fully cover its position in the derivative, as required by securities regulations.

Investing in underlying funds

The funds may invest in underlying funds, either directly or by gaining exposure to an underlying fund through a derivative.

In selecting underlying funds, we assess a variety of criteria, including:

- (a) management style;
- (b) investment performance and consistency;
- (c) risk tolerance levels;
- (d) calibre of reporting procedures; and
- (e) quality of the manager and/or investment advisor.

We review and monitor the performance of the underlying funds in which we invest. The review process consists of an assessment of the underlying funds. Factors such as adherence to stated investment mandate, returns, risk adjusted return measures, assets, investment management process, style, consistency and continued portfolio fit may be considered. This process may result in suggested revisions to weightings of the underlying funds, the inclusion of new underlying funds or the removal of one or more underlying funds.

How the funds engage in short selling

A short sale by a fund involves borrowing securities from a lender and selling those securities in the open market (or “selling short” the securities). At a later date, the same number of securities are repurchased by that fund and returned to the lender. In the interim, the proceeds from the first sale are deposited with the lender and the fund pays interest to the lender on the borrowed securities. If the value of the securities declines between the time that the fund borrows the securities and the time it repurchases and returns the securities to the lender, the fund will make a profit for the difference (less any interest the fund is required to pay to the lender). Selling short provides the funds with more opportunities for profits when markets are generally volatile or declining.

Some of the funds may engage in short selling should securities be identified that are trading at a significant premium to their intrinsic value and are anticipated to decline in value. The funds may also engage in short selling as a means of implementing a “hedge” in an attempt to lessen fund volatility in declining markets. In this instance, the funds would sell short securities representing a market index or sub index. The funds may also sell short a security as a means of capturing a pricing disparity between itself and a related security, which would be purchased or held “long”. This process of capturing price differences between related securities is referred to as arbitrage. Examples of such an action would include companies involved in merger or acquisition activity or other corporate action.

The funds will engage in short selling only within certain controls and limitations and pursuant to applicable securities legislation. Securities legislation imposes the following conditions and limits on the funds’ short-selling activities. Securities will be sold short only for cash. A security sold short shall not be: (i) a security

that the fund is otherwise not permitted to purchase at the time of the short sale transaction; (ii) an illiquid asset; or (iii) a security of an investment fund unless the security is an index participation unit.

At the time securities of a particular issuer are sold short by a fund, (i) the fund has borrowed or arranged to borrow from a borrowing agent the security that is to be sold under the short sale transaction; (ii) the aggregate market value of all securities of that issuer sold short will not exceed 5% of the NAV of the fund and; (iii) the aggregate market value of all securities sold short by a fund will not exceed 20% of the NAV of the fund. The fund will also hold cash cover (as defined in NI 81-102) in an amount, including the fund's assets deposited with borrowing agents as security in connection with short sale transactions, that is at least 150% of the aggregate market value of all securities it sold short on a daily marked-to-market basis. No proceeds from short sales will be used by a fund to purchase long positions other than cash cover.

Environmental, Social and Governance Investing

ESG Methodology

The portfolio manager uses a combination of top-down and bottom-up tools as a part of its discretionary security selection discipline.

- ESG screens and rankings across target sectors: Relative ESG factor rankings inform security selection preferences.
- Company-specific ESG risk analysis: Use a combination of primary research and third-party research (Sustainalytics) to assess ESG characteristics of a prospective portfolio company.

The goals of these processes are to tilt the portfolio manager's research toward ESG leaders and to build risk-adjusted return expectations that incorporate material non-financial inputs.

In general, the portfolio manager does not apply a negative screening framework at a firm level, although this policy may be subject to change at the portfolio manager's discretion. With ESG analysis integrated as one of many inputs to security selection decision-making, it is possible that issuers with lower ESG scores or associated controversies may appear in the portfolio. This may occur if the investment case is sufficiently strong based on an aggregation of non-ESG fundamental inputs.

The portfolio manager relies substantially on Sustainalytics as an external ESG research provider to generate issuer-specific insights as it relates to Environment, Social and Governance pillars. Sustainalytics carries out in-depth research, incorporating human and artificial intelligence, to measure and assess an issuer's exposure to risks across the ESG spectrum as well as the caliber of management's efforts to mitigate those risks, along with exposure to certain "controversies" (e.g. specific complaints captured in the news and related to ESG issues). From a quantitative perspective, a central output of this process is a "risk score", which aggregates scores related to exposure and management. The fund does not manage to any specific targets with respect to the quantitative outputs of Sustainalytics research. Rather, the portfolio manager uses a combination of the quantitative and qualitative outputs as an input to security selection decisions that may be secondary to the fund's other investment strategies.

The manager or portfolio manager has a business relationship with Glass Lewis, an American proxy advisory services company that provides governance services to support engagement among investors through its research, proxy vote management, and technology platforms. It uses a custom blend of Glass Lewis' ESG and Climate Policy (which is aligned with Task Force on Climate-Related Financial Disclosures) to inform its proxy voting process and ensure that portfolio companies are effectively overseeing and managing their ESG risk.

ESG Methodology – Neuberger Berman Canada ULC

The funds sub-advised by Neuberger Berman Canada ULC use Sustainable Exclusions and/or ESG Integrated Security Selection, as appropriate for each fund strategy.

The funds do not incorporate any specific quantitative targets or thresholds related to any particular ESG scores or metrics (e.g. carbon emissions or otherwise).

Sustainable Exclusion Policy

The investment process considers the sub-advisor's Sustainable Exclusion Policy to avoid holding securities that do not meet a minimum ESG standard, including but not limited to:

- Violation of global standards and norms. This includes violating United Nations Global Compact, OECD Guidelines on Multinational Enterprises, the International Labor Organization's declaration on Fundamental Rights and Principles at Work and the United Nations Guiding Principles on Business and Human Rights;
- Tobacco producers;
- Private prison owners, operators, and providers of integral services;
- Civilian firearm manufacturers;
- Fossil fuels. Coal and unconventional oil and gas supply like thermal coal and oil sands; electricity generation from thermal coal, oil, and natural gas; and minimum threshold of natural gas reserves for conventional oil and gas producers; and
- Manufacturers of controversial weapons or components. Controversial weapons are defined here as biological and chemical weapons, anti-personnel mines, cluster munitions, and depleted uranium weapons.

ESG Integrated Security Selection

The sub-advisor generates proprietary ESG scores for issuers across the relevant investment universe. These ESG scores are based on assessments of materiality across ESG themes as they relate to specific sectors. This ESG score incorporates a combination of internally sourced forward-looking views from the sub-advisor's research analysts and third-party vendor data including but not limited to MSCI ESG data and S&P Trucost Environmental data. The sub-advisor's multi-factor security selection models combine factors such as value, quality, momentum, ESG, etc.

- MSCI ESG Data is a rules-based methodology to evaluate issuers according to their exposure to ESG risks and opportunities
- S&P Trucost Environmental Data provides data relating to carbon emissions, natural resource and water use, air pollutants, etc.

Proxy Voting

The sub-advisor maintains governance and proxy voting guidelines that are authored by its Head of ESG Investing and delineate priorities and expectations related to environmental, social and governance considerations that inform proxy voting and engagement. The sub-advisor may decide to cast votes inconsistent with the policy if it is not deemed to be in its clients' best economic interests. The sub-advisor has engaged Glass Lewis as voting agent to vote proxies in accordance with the sub-advisor's voting guidelines among other considerations.

Investing in ETFs

An index participation unit under applicable Canadian mutual fund rules is a security traded on a stock exchange in Canada or the U.S. that is issued by an issuer the only purpose of which is to: hold the securities that are included in a specified widely quoted market index in substantially the same proportion as those securities are reflected in that index, or invest in a manner that causes the issuer to replicate the performance of that index.

Under applicable securities legislation, a mutual fund is permitted to invest in an ETF whose securities qualify as IPUs if:

- the investment objective of the ETF is consistent with the mutual fund's investment objective;
- no management fees or portfolio management fees are payable by the mutual fund that would duplicate a fee payable by the ETF;
- no sales charges or deferred sales charges are payable by the mutual fund in relation to its purchases or redemptions of the securities of the ETF, except for trading costs; and
- no sales fees or redemption fees, other than brokerage fees, are payable by the mutual fund in relation to its purchases or redemptions of the securities of the ETF that, to a reasonable person, would duplicate a fee payable by an investor in the ETF.

Subject to certain conditions, the funds may also rely on exemptive relief in order to invest in ETFs managed by an affiliate of Purpose and whose securities do not qualify as IPUs and which permit the Funds to:

- purchase a security of an ETFs or enter into a specified derivatives transaction with respect to an ETF even though, immediately after the transaction, more than 10% of the net asset value of the fund would be invested, directly or indirectly, in the securities of the ETF;
- purchase securities of an ETF such that, after the purchase, the fund would hold securities representing more than 10% of: (i) the votes attaching to the outstanding voting securities of the ETF; or (ii) the outstanding equity securities of the ETF; and
- invest in ETFs that are not subject to NI 81-101.

Action on portfolio adjustment

Whenever the portfolio of a fund allocable to the ETF Shares or ETF Units, as applicable, is rebalanced or adjusted by adding securities to or subtracting securities from that portfolio, the applicable fund will generally acquire and/or dispose of the appropriate number of securities. On a rebalancing: (a) ETF Shares or ETF Units, as the case may be, may be issued, or cash may be paid, in consideration for constituent securities to be acquired by the fund as determined by Purpose or the investment advisor; and (b) ETF Shares or ETF Units, as the case may be, may be exchanged in consideration for those securities that Purpose or the investment advisor determines should be sold by the fund, or cash may be paid, as determined by Purpose or the investment advisor. Generally, such transactions may be implemented by a transfer of constituent securities to the fund that Purpose or the investment advisor determines should be acquired by the fund or a transfer of those securities that Purpose or the investment advisor determines should be sold by the fund.

Investment restrictions

Subject to the exceptions described herein, the relief set forth under “Exemptions and approvals” on page 78 and the disclosure set out under “Investment considerations” on page 109, we manage each of the funds in accordance with the standard mutual fund investment restrictions and practices (the “restrictions”) contained in securities legislation, including NI 81-102 and NI 81-107. The restrictions are designed in part to ensure that the investments of the funds are diversified and relatively liquid and to ensure the proper administration of the funds.

DESCRIPTION OF SECURITIES OF THE FUNDS

The authorized capital of Purpose Fund Corp. includes an unlimited number of classes of non-cumulative, redeemable, non-voting shares (each, a “**corporate class**”) and one class of voting common shares. Each corporate class is a separate investment fund having specific investment objectives and is specifically referable to a separate portfolio of investments. The authorized capital of Purpose Mutual Funds Limited includes 1,000 corporate classes (each, a “**corporate class**”), an unlimited number of common shares and 200 non-voting non-participating redeemable Class A shares. A corporate class may consist of one or more series of shares, namely, Series A shares, Series A non-currency hedged shares (Series A shares and Series A non-currency hedged shares, collectively, the “**Series A Shares**”), Series F shares, Series F non-currency hedged shares (Series F shares and Series F non-currency hedged shares, collectively, the “**Series F Shares**”), Series I shares, Series I non-currency hedged shares (Series I shares and Series I non-currency hedged shares collectively, the “**Series I Shares**”), Series TA5 shares (“**Series TA5 Shares**”), Series TF5 shares (“**Series TF5 Shares**”), Series UF shares (“**Series UF Shares**”), Series UI shares (“**Series UI Shares**”), Series XA shares, Series XA non-currency hedged shares (Series XA shares and Series XA non-currency hedged shares collectively, the “**Series XA Shares**”), Series XF shares, Series XF non-currency hedged shares (Series XF shares and Series XF non-currency hedged shares collectively, the “**Series XF Shares**”), Series XUA shares, Series XUA non-currency hedged shares (Series XUA shares and Series XUA non-currency hedged shares collectively, the “**Series XUA Shares**”), Series XUF shares and Series XUF non-currency hedged shares (Series XUF shares and Series XUF non-currency hedged shares collectively, the “**Series XUF Shares**”) and Series P shares (“**Series P Shares**” together with Series A Shares, Series F Shares, Series I Shares, Series TA5 Shares, Series TF5 Shares, Series UF Shares, Series UI Shares, Series XA Shares, Series XF Shares, Series XUA Shares and Series XUF Shares, the “**mutual fund shares**”), exchange-traded currency hedged shares (“**ETF shares**”), exchange-traded non-currency hedged shares (“**ETF Non-Currency Hedged Shares**”), and U.S. dollar denominated ETF non-currency hedged shares (“**U.S. ETF Non-Currency Hedged Shares**”) and together with ETF shares and the ETF Non-Currency Hedged Shares, the “**ETF Shares**”).

The authorized capital of each Purpose Trust includes (a) one or more classes of ETF Units and (b) one or more classes of mutual fund units namely, Class A units (“**Class A Units**”), Series A units (“**Series A Units**”), Series UA units (“**Series UA Units**”), Class E units (“**Class E units**”), Class F units (“**Class F Units**”), Series F units (“**Series F Units**”), Series UF units (“**Series UF Units**”), Series TF6 units (“**Series TF6 Units**”), Class I units (“**Class I Units**”), Series I units (“**Series I Units**”), Series X units (“**Series X Units**”) and Series P units (“**Series P Units**”). An unlimited number of ETF Units and mutual fund units are authorized for issuance.

Corp. Funds

All shares of a series of a corporate class have equal rights and privileges. The interest of each shareholder in a series of a corporate class is shown by how many shares are registered in the name of such shareholder. No share of a series of a corporate class has any preference or priority over another share of the same series of the fund. No shareholder owns any asset of a corporate class.

Shares of each corporate class have the following attributes:

- (a) the shares have distribution rights (meaning dividends and/or return of capital payments may be made on the shares);
- (b) the shares have no voting rights except as required by securities legislation or applicable corporate law, see “Description of securities of the funds – Meeting of shareholders – Corp. Funds” on page 116 for a description of certain of your voting rights as a shareholder;
- (c) the shares have redemption rights;
- (d) the conversion rights are as described under the heading “Purchases, switches and redemptions” on page 29;
- (e) there are no pre-emptive rights;
- (f) the shares of a corporate class cannot be transferred, except in limited circumstances;
- (g) there is no liability for further calls or assessments by a Company;
- (h) the shares of a corporate class may be sub-divided or consolidated by a Company without prior notice to shareholders of the corporate class; and
- (i) subject to applicable shareholder approval and notice requirements, these attributes may be amended from time to time by the Company.

There is no fixed issue price for the shares. Shares are issued only if they are fully paid for.

Each Company may issue fractions of mutual fund shares of each class and series. These fractions have all the rights, privileges, restrictions and conditions (other than the right to vote) applicable to a whole mutual fund share of the relevant class and series in the proportion they bear to one mutual fund share, including the right to receive distributions. A Company will not issue fractions of ETF Shares.

Holders of the common shares of a Company may vote at all shareholder meetings, except at a meeting of a class or series of shares and are entitled to the amount paid-up thereon on redemption or on the liquidation of such Company.

In the event of the liquidation, dissolution or winding-up of a Company or other distribution of assets of such Company among its shareholders for the purpose of winding up its affairs, shareholders of each corporate class shall have the right to participate in the remaining property of the Company based on the relative NAV of each corporate class.

Please see “Purchases, switches and redemptions – Issuance of mutual fund shares/mutual fund units” for more details regarding the attributes of the various series of shares of the Companies.

The rights attached to the shares of a fund may only be modified, amended or varied in accordance with the terms of the articles of the applicable Company and applicable law. See “Description of securities of the funds – Meeting of shareholders – Corp. Funds” below.

Purpose Trusts

No unitholder owns any asset of a Purpose Trust. Unitholders have only those rights mentioned in this simplified prospectus and in the relevant declaration of trust or trust agreement, as applicable.

Units of each Purpose Trust have the following attributes:

- (a) the units have distribution rights;
- (b) the units have no voting rights except as described below; as the fund is a trust, there are no annual unitholders' meetings;
- (c) on the termination of the fund, the assets of the fund will be distributed and all units in the fund will share in the value of the fund;
- (d) the units have redemption rights;
- (e) there are no conversion rights, except in limited circumstances;
- (f) there are no pre-emptive rights;
- (g) the units of the fund cannot be transferred, except in limited circumstances;
- (h) there is no liability for further calls or assessments;
- (i) the units of the fund may be sub-divided or consolidated by the trustee without notice to unitholders of the fund; and
- (j) subject to the unitholder approval and notice requirements described below, these attributes may be amended from time to time by the trustee of the fund.

Please see "Purchases, switches and redemptions of securities – Issuance of mutual fund shares/mutual fund units" for more details regarding the attributes of the various classes or series, as applicable, of the Purpose Trusts.

The rights attached to the units of each Purpose Trust may only be modified, amended or varied in accordance with the terms of its declaration of trust or trust agreement as applicable, and applicable law. See "Description of securities of the funds – Meeting of unitholders – Purpose Trusts" below.

Meeting of shareholders – Corp. Funds

A meeting of the shareholders of a Corp. Fund voting as a single class (unless the circumstances are such that one series of shares of a class of a Corp. Fund is affected differently in which case the holders of each series of a Company will vote separately) may be called at any time by Purpose. Except as otherwise required or permitted by law, meetings of shareholders will be held if called by Purpose upon written notice of not less than 21 days nor more than 50 days before the meeting. At any meeting of shareholders, a quorum shall consist of two or more shareholders present in person or by proxy and holding 5% of the shares of the Corp. Fund. If no quorum is present at such meeting within one-half hour after the time fixed for the holding of such meeting, the meeting, if convened upon the request of shareholders or for the purpose of considering a change in the manager of the Company, shall be cancelled, but in any other case, the meeting shall stand adjourned and will be held at the same time and place on the day which is not less than 10 days later. Shareholders present in person or represented by proxy will constitute a quorum.

As required by NI 81-102, a meeting of the shareholders of a Corp. Fund will be called to approve certain changes as follows:

- (a) the basis of the calculation of a fee or expense that is charged to the fund is changed in a way that could result in an increase in charges to the fund, except where:
 - (i) the fund is at arm's length with the person or company charging the fee;
 - (ii) the shareholders have received at least 60 days' notice before the effective date of the change; and
 - (iii) the right to notice described in (ii) is disclosed in the prospectus of the fund;
- (b) a fee or expense is introduced that is to be charged to a fund or directly to its shareholders by the fund or Purpose in connection with the holding of shares of the fund that could result in an increase in charges to the fund or its shareholders;
- (c) the manager is changed, unless the new manager of the fund is an affiliate of Purpose;
- (d) the fundamental investment objectives of the fund are changed;
- (e) the fund decreases the frequency of the calculation of the NAV per share;
- (f) the fund undertakes a reorganization with, or transfers its assets to, another mutual fund, if the fund ceases to continue after the reorganization or transfer of assets and the transaction results in the shareholders of the fund becoming securityholders in the other mutual fund, unless:
 - (i) the IRC has approved the change;
 - (ii) the fund is being reorganized with, or its assets are being transferred to, another mutual fund to which NI 81-102 and NI 81-107 apply and that is managed by Purpose, or an affiliate of Purpose;
 - (iii) the shareholders have received at least 60 days' notice before the effective date of the change; and
 - (iv) the transaction complies with certain other requirements of applicable Canadian securities legislation;
- (g) the fund undertakes a reorganization with, or acquires assets from, another mutual fund, if the fund continues after the reorganization or acquisition of assets, the transaction results in the securityholders of the other mutual fund becoming shareholders of the fund, and the transaction would be a material change to the fund; or
- (h) any other matter which is required by law applicable to the fund or otherwise to be submitted to a vote of the shareholders of the fund.

Approval of shareholders will be deemed to have been given if expressed by resolution passed at a meeting of shareholders duly called and held for the purpose of considering the same, by at least a majority of the votes cast. Shareholders are entitled to one vote per whole share held on the record date established for voting at any meeting of shareholders.

A Corp. Fund may, without shareholders' approval, enter into a merger or other similar transaction that has the effect of combining the funds or their assets (a "**Permitted Merger**") with any other investment fund or funds managed by Purpose or an affiliate of Purpose that have investment objectives that are substantially similar to those of the fund, subject to:

- (a) approval of the merger by the IRC;
- (b) compliance with certain merger pre-approval conditions set out in section 5.6 of NI 81-102; and
- (c) written notice to shareholders at least 60 days before the effective date of the merger.

In connection with a Permitted Merger, the merging funds will be valued at their respective NAVs for the purpose of such transaction.

In addition, the auditor of a Corp. Fund may not be changed unless:

- (a) the IRC has approved the change; and
- (b) shareholders have received at least 60 days' notice before the effective date of the change.

Meeting of unitholders – Purpose Trusts

A meeting of the unitholders of a Purpose Trust may be called at any time by the manager and shall be called by the manager upon written request of the unitholders of a Purpose Trust holding in the aggregate not less than 10% of the units of the Purpose Trust. Except as otherwise required or permitted by law, meetings of unitholders of a fund will be held if called by the manager upon written notice of not less than 21 days nor more than 50 days before the meeting. At any meeting of unitholders of a fund, a quorum shall consist of two or more unitholders of a Purpose Trust present in person or by proxy and holding 10% of the units of a fund. If no quorum is present at such meeting within one-half hour after the time fixed for the holding of such meeting, the meeting, if convened upon the request of unitholders or for the purpose of considering a change in the manager of a Purpose Trust, shall be cancelled, but in any other case, the meeting shall stand adjourned and will be held at the same time and place on the day which is not less than 10 days later. The manager will give at least three days' notice by press release to unitholders of the date of the reconvened meeting, and at the reconvened meeting, unitholders present in person or represented by proxy will constitute a quorum.

At any meeting of unitholders of a Purpose Trust, each unitholder will be entitled to one vote for each whole unit registered in the unitholder's name, except meetings at which the holders of units of another class are entitled to vote separately as a class.

As required by NI 81-102, a meeting of the unitholders of a Purpose Trust will be called to approve certain changes as follows:

- (a) the basis of the calculation of a fee or expense that is charged to the fund is changed in a way that could result in an increase in charges to the fund, except where:
 - (i) the fund is at arm's length with the person or company charging the fee;
 - (ii) the unitholders have received at least 60 days' notice before the effective date of the change; and
 - (iii) the right to notice described in (ii) is disclosed in the prospectus of the fund;

- (b) a fee or expense is introduced that is to be charged to a fund or directly to its unitholders by the fund or Purpose in connection with the holding of units of the fund that could result in an increase in charges to the fund or its unitholders;
- (c) the manager is changed, unless the new manager of the fund is an affiliate of Purpose;
- (d) the fundamental investment objectives of the fund are changed;
- (e) the fund decreases the frequency of the calculation of the NAV per unit;
- (f) the fund undertakes a reorganization with, or transfers its assets to, another mutual fund, if the fund ceases to continue after the reorganization or transfer of assets and the transaction results in the unitholders of the fund becoming securityholders in the other mutual fund, unless:
 - (i) the IRC has approved the change;
 - (ii) the fund is being reorganized with, or its assets are being transferred to, another mutual fund to which NI 81-102 and NI 81-107 apply and that is managed by Purpose, or an affiliate of Purpose;
 - (iii) the unitholders have received at least 60 days' notice before the effective date of the change; and
 - (iv) the transaction complies with certain other requirements of applicable Canadian securities legislation;
- (g) the fund undertakes a reorganization with, or acquires assets from, another mutual fund, if the fund continues after the reorganization or acquisition of assets, the transaction results in the securityholders of the other mutual fund becoming unitholders of the fund, and the transaction would be a material change to the fund; or
- (h) any other matter which is required by law applicable to the fund or otherwise to be submitted to a vote of the unitholders of the fund.

Approval of unitholders will be deemed to have been given if expressed by resolution passed at a meeting of unitholders duly called and held for the purpose of considering the same, by at least a majority of the votes cast. Unitholders are entitled to one vote per whole unit held on the record date established for voting at any meeting of unitholders.

A Purpose Trust may, without unitholders' approval, enter into a Permitted Merger with any other investment fund or funds managed by Purpose or an affiliate of Purpose that have investment objectives that are substantially similar to those of the fund, subject to:

- (a) approval of the merger by the IRC;
- (b) compliance with certain merger pre-approval conditions set out in section 5.6 of NI 81-102; and
- (c) written notice to unitholders at least 60 days before the effective date of the merger.

In connection with a Permitted Merger, the merging funds will be valued at their respective net asset values for the purpose of such transaction.

In addition, the auditor of a Purpose Trust may not be changed unless:

- (a) the IRC has approved the change; and
- (b) unitholders have received at least 60 days' notice before the effective date of the change.

Copies of the simplified prospectus and financial statements of each of the Corp. Funds and each Purpose Trust will be delivered to securityholders at no cost by calling us at 1-877-789-1517.

No voting rights

Holders of shares or units, as the case may be, will not have any right to vote securities held by the funds, unless otherwise agreed to by the manager.

NAME, FORMATION AND HISTORY OF THE FUNDS

Each fund was created on the date indicated in the table below. The table also describes any major events affecting the funds in the last 10 years.

Fund	Date of Formation	Changes
Purpose Core Dividend Fund ¹	August 8, 2013	N/A
Purpose Tactical Hedged Equity Fund ¹	August 8, 2013	N/A
Purpose Monthly Income Fund ¹	September 6, 2013	N/A
Purpose Total Return Bond Fund ¹	August 8, 2013	N/A
Purpose Best Ideas Fund ¹	April 21, 2014	N/A
Purpose Real Estate Income Fund ¹	April 21, 2014	Effective August 4, 2020, the name of the fund changed from “Purpose Duration Hedged Real Estate Fund” to “Purpose Real Estate Income Fund”. The investment sub-advisor of the fund was changed from Neuberger Berman Breton Hill ULC to Purpose Investments Inc. on August 4, 2020.
Purpose Canadian Equity Growth Fund ^{1,2}	September 16, 2009	Effective April 16, 2012, the name of the fund changed from “Ark StoneCastle Stable Growth Class” to “Redwood Equity Growth Class”. Effective April 10, 2017, the name of the fund changed from “Redwood Equity Growth Class” to “Redwood Equity Growth Fund”. Effective, June 18, 2018, the name of the fund changed from “Redwood Equity Growth Fund” to “Purpose Canadian Equity Growth Fund”.

Fund	Date of Formation	Changes
Purpose Canadian Income Growth Fund ^{1,2}	March 29, 2011	<p>Effective April 16, 2012, the name of the fund changed from “Ark StoneCastle Stable Income Class” to “Redwood Income Growth Class”.</p> <p>Effective April 10, 2017, the name of the fund changed from “Redwood Income Growth Class” to “Redwood Income Growth Fund”.</p> <p>Effective, June 18, 2018, the name of the fund changed from “Redwood Income Growth Fund” to “Purpose Equity Growth Fund”.</p>
Purpose Tactical Asset Allocation Fund ^{1,2}	November 2015 4,	<p>Effective June 18, 2018, the name of the fund changed from “Redwood Tactical Asset Allocation Fund” to “Purpose Tactical Asset Allocation Fund”.</p> <p>Effective September 1, 2021 the portfolio management team at Richardson Wealth Limited that sub-advised the fund joined Purpose Investments Inc., the portfolio manager of the fund and the sub-advisory agreement with Richardson Wealth Limited was terminated.</p>
Purpose Core Equity Income Fund ^{1,2}	November 2015 4,	<p>Effective June 18, 2018, the name of the fund changed from “Redwood Core Income Equity Fund” to “Purpose Core Equity Income Fund”.</p> <p>Effective September 1, 2021 the portfolio management team at Richardson Wealth Limited that sub-advised the fund joined Purpose Investments Inc., the portfolio manager of the fund and the sub-advisory agreement with Richardson Wealth Limited was terminated.</p>
Purpose Canadian Preferred Share Fund ¹	October 14, 2004	<p>Effective May 26, 2015, the name of the fund changed from “Redwood Diversified Income Fund” to “Redwood Floating Rate Preferred Fund”.</p> <p>Effective April 10, 2017, the name changed of the fund from “Redwood Floating Rate Preferred Fund” to “Redwood Canadian Preferred Share Fund”.</p> <p>Effective April 10, 2017, the portfolio manager of fund changed from LDIC Inc. to Redwood Asset Management Inc.</p> <p>Effective June 18, 2018, the name of the fund changed from “Redwood Canadian Preferred Share Fund” to “Purpose Canadian Preferred Share Fund”.</p>
Purpose Marijuana Opportunities Fund ^{1,2}	May 11, 2017	Effective January 23, 2018, the name of the fund changed from “Redwood Infrastructure Income Fund” to “Marijuana Opportunities Fund”.

Fund	Date of Formation	Changes
		<p>Effective January 23, 2018, (a) Nuveen Asset Management, LLC was terminated as sub-advisor of the fund, (b) the investment objective and related strategies of the fund changed, (c) the fund type changed from a global balanced fund to a global marijuana equity fund and (d) the risk rating of the fund changed from “low to medium” to “high”.</p> <p>Effective June 18, 2018, the name of the fund changed from “Marijuana Opportunities Fund” to “Purpose Marijuana Opportunities Fund”.</p>
Purpose Cash Management Fund	March 6, 2020	On May 27, 2022, the name of the fund changed from “Purpose Cash Management Portfolio” to “Purpose Cash Management Fund”.
Foundation Wealth Equity Pool	March 6, 2020	N/A
Foundation Wealth Income Pool	March 6, 2020	N/A
Foundation Wealth Diversifier Pool	March 6, 2020	N/A
Black Diamond Impact Core Equity Fund	March 22, 2022	N/A
Purpose USD Cash Management Fund	April 14, 2023	N/A
Purpose Strategic Yield Fund ^{1,2,3}	November 15, 2011	<p>On December 12, 2014 the fund was merged with the Aston Hill Strategic Yield II Fund, Aston Hill Strategic Yield Fund being the continuing fund.</p> <p>Effective May 12, 2017, the name of the fund changed from “Aston Hill Strategic Yield Fund” to “LOGiQ Strategic Yield Fund”.</p> <p>On May 31, 2017 the fund was merged with LOGiQ Strategic Yield Class, LOGiQ Strategic Yield Fund being the continuing fund.</p> <p>Effective December 15, 2017, the name of the fund changed from “LOGiQ Strategic Yield Fund” to “Redwood Strategic Yield Fund”.</p> <p>Effective February 28, 2018, the name of the fund changed from “Redwood Strategic Yield Fund” to “Purpose Strategic Yield Fund”.</p>
Purpose Multi-Asset Income Fund ^{1,2,4}	August 28, 2015	On August 10, 2015 the fund was merged with Aston Hill Oil & Gas Income Fund, the “Aston Hill Global Resources Fund” being the continuing fund.

Fund	Date of Formation	Changes
		<p>Effective October 9, 2015 (a) the name of the fund changed from “Aston Hill Global Resource & Infrastructure Fund” to “Aston Hill High Income Fund” and (b) the investment objective, fundamental investment strategies and management fees of the fund were amended.</p> <p>On May 20, 2016 the fund was merged with Aston Hill Growth & Income Fund and Aston Hill North American Dividend Fund, the “Aston Hill High Income Fund” being the continuing fund.</p> <p>Effective May 12, 2017, the name of the fund changed from “Aston Hill High Income Fund” to “LOGiQ High Income Fund”.</p> <p>On May 31, 2017 the fund was merged with LOGiQ High Income Class, LOGiQ High Income Fund being the continuing fund.</p> <p>Effective December 15, 2017, the name of the fund changed from “LOGiQ High Income Fund” to “Redwood High Income Fund”.</p> <p>Effective February 28, 2018, the name of the fund changed from “Redwood High Income Fund” to “Purpose Multi-Asset Income Fund”.</p> <p>On April 23, 2018 the fund was merged with Redwood Global Balanced Income Fund, Redwood Monthly Income Fund, Redwood Advantage Monthly Income Fund and Redwood Balanced Income Fund, “Purpose Multi-Asset Income Fund” being the continuing fund.</p>
Purpose Energy Transition Fund	April 16, 2021	Effective April 15, 2023, the name of the fund changed from “Purpose Global Climate Opportunities Fund” to “Purpose Energy Transition Fund”.
Purpose Enhanced Premium Yield Fund ^{1,2,3,4}	November 3, 2014	<p>Front Street U.S. MLP Income Fund Ltd. was merged into Front Street MLP and Infrastructure Class (a class of shares of Front Street Mutual Funds Limited) on January 26, 2016 to become “Front Street MLP and Infrastructure Class”.</p> <p>Effective May 12, 2017 the name of the fund changed from “Front Street MLP and Infrastructure Class” to “LOGiQ MLP and Infrastructure Income Class”.</p> <p>Effective December 15, 2017 the name of the fund changed from “LOGiQ MLP and Infrastructure Income Class” to “Redwood MLP & Infrastructure Income Fund”.</p>

Fund	Date of Formation	Changes
		<p>Effective March 5, 2018 the name of the fund changed from “Redwood MLP & Infrastructure Income Fund” to “Purpose MLP & Infrastructure Income Fund”.</p> <p>On April 15, 2019, shareholders of the Purpose MLP & Infrastructure Income Fund approved a proposal to change the investment objectives of the fund effective April 29, 2019.</p> <p>Effective April 29, 2019, the name of the fund changed from “Purpose MLP & Infrastructure Income Fund” to “Purpose Enhanced Premium Yield Fund”.</p>
Purpose Global Resource Fund ^{1,2,3,4}	June 19, 2006	<p>Effective March 1, 2011, the fund and Front Street Resource Performance Fund Ltd. amalgamated to become “Front Street Resource Growth and Income Class”.</p> <p>Effective May 12, 2017, the name of the fund changed from “Front Street Resource Growth and Income Class” to “LOGiQ Resource Growth and Income Class”.</p> <p>Effective December 15, 2017, the name of the fund changed from “LOGiQ Resource Growth and Income Class” to “Redwood Resource Growth & Income Fund”.</p> <p>Effective March 5, 2018, the name of the fund changed from “Redwood Resource Growth & Income Fund” to “Purpose Global Resource Fund”.</p>
Purpose Special Opportunities Fund ^{1,2,3,4}	April 12, 1990	<p>The fund was formed on December 1, 2009 as a result of the amalgamation of Front Street Special Opportunities Canadian Fund Ltd. and Front Street Mutual Funds Limited, Front Street Special Opportunities Canadian Fund being the continuing fund.</p> <p>Effective March 1, 2011 the fund amalgamated with Front Street Resource Performance Fund Ltd., Front Street Special Opportunities Canadian Fund being the continuing fund.</p> <p>Effective June 27, 2012, the name of the fund changed from “Front Street Special Opportunities Canadian Fund” to “Front Street Special Opportunities Class”.</p> <p>Effective May 12, 2017, the name of the fund changed from “Front Street Special Opportunities Class” to “LOGiQ Special Opportunities Class”.</p>

Fund	Date of Formation	Changes
		<p>Effective December 15, 2017, the name of the fund changed from “LOGiQ Special Opportunities Class” to “Redwood Special Opportunities Fund”.</p> <p>Effective March 5, 2018, the name of the fund changed from “Redwood Special Opportunities Fund” to “Purpose Special Opportunities Fund”.</p> <p>Effective December 30, 2019, the investment advisor for the fund changed from Kawartha Asset Management Inc. to Purpose Investments Inc.</p>
Purpose Global Bond Class ^{1,2}	December 18, 2013	<p>Effective March 5, 2018, the name of the fund changed from “Redwood Tactical Credit Fund” to “Purpose Strategic Investment Grade Bond Fund”.</p> <p>Effective May 2, 2018, the name of the fund changed from “Purpose Strategic Investment Grade Bond Fund” to “Purpose Managed Duration Investment Grade Bond Fund”.</p> <p>The name of the fund was changed from “Purpose Managed Duration Investment Grade Bond Fund” to “Purpose Global Bond Class” on November 1, 2019.</p> <p>The investment sub-advisor of the fund was changed from Purpose Investment Partners Inc. to Purpose Investments Inc. on November 1, 2019.</p>
Purpose Global Innovators Fund ^{1,2}	July 6, 2011	<p>Effective May 12, 2017 the name of the fund changed from “Front Street Global Opportunities Fund” to “LOGiQ Global Opportunities Fund”.</p> <p>Effective December 15, 2017 the name of the fund changed from “LOGiQ Global Opportunities Class” to “Redwood Global Opportunities Fund”.</p> <p>Effective March 5, 2018 the name of the fund changed from “Redwood Global Innovators Fund” to “Purpose Global Innovators Fund”.</p>

Notes:

- (1) On March 31, 2018, Purpose Investments Inc. and Redwood Asset Management Inc. amalgamated to become “Purpose Investments Inc.”.
- (2) On December 15, 2018 Redwood Asset Management Inc. became the manager of the fund.
- (3) On October 16, 2015 the portfolio manager and investment advisor of the fund changed from Front Street Investment Management Inc. to Front Street Capital 2004.
- (4) On December 9, 2016 Aston Hill Financial Inc. and Front Street Capital 2004 amalgamated to become “LOGiQ Asset Management Inc.” and the continuing entity became the manager of the fund.

INVESTMENT RISK CLASSIFICATION METHODOLOGY

We assign fund risk ratings to each fund managed by Purpose as an additional guide to help you decide whether a fund is right for you. This information is only a guide. We determine the risk rating for each fund in accordance with NI 81-102. The investment risk level of a 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. Just as historical performance may not be indicative of future returns, a fund's historical volatility may not be indicative of its future volatility. You should be aware that other types of risk, both measurable and non-measurable, also exist.

Standard deviation is a statistical measure used to estimate the dispersion of a set of data around the average value of the data. In the context of investment returns, it measures the amount of variability of returns that has historically occurred relative to the average return. The higher the standard deviation, the greater the variability of returns it has experienced in the past.

Using this methodology, each fund is assigned an investment risk rating in one of the following categories:

- (a) **Low** – for funds with a level of risk that is typically associated with investments in money market funds and Canadian fixed income funds;
- (b) **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;
- (c) **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;
- (d) **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 in specific sectors of the economy; and
- (e) **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 in specific sectors of the economy where there is a substantial risk of loss (e.g., emerging markets and precious metals).

A fund's risk rating is determined by calculating its standard deviation for the most recent 10 years using monthly returns and assuming the reinvestment of all income and capital gains distributions in additional units of the fund. For those funds that do not have at least 10 years of performance history, we use a reference index that reasonably approximates or, for a newly established fund, that is reasonably expected to approximate, the standard deviation of the fund (or in certain cases a highly similar mutual fund managed by us) as a proxy. 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 the fund in a higher risk rating category, as appropriate. We review the risk rating for each fund on an annual basis or if there has been a material change to a fund's investment objectives or investment strategies.

A copy of the methodology used by Purpose to identify the investment risk levels of the funds is available on request, at no cost, by calling 1-877-789-1517, by emailing us at info@purposeinvest.com or by writing to us at the address on the back cover of this simplified prospectus.

A GUIDE TO USING THE FUND DESCRIPTIONS

This section provides additional information that will help you to better understand the description of each of the funds that appears on the following pages.

Fund details

This table gives you a brief summary of each fund. It describes what type of mutual fund it is, when it was established and the series of shares or class or series of units, as applicable, that the fund offers. The table also highlights that shares or units, as the case may be, of the fund are a qualified investment for Registered Plans. You will find more information about Registered Plans on page 52. The table also tells you the management fee and administration expenses, if applicable, for each series of shares or class or series of units, as the case may be, of the fund.

What does the fund invest in?

Investment objectives

This section outlines the investment objectives of each fund and the type of securities in which the fund may invest to achieve those investment objectives. A fund's investment objectives may include capital preservation, generating income, capital growth or a combination of the three. Some mutual funds focus on diversification across asset classes, while others take a focused investment theme, investing in a particular country or sector as their objective.

Investment strategies

This section describes the principal investment strategies that the investment advisor uses to achieve the fund's investment objectives. It gives you a better understanding of how your money is being managed, including, if applicable, with respect to how ESG considerations are incorporated in the investment strategy. The format also allows you to compare more easily how different mutual funds are managed.

This section also highlights:

- (a) any significant investment restrictions adopted by the fund; and
- (b) the potential use of derivatives and a description of how they will be used.

What are the risks of investing in the fund?

Understanding risk and your comfort with risk is an important part of investing. This section highlights the specific risks of each fund. We have listed the risks in the order of relevance for each fund. You will find general information about the risks of investing and descriptions of each specific risk under "What are the specific risks of investing in a mutual fund?" on page 85 and "What are the general risks of investing in a mutual fund?" on page 84.

Investment risk classification methodology

This section provides a brief description of the reference index or indices used to determine the risk level of a fund that has less than 10 years of performance history.

Dividend/distribution policy

This section tells you how often the fund pays out distributions of income and capital or dividends or a return of capital and how they are paid. See “Income tax considerations” on page 66 for more information.

Additional information

Past performance and financial highlights

You can find more information, including past performance and financial highlights, in the annual and interim management reports of fund performance for each fund, when available. For a copy of these documents, at no cost, call us at 1-877-789-1517, visit our website at www.purposeinvest.com, send an email to us at info@purposeinvest.com or ask your dealer.

Performance benchmarks for payments of incentive fees

FTSE/TMX Canada Universe Bond Index¹

The FTSE/TMX Canada Universe Bond Index is designed to be a broad measure of the Canadian investment-grade fixed income market. Returns are calculated daily, and are weighted by market capitalization, so that the return on a bond influences the return on the index in proportion to the bond’s market value. The FTSE/TMX Canada Universe Bond Index has been published since 1979. It is intended to be a transparent index, with individual security holdings disclosed electronically each day.

The FTSE/TMX Canada Universe Bond Index is divided into a variety of sub-indices according to term and credit. The main term sub-sectors are short, mid and long. The short sub-indices include bonds with remaining effective terms greater than 1 year and less than or equal to 5 years. The mid sub-indices include bonds with remaining terms greater than 5 years and less than or equal to 10 years, while the long sub-indices include remaining terms greater than 10 years.

S&P/TSX Income Trust Total Return Index

The S&P/TSX Income Trust Total Return Index is a component of the S&P/TSX Composite Index. It contains all of the income trust constituents from the S&P/TSX Composite Index, and is not capped. This index is the parent index to the S&P/TSX Capped Energy Trust and S&P/TSX Capped REIT Indices. The TSX serves as the distributor of both real-time and historical data for this index.

Price range and trading volume of ETF Shares/ETF Units

The following table sets out the consolidated market price range and monthly trading volume of the ETF Shares or ETF Units, as the case may be, of the funds (other than the U.S. dollar denominated ETF non-currency hedged units of Purpose USD Cash Management Fund and the U.S. dollar denominated ETF non-currency hedged shares of Purpose Tactical Asset Allocation Fund and Purpose Global Bond Class because such classes of the Purpose USD Cash Management Fund, Purpose Tactical Asset Allocation Fund and Purpose Global Bond Class are new) on the market places on which the funds’ securities are traded for the calendar periods indicated.

¹ Source: PC-Bond, a business unit of TSX Inc. Copyright © TSX Inc. All rights reserved. The information contained herein may not be redistributed, sold or modified or used to create any derivative work without the prior written consent of TSX Inc.

Purpose Core Dividend Fund – ETF Shares

	Price		
	High	Low	Volume (000's)
2022			
April	\$33.86	\$32.07	384.922
May	\$32.67	\$31.30	288.538
June	\$32.36	\$29.25	279.576
July	\$30.88	\$29.49	159.720
August	\$31.81	\$30.22	180.192
September	\$31.01	\$28.41	318.926
October	\$30.29	\$28.01	261.406
November	\$31.60	\$30.00	186.171
December	\$31.53	\$30.06	745.196
2023			
January	\$31.28	\$30.31	709.686
February	\$31.22	\$30.50	126.063
March	\$30.95	\$29.25	147.670

Purpose Tactical Hedged Equity Fund – ETF Shares

	Price		
	High	Low	Volume (000's)
2022			
April	\$30.16	\$28.77	12.252
May	\$29.04	\$27.81	39.070
June	\$28.78	\$26.72	31.312
July	\$27.73	\$27.07	11.642
August	\$28.12	\$28.12	0.261
September	\$27.55	\$26.54	15.572
October	\$27.40	\$26.42	13.277
November	\$29.64	\$28.11	57.359
December	\$29.54	\$28.66	25.592
2023			
January	\$29.50	\$28.69	4.809
February	\$30.09	\$29.36	26.448
March	\$29.26	\$28.71	74.064

Purpose Tactical Hedged Equity Fund – ETF non-currency hedged shares

	Price		
	High	Low	Volume (000's)
2022			
April	\$29.95	\$29.34	13.400
May	\$29.28	\$28.46	13.000
June	\$28.87	\$27.58	18.000

Purpose Tactical Hedged Equity Fund – ETF non-currency hedged shares

	Price		
	High	Low	Volume (000's)
July	\$28.66	\$27.65	34.900
August	\$29.67	\$28.84	11.301
September	\$29.31	\$28.77	13.349
October	\$30.59	\$29.28	31.487
November	\$31.82	\$29.96	72.318
December	\$32.25	\$31.08	41.005
<u>2023</u>			
January	\$31.54	\$31.06	12.591
February	\$32.12	\$31.31	57.416
March	\$32.28	\$31.46	63.540

Purpose Monthly Income Fund – ETF Shares

	Price		
	High	Low	Volume (000's)
<u>2022</u>			
April	\$18.84	\$18.19	11.455
May	\$18.19	\$17.81	6.304
June	\$18.06	\$17.06	9.186
July	\$17.34	\$16.99	3.084
August	\$17.73	\$17.38	4.405
September	\$17.42	\$16.57	5.613
October	\$16.99	\$16.72	12.915
November	\$17.55	\$16.90	14.886
December	\$17.58	\$17.16	5.357
<u>2023</u>			
January	\$17.81	\$17.27	6.596
February	\$17.76	\$17.36	11.781
March	\$17.48	\$16.99	9.009

Purpose Total Return Bond Fund – ETF Shares

	Price		
	High	Low	Volume (000's)
<u>2022</u>			
April	\$17.40	\$17.16	45.272
May	\$17.17	\$17.03	113.274
June	\$17.16	\$16.73	26.007
July	\$17.10	\$16.80	74.401
August	\$17.21	\$16.74	32.343
September	\$16.81	\$16.44	18.264
October	\$16.60	\$16.41	60.758

Purpose Total Return Bond Fund – ETF Shares

	Price		
	High	Low	Volume (000's)
November	\$16.75	\$16.45	439.720
December	\$16.88	\$16.43	245.176
<u>2023</u>			
January	\$16.95	\$16.51	350.067
February	\$16.92	\$16.35	53.218
March	\$16.59	\$16.29	36.064

Purpose Best Ideas Fund – ETF Shares

	Price		
	High	Low	Volume (000's)
<u>2022</u>			
April	\$38.81	\$31.54	27.053
May	\$31.74	\$26.64	59.488
June	\$29.00	\$24.08	46.097
July	\$28.23	\$25.27	28.934
August	\$31.48	\$28.40	52.278
September	\$29.35	\$25.50	32.711
October	\$27.36	\$25.10	12.381
November	\$27.74	\$25.87	12.822
December	\$28.07	\$26.48	8.829
<u>2023</u>			
January	\$29.38	\$26.54	10.164
February	\$30.47	\$28.90	5.979
March	\$29.29	\$27.88	24.707

Purpose Best Ideas Fund – ETF non-currency hedged shares

	Price		
	High	Low	Volume (000's)
<u>2022</u>			
April	\$43.04	\$36.64	13.057
May	\$35.92	\$30.29	7.604
June	\$32.31	\$28.12	27.749
July	\$31.93	\$29.46	20.115
August	\$35.37	\$33.01	7.725
September	\$34.08	\$33.24	4.063
October	\$32.10	\$31.00	0.245
November	\$33.26	\$32.76	5.911
December	\$33.64	\$32.35	1.214
<u>2023</u>			
January	\$35.25	\$35.25	0.356

Purpose Best Ideas Fund – ETF non-currency hedged shares
Price

	High	Low	Volume (000's)
February	\$36.54	\$36.54	0.172
March	\$36.36	\$34.68	12.579

Purpose Real Estate Income Fund – ETF Shares

	Price	High	Low	Volume (000's)
<u>2022</u>				
April		\$25.17	\$24.40	31.526
May		\$23.37	\$22.12	181.383
June		\$22.81	\$20.47	42.54
July		\$21.59	\$20.66	8.076
August		\$22.20	\$21.00	4.429
September		\$21.26	\$18.59	3.934
October		\$19.07	\$18.19	59.597
November		\$19.93	\$19.05	13.288
December		\$19.81	\$19.05	7.014
<u>2023</u>				
January		\$20.98	\$19.35	8.087
February		\$21.42	\$20.68	4.702
March		\$20.84	\$19.21	3.433

Purpose Tactical Asset Allocation Fund – ETF Shares

	Price	High	Low	Volume (000's)
<u>2022</u>				
April		\$27.02	\$26.10	300.968
May		\$26.22	\$25.68	344.322
June		\$26.09	\$24.58	251.578
July		\$25.62	\$24.67	730.519
August		\$26.37	\$25.51	418.426
September		\$25.70	\$25.31	269.543
October		\$25.81	\$24.99	225.977
November		\$26.63	\$25.28	293.774
December		\$26.72	\$25.49	337.177
<u>2023</u>				
January		\$26.46	\$25.57	378.086
February		\$26.70	\$26.06	450.193
March		\$26.36	\$26.07	631.733

Purpose Core Equity Income Fund – ETF Shares

	Price		
	High	Low	Volume (000's)
<u>2022</u>			
April	\$26.48	\$24.99	42.432
May	\$25.34	\$23.68	35.362
June	\$24.90	\$22.84	109.976
July	\$23.91	\$22.58	106.342
August	\$24.47	\$23.35	164.643
September	\$23.80	\$22.01	141.611
October	\$23.15	\$21.90	194.201
November	\$24.14	\$22.80	248.888
December	\$24.21	\$23.33	1,213.868
<u>2023</u>			
January	\$24.79	\$23.74	1,011.665
February	\$25.02	\$24.35	34.072
March	\$24.69	\$23.51	24.008

Purpose Canadian Preferred Share Fund – ETF Units

	Price		
	High	Low	Volume (000's)
<u>2022</u>			
April	\$23.92	\$21.59	66.888
May	\$23.26	\$22.07	120.549
June	\$23.64	\$21.91	272.258
July	\$22.01	\$20.79	985.426
August	\$22.03	\$21.50	31.139
September	\$21.76	\$20.07	60.995
October	\$20.24	\$19.30	80.849
November	\$19.71	\$19.04	33.280
December	\$19.45	\$18.54	77.143
<u>2023</u>			
January	\$20.10	\$18.87	53.911
February	\$20.23	\$19.81	98.741
March	\$19.86	\$18.55	224.567

Purpose Marijuana Opportunities Fund – ETF Units

	Price		
	High	Low	Volume (000's)
<u>2022</u>			
April	-	-	-
May	-	-	-
June	-	-	-

Purpose Marijuana Opportunities Fund – ETF Units

	Price		
	High	Low	Volume (000's)
July	-	-	-
August	-	-	-
September	-	-	-
October	-	-	-
November	-	-	-
December	\$6.61	\$6.61	0.225
<u>2023</u>			
January	-	-	-
February	-	-	-
March	-	-	-

Purpose Strategic Yield Fund – ETF Units

	Price		
	High	Low	Volume (000's)
<u>2022</u>			
April	\$20.35	\$19.91	266.280
May	\$19.96	\$19.54	247.543
June	\$19.68	\$18.94	415.990
July	\$19.11	\$18.85	1196.743
August	\$19.48	\$19.05	177.616
September	\$19.14	\$18.38	136.357
October	\$18.55	\$18.31	342.178
November	\$18.59	\$18.30	367.930
December	\$18.46	\$17.96	215.363
<u>2023</u>			
January	\$18.56	\$18.14	298.445
February	\$18.59	\$18.20	375.535
March	\$18.31	\$17.85	590.617

Purpose Multi-Asset Income Fund – ETF Units

	Price		
	High	Low	Volume (000's)
<u>2022</u>			
April	\$21.95	\$21.18	44.174
May	\$21.18	\$20.40	78.575
June	\$20.94	\$19.38	456.855
July	\$19.84	\$19.20	17.385
August	\$20.38	\$19.66	21.168
September	\$19.89	\$18.28	46.437
October	\$18.76	\$17.93	58.743

Purpose Multi-Asset Income Fund – ETF Units

	Price		
	High	Low	Volume (000's)
November	\$18.94	\$18.37	48.233
December	\$18.90	\$18.14	88.349
<u>2023</u>			
January	\$19.26	\$18.39	72.079
February	\$19.27	\$18.73	34.586
March	\$18.94	\$18.14	42.608

Purpose Enhanced Premium Yield Fund – ETF Shares

	Price		
	High	Low	Volume (000's)
<u>2022</u>			
April	\$19.34	\$18.10	365.062
May	\$18.46	\$17.35	150.477
June	\$18.32	\$17.02	199.719
July	\$18.09	\$17.40	17.401
August	\$18.60	\$18.14	23.954
September	\$18.34	\$16.92	56.209
October	\$17.65	\$16.97	23.153
November	\$18.21	\$17.40	36.011
December	\$18.13	\$17.55	34.339
<u>2023</u>			
January	\$18.29	\$17.56	17.267
February	\$18.42	\$18.03	120.112
March	\$18.23	\$17.67	28.968

Purpose Global Bond Class – ETF Shares

	Price		
	High	Low	Volume (000's)
<u>2022</u>			
April	\$18.76	\$18.30	390.385
May	\$18.26	\$17.81	111.696
June	\$18.10	\$17.20	203.139
July	\$17.58	\$17.13	217.286
August	\$17.91	\$17.57	213.415
September	\$17.62	\$16.92	115.316
October	\$17.06	\$16.77	188.231
November	\$17.54	\$16.85	323.369
December	\$17.62	\$17.37	383.033
<u>2023</u>			
January	\$17.90	\$17.41	535.293

Purpose Global Bond Class – ETF Shares

	Price		
	High	Low	Volume (000's)
February	\$18.00	\$17.61	327.648
March	\$17.70	\$17.29	374.561

Purpose Global Innovators Fund – ETF Shares

	Price		
	High	Low	Volume (000's)
<u>2022</u>			
April	\$22.85	\$22.85	0.283
May	\$22.40	\$19.99	3.819
June	\$21.13	\$19.24	1.625
July	\$20.86	\$20.18	0.900
August	\$21.42	\$20.88	1.131
September	\$20.30	\$19.27	4.183
October	\$20.27	\$18.77	5.719
November	\$18.39	\$18.39	0.671
December	\$18.87	\$18.87	0.715
<u>2023</u>			
January	\$18.80	\$18.80	0.132
February	\$18.69	\$18.19	0.373
March	-	-	-

Purpose Energy Transition Fund – ETF Units

	Price		
	High	Low	Volume (000's)
<u>2022</u>			
April	\$21.41	\$19.28	46.08
May	\$19.70	\$17.32	39.016
June	\$20.15	\$17.49	19.672
July	\$19.98	\$17.65	13.368
August	\$22.05	\$20.32	20.897
September	\$22.18	\$19.73	10.865
October	\$21.04	\$18.58	43.098
November	\$20.78	\$19.66	42.559
December	\$20.94	\$18.99	26.184
<u>2023</u>			
January	\$19.92	\$18.70	17.669
February	\$19.85	\$18.85	49.571
March	\$19.74	\$17.77	63.399

Purpose Cash Management Fund – ETF Units

	Price		
	High	Low	Volume (000's)
2022			
April	N/A	N/A	N/A
May	N/A	N/A	N/A
June	N/A	N/A	N/A
July	N/A	N/A	N/A
August	N/A	N/A	N/A
September	\$100.14	\$100.02	59.471
October	\$100.27	\$100.02	308.472
November	\$100.32	\$100.01	165.623
December	\$100.35	\$100.02	271.148
2023			
January	\$100.37	\$100.01	276.28
February	\$100.35	\$100.01	461.611
March	\$100.40	\$100.01	1265.716

Black Diamond Impact Core Equity Fund – ETF Units

	Price		
	High	Low	Volume (000's)
2022			
April	N/A	N/A	N/A
May	N/A	N/A	N/A
June	N/A	N/A	N/A
July	\$20.28	\$20.28	0.151
August	\$20.71	\$20.71	0.218
September	-	-	-
October	-	-	-
November	-	-	-
December	-	-	-
2023			
January	-	-	-
February	-	-	-
March	-	-	-

PURPOSE CORE DIVIDEND FUND

Fund Type	North American dividend-paying equity securities	
Date Started	ETF shares – September 3, 2013 Series A shares – September 3, 2013 Series F shares – September 3, 2013 Series I shares – September 3, 2013 Series XA shares – August 4, 2014 Series XF shares – July 22, 2014 Series XUA shares – September 24, 2015 Series XUF shares – April 27, 2015 Series P shares – January 14, 2019	
Management Fee	Series	Management Fee
	ETF shares	0.55% ⁽¹⁾
	Series A shares, Series XA shares and Series XUA shares	1.55% ⁽¹⁾
	Series F shares, Series XF shares and Series XUF shares	0.55% ⁽¹⁾
	Series I shares	Holders of Series I shares pay a negotiated management fee directly to Purpose of up to 0.55% ⁽¹⁾
	Series P shares	0.80% ⁽¹⁾
Registered Plan Eligibility	Eligible	
Investment Sub-advisor	Neuberger Berman Canada ULC	
Auditor	Ernst & Young LLP	

Note:

(1) Plus applicable HST.

What does the fund invest in?

Investment Objectives

The fund seeks to provide shareholders with (i) long-term capital appreciation through investment in a portfolio of high quality North American dividend-paying equity securities; and (ii) monthly distributions.

Investment Strategies

The fund invests in a portfolio of high quality North American dividend-paying equity securities based on a fundamental rules-based portfolio selection strategy that intends to create value and reduce risk over the investment period.

The fund's investment strategy systematically selects companies that have attractive dividend yield and the ability to grow their businesses and dividends for shareholders in the future. The fund uses a multi-factor quantitative security selection process, including but not limited to dividend yield, value, quality, momentum and ESG factors defined on a proprietary basis to select and weight issuers according to these criteria. The fund's portfolio is broadly diversified by industry sector and on an individual security basis.

The fund also may engage in short selling as permitted by NI 81-102. In determining whether securities of a particular issuer should be sold short, the portfolio manager uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund's other investment strategies.

In addition, when appropriate, the fund may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund's investments and from exposure to foreign currencies and/or as a substitute for direct investment. The fund may enter into securities lending transactions to generate additional income.

The sub-advisor incorporates a proprietary ESG factor as an input into its security selection process, generally with a focus on absolute return and risk rather than specific impact goals. Integration is based primarily on the fundamental beliefs that doing so is supportive of superior long-term performance (absolute and risk-adjusted), and responsible stewardship of capital rewards corporate ESG leaders while encouraging others to adopt better sustainability practices. The fund does not incorporate any specific quantitative targets or thresholds related to any particular ESG scores or metrics (e.g. carbon emissions or otherwise). See "Specific information about each of the mutual funds described in this document – What does the fund invest in? – Investment strategies – Environment, social and governance investing – ESG Methodology – Neuberger Berman Canada ULC" on page 112 for more information.

The portfolio holdings may be reconstituted and rebalanced from time to time in the discretion of the sub-advisor. Generally, a substantial portion of the foreign currency exposure within the portfolio will be hedged back to the Canadian dollar by using derivatives including currency forward contracts in the sub-advisor's discretion.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) fluctuations in NAV and NAV per share;
- (b) risk of loss;
- (c) capital depreciation risk;
- (d) equity investment risk;
- (e) asset class risk;
- (f) currency risk;
- (g) derivative risk;
- (h) short selling risk;
- (i) reliance on the manager and investment advisor risk;
- (j) liquidity risk;

- (k) fund corporation risk;
- (l) tax risk;
- (m) changes in legislation;
- (n) cease trading of constituent securities risk;
- (o) securities lending and repurchase and reverse repurchase transaction risk;
- (p) ESG investing risk; and
- (q) cyber security risk.

Additional risks associated with an investment in the ETF shares and ETF shares (non-currency hedged) include:

- (a) absence of an active market for the ETF shares and ETF shares (non-currency hedged);
- (b) rebalancing and adjustment risk; and
- (c) trading price of ETF shares and ETF shares (non-currency hedged).

Investment risk classification

The fund's risk classification is based on the fund's returns and the return of a blended index composed of the Dow Jones Canada Select Dividend Index (CAD) (50%) and Dow Jones Select US Dividend Index (USD) (50%).

Please see "Specific information about each of the mutual funds described in this document – Investment risk classification methodology" on page 126 for a description of how we determined the classification of this fund's risk level.

Dividend Policy

The fund expects to make distributions monthly. **Distributions on mutual fund shares are reinvested in additional mutual fund shares of the same series of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains, if any, are made annually in February. For more information see "Specific information about each of the mutual funds described in this document – Dividend/distribution policy" on page 128 of the simplified prospectus.

PURPOSE TACTICAL HEDGED EQUITY FUND

Fund Type	North American equity fund
Date Started	ETF shares – September 3, 2013 ETF shares (non-currency hedged) – April 29, 2014 Series A shares – September 3, 2013 Series A shares (non-currency hedged) – April 29, 2014 Series F shares – September 3, 2013 Series F shares (non-currency hedged) – April 29, 2014 Series XA shares – December 29, 2015 Series XA shares (non-currency hedged) – April 27, 2015 Series XF shares – July 22, 2014 Series XF shares (non-currency hedged) – December 12, 2016
Management Fee	Series Management Fee ETF shares and ETF shares (non-currency hedged) 0.80% ⁽¹⁾ Series A shares, Series A shares (non-currency hedged), Series XA shares and Series XA shares (non-currency hedged) 1.80% ⁽¹⁾ Series F shares, Series F shares (non-currency hedged), Series XF shares and Series XF shares (non-currency hedged) 0.80% ⁽¹⁾
Registered Plan Eligibility	Eligible
Investment Sub-advisor	Neuberger Berman Canada ULC
Auditor	Ernst & Young LLP

Note:

(1) Plus applicable HST.

What does the fund invest in?

Investment Objectives

The fund seeks to provide shareholders with (i) consistent long-term capital appreciation with an attractive risk-adjusted rate of return investing in a portfolio of U.S. listed equities; and (ii) less volatility and low correlation to U.S. equity markets by hedging the fund's exposure to overall market risk.

Investment Strategies

The fund uses a multi-factor, fundamental rules-based portfolio selection strategy to select long portfolio securities from a universe of U.S. listed equities.

The selection strategy emphasizes factors that have shown to be effective at differentiating between strong and weak performing stocks including but not limited to: fundamental change, valuation, growth and quality. The sub-advisor uses option strategies to hedge a substantial majority of the fund's notional exposure, in order to reduce overall market exposure and the market risk associated with the fund's portfolio investments. This hedging is intended to enable the fund to take advantage of the expected value (or alpha) associated with the fund's individual portfolio investments but with reduced risk that is associated with the

overall market (or beta). Tactical hedging is implemented through the use of derivative instruments as permitted by Canadian securities laws including but not limited to market index futures contracts, options and swaps.

The fund also may engage in short selling as permitted by NI 81-102. In determining whether securities of a particular issuer should be sold short, the portfolio manager uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund's other investment strategies.

In addition, when appropriate, the fund may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund's investments and from exposure to foreign currencies and/or as a substitute for direct investment. The fund may enter into securities lending transactions to generate additional income.

The sub-advisor incorporates a proprietary ESG factor as an input into its security selection process, generally with a focus on absolute return and risk rather than specific impact goals. Integration is based primarily on the fundamental beliefs that doing so is supportive of superior long-term performance (absolute and risk-adjusted), and responsible stewardship of capital rewards corporate ESG leaders while encouraging others to adopt better sustainability practices. The fund does not incorporate any specific quantitative targets or thresholds related to any particular ESG scores or metrics (e.g. carbon emissions or otherwise). See "Specific information about each of the mutual funds described in this document – What does the fund invest in? – Investment strategies – Environment, social and governance investing – ESG Methodology – Neuberger Berman Canada ULC" on page 112 for more information.

The portfolio holdings may be reconstituted and rebalanced from time to time in the discretion of the sub-advisor. With respect to the mutual fund shares (other than the mutual fund shares (non-currency hedged)) and ETF shares (other than the ETF shares (non-currency hedged)) generally, a substantial portion of the foreign currency exposure within the portfolio will be hedged back to the Canadian dollar by using derivatives including currency forward contracts in the sub-advisor's discretion. With respect to the mutual funds (non-currency hedged) and ETF shares (non-currency hedged) the foreign currency exposure of the portfolio will not be hedged back to the Canadian dollar.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) fluctuations in NAV and NAV per share;
- (b) risk of loss;
- (c) capital depreciation risk;
- (d) equity investment risk;
- (e) currency risk;
- (f) derivative risk;
- (g) short selling risk;

- (h) reliance on the manager and investment advisor risk;
- (i) fund corporation risk;
- (j) tax risk;
- (k) liquidity risk;
- (l) cease trading of constituent securities risk;
- (m) changes in legislation risk;
- (n) credit risk;
- (o) distributions in specie;
- (p) securities lending and repurchase and reverse repurchase transaction risk;
- (q) ESG investing risk; and
- (r) cyber security risk.

Additional risks associated with an investment in the ETF shares and ETF shares (non-currency hedged) include:

- (a) absence of an active market for the ETF shares and ETF shares (non-currency hedged);
- (b) rebalancing and adjustment risk; and
- (c) trading price of ETF shares and ETF shares (non-currency hedged).

Investment risk classification

The fund's risk classification is based on the fund's returns and the return of S&P 500 Total Return Hedged to CAD Index for the hedged series and the S&P 500 Total Return Index for the non-currency hedged series.

Please see "Specific information about each of the mutual funds described in this document – Investment risk classification methodology" on page 126 for a description of how we determined the classification of this fund's risk level.

Dividend Policy

The fund expects to make distributions annually, if any. **Distributions on mutual fund shares are reinvested in additional mutual fund shares of the same series of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains are made annually in February. For more information see "Specific information about each of the mutual funds described in this document – Dividend/distribution policy" on page 128 of the simplified prospectus.

PURPOSE MONTHLY INCOME FUND

Fund Type	North American balanced fund	
Date Started	ETF shares – September 6, 2013 Series A shares – September 6, 2013 Series F shares – September 6, 2013 Series XA shares – August 13, 2015 Series XF shares – July 23, 2014 Series XUA shares – April 14, 2023 Series XUF shares – April 14, 2023	
Management Fee	Series	Management Fee
	ETF shares	0.55% ⁽¹⁾
	Series A shares, Series XA shares and Series XUA shares	1.55% ⁽¹⁾
	Series F shares, Series XF shares and Series XUF shares	0.55% ⁽¹⁾
Registered Plan Eligibility	Eligible	
Investment Sub-advisor	Neuberger Berman Canada ULC	
Auditor	Ernst & Young LLP	

Note:

(1) Plus applicable HST.

What does the fund invest in?

Investment Objectives

The fund seeks to (i) maximize total return, consisting of dividend income and capital appreciation by tactically investing in a broad range of asset classes which may include equity, fixed income and inflation sensitive securities and cash; and (ii) provide shareholders with stable monthly distributions.

Investment Strategies

The fund is tactically managed across a broad range of asset classes including equities, fixed income, inflation sensitive securities and cash based on a risk-parity weighting methodology, with the goal of achieving a positive total return in diverse market environments while reducing portfolio risk. The fund may choose to (a) write cash-covered put options in respect of the individual securities and market indices in order to receive premium income, reduce overall portfolio volatility and reduce the net cost of acquiring the securities subject to put options, (b) write covered call options on individual securities to seek to receive premium income, reduce overall portfolio volatility and enhance the portfolio's total return, (c) use warrants, ETFs and derivatives such as options, forward contracts, futures contracts and swaps for both hedging and non-hedging purposes to generate income, hedge against losses from changes in the prices of the fund's investments and from exposure to foreign currencies and/or gain exposure to individual securities and markets instead of buying the securities directly and/or (d) hold cash or fixed income securities for strategic reasons or to provide cover for the writing of cash covered put options in respect of securities in which the fund is permitted to invest. Options may be either exchange-traded or over-the-counter options.

The fund also may engage in short selling as permitted by NI 81-102. In determining whether securities of a particular issuer should be sold short, the portfolio manager uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund's other investment strategies.

In addition, when appropriate, the fund may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund's investments and from exposure to foreign currencies and/or as a substitute for direct investment. The fund may enter into securities lending transactions to generate additional income.

The portfolio holdings may be reconstituted and rebalanced from time to time in the discretion of the sub-advisor. Generally, a substantial portion of the foreign currency exposure within the portfolio will be hedged back to the Canadian dollar by using derivatives including currency forward contracts in the sub-advisor's discretion.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) fluctuations in NAV and NAV per share;
- (b) risk of loss;
- (c) capital depreciation risk;
- (d) equity investment risk;
- (e) interest rate risk;
- (f) currency risk;
- (g) commodity risk;
- (h) reliance on the manager and investment advisor risk;
- (i) credit risk;
- (j) derivative risk;
- (k) short selling risk;
- (l) futures contract liquidity risk;
- (m) futures contract margin risk;
- (n) fund corporation risk;
- (o) tax risk;
- (p) liquidity risk;

- (q) illiquid securities risk;
- (r) cease trading of constituent securities risk;
- (s) changes in legislation risk;
- (t) securities lending and repurchase and reverse repurchase transaction risk; and
- (u) cyber security risk.

Additional risks associated with an investment in the ETF shares include:

- (a) absence of an active market for the ETF shares;
- (b) rebalancing and adjustment risk; and
- (c) trading price of ETF shares.

Investment risk classification

The fund's risk classification is based on the fund's returns and the return of a blended index composed of the S&P/TSX 60 Index (30%), S&P 500 Index CAD Hedged (20%) and FTSE TMX Canada Universe Bond Index (50%).

Please see "Specific information about each of the mutual funds described in this document – Investment risk classification methodology" on page 126 for a description of how we determined the classification of this fund's risk level.

Dividend Policy

The fund expects to make distributions monthly. **Distributions on mutual fund shares are reinvested in additional mutual fund shares of the same series of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains are made annually in February. Monthly distributions are targeted at \$0.083 per share (\$1.00 per annum representing an annual dividend yield of 5.00% based on the \$20.00 per share initial issue price). For more information see "Specific information about each of the mutual funds described in this document – Dividend/distribution policy" on page 128 of the simplified prospectus.

PURPOSE TOTAL RETURN BOND FUND

Fund Type	Total return bond fund	
Date Started	ETF shares – September 4, 2013 Series A shares – September 4, 2013 Series F shares – September 4, 2013 Series XA shares – February 20, 2015 Series XF shares – July 23, 2014	
Management Fee	Series	Management Fee
	ETF shares	0.45% ⁽¹⁾
	Series A shares and Series XA shares	0.95% ⁽¹⁾
	Series F shares and Series XF shares	0.45% ⁽¹⁾
Registered Plan Eligibility	Eligible	
Investment Sub-advisor	Neuberger Berman Canada ULC	
Auditor	Ernst & Young LLP	

Note:

(1) Plus applicable HST.

What does the fund invest in?

Investment Objectives

The fund seeks to achieve a positive total return in diverse market environments over time by tactically allocating its assets among a broad range of fixed income securities, including government debt, investment grade corporate debt and high yield debt.

Investment Strategies

The fund obtains exposure primarily to a portfolio of fixed income securities including government debt, investment grade corporate debt, notes and high yield debt instruments. The fund primarily invests in a portfolio of North American fixed income securities but may also invest globally.

The fund also may engage in short selling as permitted by NI 81-102. In determining whether securities of a particular issuer should be sold short, the portfolio manager uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund's other investment strategies.

In addition, when appropriate, the fund may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund's investments and from exposure to foreign currencies and/or as a substitute for direct investment. The fund may enter into securities lending transactions to generate additional income.

The portfolio holdings may be reconstituted and rebalanced from time to time in the discretion of the sub-advisor. Generally, a substantial portion of the foreign currency exposure within the portfolio will be hedged back to the Canadian dollar by using derivatives including currency forward contracts in the sub-advisor's discretion.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) fluctuations in NAV and NAV per share;
- (b) risk of loss;
- (c) capital depreciation risk;
- (d) debt securities risk;
- (e) interest rate risk;
- (f) high yield securities risk;
- (g) credit risk;
- (h) currency risk;
- (i) reliance on the manager and investment advisor risk;
- (j) derivative risk;
- (k) short selling risk;
- (l) liquidity risk;
- (m) illiquid securities risk;
- (n) cease trading of constituent securities risk;
- (o) changes in legislation risk;
- (p) fund corporation risk;
- (q) tax risk;
- (r) securities lending and repurchase and reverse repurchase transaction risk; and
- (s) cyber security risk.

Additional risks associated with an investment in the ETF shares include:

- (a) absence of an active market for the ETF shares;
- (b) rebalancing and adjustment risk; and
- (c) trading price of ETF shares.

Investment risk classification

The fund's risk classification is based on the fund's returns and the return of FTSE TMX Canada Universe Bond Index.

Please see "Specific information about each of the mutual funds described in this document – Investment risk classification methodology" on page 126 for a description of how we determined the classification of this fund's risk level.

Dividend Policy

The fund expects to make distributions monthly, if any. **Distributions on mutual fund shares are reinvested in additional mutual fund shares of the same series of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains are made annually in February. For more information see "Specific information about each of the mutual funds described in this document – Dividend/distribution policy" on page 128 of the simplified prospectus.

PURPOSE BEST IDEAS FUND

Fund Type	North American equity fund										
Date Started	ETF shares – April 29, 2014 ETF shares (non-currency hedged) – October 24, 2014 Series A shares – April 29, 2014 Series A shares (non-currency hedged) – October 24, 2014 Series F shares – April 29, 2014 Series F shares (non-currency hedged) – October 24, 2014 Series I shares – April 29, 2014 Series XA shares – December 30, 2015 Series XA shares (non-currency hedged) – April 27, 2015 Series XF shares – July 23, 2014 Series XF shares (non-currency hedged) – August 20, 2015 Series XUA shares – September 24, 2015 Series XUA shares (non-currency hedged) – August 20, 2015 Series XUF shares – April 27, 2015 Series XUF shares (non-currency hedged) – April 27, 2015										
Management Fee	<table> <thead> <tr> <th>Series</th> <th>Management Fee</th> </tr> </thead> <tbody> <tr> <td>ETF shares and ETF shares (non-currency hedged)</td> <td>0.65%⁽¹⁾</td> </tr> <tr> <td>Series A shares, Series A shares (non-currency hedged), Series XA shares, Series XA shares (non-currency hedged), Series XUA shares, Series XUA shares (non-currency hedged)</td> <td>1.65%⁽¹⁾</td> </tr> <tr> <td>Series F shares, Series F shares (non-currency hedged), Series XF shares, Series XF shares (non-currency hedged), Series XUF shares, Series XUF shares (non-currency hedged)</td> <td>0.65%⁽¹⁾</td> </tr> <tr> <td>Series I shares</td> <td>Holders of Series I shares pay a negotiated management fee directly to Purpose of up to 0.65%⁽¹⁾</td> </tr> </tbody> </table>	Series	Management Fee	ETF shares and ETF shares (non-currency hedged)	0.65% ⁽¹⁾	Series A shares, Series A shares (non-currency hedged), Series XA shares, Series XA shares (non-currency hedged), Series XUA shares, Series XUA shares (non-currency hedged)	1.65% ⁽¹⁾	Series F shares, Series F shares (non-currency hedged), Series XF shares, Series XF shares (non-currency hedged), Series XUF shares, Series XUF shares (non-currency hedged)	0.65% ⁽¹⁾	Series I shares	Holders of Series I shares pay a negotiated management fee directly to Purpose of up to 0.65% ⁽¹⁾
Series	Management Fee										
ETF shares and ETF shares (non-currency hedged)	0.65% ⁽¹⁾										
Series A shares, Series A shares (non-currency hedged), Series XA shares, Series XA shares (non-currency hedged), Series XUA shares, Series XUA shares (non-currency hedged)	1.65% ⁽¹⁾										
Series F shares, Series F shares (non-currency hedged), Series XF shares, Series XF shares (non-currency hedged), Series XUF shares, Series XUF shares (non-currency hedged)	0.65% ⁽¹⁾										
Series I shares	Holders of Series I shares pay a negotiated management fee directly to Purpose of up to 0.65% ⁽¹⁾										
Registered Plan Eligibility	Eligible										
Investment Sub-advisor	Neuberger Berman Canada ULC										
Auditor	Ernst & Young LLP										

Note:

(1) Plus applicable HST.

What does the fund invest in?

Investment Objectives

The fund seeks to provide shareholders with attractive long-term capital appreciation by investing in a portfolio of North American equities considered to be high conviction securities across a group of some of the world's most renowned investment managers. The group of investment managers is selected by the manager and the sub-advisor.

Investment Strategies

The fund invests in a portfolio of equities listed on major North American exchanges selected from a universe of equities held by some of the world's most renowned investment managers as reported through their public filings. These managers are well respected and exhibit outstanding historical performance records. The sub-advisor may in its discretion change the number of holdings held by the fund.

The fund also may engage in short selling as permitted by NI 81-102. In determining whether securities of a particular issuer should be sold short, the portfolio manager uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund's other investment strategies.

In addition, when appropriate, the fund may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund's investments and from exposure to foreign currencies and/or as a substitute for direct investment. The fund may enter into securities lending transactions to generate additional income.

The portfolio holdings may be reconstituted and rebalanced from time to time in the discretion of the sub-advisor. With respect to the mutual fund shares (other than the mutual fund shares (non-currency hedged)) and ETF shares (other than the ETF shares (non-currency hedged)) generally, a substantial portion of the foreign currency exposure within the portfolio will be hedged back to the Canadian dollar by using derivatives including currency forward contracts in the sub-advisor's discretion. With respect to the mutual funds (non-currency hedged) and ETF shares (non-currency hedged) the foreign currency exposure of the portfolio will not be hedged back to the Canadian dollar.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) fluctuations in NAV and NAV per share;
- (b) risk of loss;
- (c) capital depreciation risk;
- (d) equity investment risk;
- (e) currency risk;
- (f) derivative risk;
- (g) short selling risk;
- (h) reliance on the manager and investment advisor risk;
- (i) fund corporation risk;
- (j) cease trading of constituent securities risk;
- (k) changes in legislation risk;

- (l) tax risk;
- (m) liquidity risk;
- (n) securities lending and repurchase and reverse repurchase transaction risk; and
- (o) cyber security risk.

Additional risks associated with an investment in the ETF shares and ETF non-currency hedged shares include:

- (a) absence of an active market for the ETF shares and ETF non-currency hedged shares;
- (b) rebalancing and adjustment risk; and
- (c) trading price of ETF shares and ETF non-currency hedged shares.

Investment risk classification

The fund's risk classification is based on the fund's returns and the return of Russell Top 200 Growth Index Total Return (USD) for the hedged series and the Russell Top 200 Growth Index Total Return (CAD) for the non-currency hedged series.

Please see "Specific information about each of the mutual funds described in this document – Investment risk classification methodology" on page 126 for a description of how we determined the classification of this fund's risk level.

Dividend Policy

The fund expects to make distributions annually, if any. **Distributions on mutual fund shares are reinvested in additional mutual fund shares of the same series of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains are made annually in February. For more information see "Specific information about each of the mutual funds described in this document – Dividend/distribution policy" on page 128 of the simplified prospectus.

PURPOSE REAL ESTATE INCOME FUND

Fund Type	North American equity fund	
Date Started	ETF shares – April 29, 2014 Series A shares – April 29, 2014 Series F shares – April 29, 2014 Series I shares – April 29, 2014 Series XA shares – December 30, 2015 Series XF shares – July 23, 2014	
Management Fee	Series ETF shares Series A shares and Series XA shares Series F shares and Series XF shares Series I shares	Management Fee 0.65% ⁽¹⁾ 1.65% ⁽¹⁾ 0.65% ⁽¹⁾ Holders of Series I shares pay a negotiated management fee directly to Purpose of up to 0.65% ⁽¹⁾
Registered Plan Eligibility	Eligible	
Auditor	Ernst & Young LLP	

Note:

(1) Plus applicable HST.

What does the fund invest in?

Investment Objectives

The fund seeks to (i) provide shareholders with long-term capital appreciation by investing in a portfolio of real estate focused equity securities listed on major North American exchanges and (ii) reduce the risk of rising interest rates associated with real estate equity securities by tactically hedging the duration of the portfolio.

Investment Strategies

The fund uses an active, fundamental approach to investing in real estate equities. The fund will also employ technical analysis to assist in security selection drawing on macroeconomic factors and trends in addition to company-specific growth, equity and value factors. The fund may invest in underlying funds to achieve its investment objectives. See “Specific information about each of the mutual funds described in this document – Investment considerations - Investing in underlying funds” on page 110.

The fund may hedge its portfolio’s interest rate exposure by altering its underlying sector exposures to minimize interest rate sensitivity based on the manager’s discretion. The portfolio manager considers multiple factors including trends in interest rates and sensitivity of the portfolio to changes in interest rates in various market environments.

The fund also may engage in short selling as permitted by NI 81-102. In determining whether securities of a particular issuer should be sold short, the portfolio manager uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund’s other investment strategies.

The portfolio manager incorporates ESG factors as an input into its security selection process, generally with a focus on absolute return and risk rather than specific impact goals. Integration is based primarily on the fundamental belief that doing so is supportive of superior long-term performance (absolute and risk-adjusted in particular), while responsible stewardship of capital also rewards corporate ESG leaders while pressuring others to adopt better sustainability practices. The fund does not incorporate any specific quantitative targets or thresholds related to any particular ESG scores or metrics (e.g. carbon emissions or otherwise). See “Specific information about each of the mutual funds described in this document – What does the fund invest in? – Investment strategies – Environment, social and governance investing – ESG Methodology” on page 111 for more information.

In addition, when appropriate, the fund may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund’s investments and from exposure to foreign currencies and/or as a substitute for direct investment. The fund may enter into securities lending transactions to generate additional income.

Generally, a substantial portion of the foreign currency exposure within the portfolio will be hedged back to the Canadian dollar by using derivatives including currency forward contracts in the portfolio manager’s discretion.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) fluctuations in NAV and NAV per share;
- (b) risk of loss;
- (c) capital depreciation risk;
- (d) equity investment risk;
- (e) real estate sector risk;
- (f) derivative risk;
- (g) short selling risk;
- (h) interest rate risk;
- (i) asset class risk;
- (j) currency risk;
- (k) reliance on the manager and investment advisor risk;
- (l) fund corporation risk;
- (m) tax risk;
- (n) liquidity risk;

- (o) cease trading of constituent securities risk;
- (p) changes in legislation risk;
- (q) securities lending and repurchase and reverse repurchase transaction risk;
- (r) ESG investing risk; and
- (s) cyber security risk.

Additional risks associated with an investment in the ETF shares include:

- (a) absence of an active market for the ETF shares;
- (b) rebalancing and adjustment risk; and
- (c) trading price of ETF shares.

Investment risk classification

The fund's risk classification is based on the fund's returns and the return of a blended index composed of the Dow Jones US Real Estate Index (50%) and S&P/TSX Capped REIT Index (50%).

Please see "Specific information about each of the mutual funds described in this document – Investment risk classification methodology" on page 126 for a description of how we determined the classification of this fund's risk level.

Dividend Policy

The fund expects to make distributions monthly. **Distributions on mutual fund shares are reinvested in additional mutual fund shares of the same series of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains, if any, are made annually in February. For more information see "Specific information about each of the mutual funds described in this document – Dividend/distribution policy" on page 128 of the simplified prospectus.

PURPOSE CANADIAN EQUITY GROWTH FUND

Fund Type	Canadian equity fund	
Date Started	Series A shares – September 16, 2009 Series F shares – September 16, 2009	
Management Fee	Series Series A shares Series F shares	Management Fee 2.50% ⁽¹⁾ 1.50% ⁽¹⁾
Registered Plan Eligibility	Eligible	
Investment Advisor	StoneCastle Investment Management Inc. (Kelowna, British Columbia)	
Auditor	Ernst & Young LLP	

Note:

(1) Plus applicable HST.

What does the fund invest in?

Investment Objectives

The fund seeks to outperform the broad Canadian equity market as measured by the S&P/TSX Composite Index, over a time period longer than 5 years, providing long-term capital appreciation and value by investing primarily in equities of Canadian issuers. To assist in achieving this objective the fund may focus its assets in specific industry sectors and asset classes based on analysis of business cycles, industry sectors and market outlook.

Investment Strategies

The investment advisor adheres to a top-down approach that focuses on the overall market and sector specific issues and a bottom-up approach that focuses on company specific issues. The fund has the ability to take positions in equities (including income trusts), fixed income securities, convertible securities, mutual funds, ETFs and cash. The investment advisor will seek to identify and select for the fund the best risk return opportunities it finds available across the capitalization spectrum. The manager estimates that up to a maximum of approximately 20% (at the time of investment and on a cost basis) of the fund will be invested in foreign investments at any time, though normally less than 10% of the fund will be invested in foreign investments. The portfolio is positioned in accordance with the investment advisor's market view from time to time. Sector allocations may vary significantly over time. The fund may overweight certain sectors and asset classes while seeking investment opportunities or for defensive purposes, when deemed appropriate by the investment advisor. This may result in the fund's portfolio weightings being different from the weightings of the fund's benchmark indices.

The fund also may engage in short selling as permitted by NI 81-102. In determining whether securities of a particular issuer should be sold short, the portfolio manager uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund's other investment strategies.

In addition, when appropriate, the fund may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund's investments and/or as a substitute for direct investment. The

fund may enter into repurchase agreements, reverse repurchase agreements and/or securities lending transactions to generate additional income.

The fund may invest in underlying funds to achieve its investment objectives. See “Specific information about each of the mutual funds described in this document – Investment considerations - Investing in underlying funds” on page 110.

The investment advisor’s investment positions could include:

- (a) undervalued securities;
- (b) steady growth companies;
- (c) event driven opportunities;
- (d) underfollowing/misunderstood securities/situations; and
- (e) theme oriented companies.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) commodity risk;
- (b) concentration risk;
- (c) derivatives risk;
- (d) equity securities risk;
- (e) fund corporation risk;
- (f) inflation risk;
- (g) interest rate risk;
- (h) legal risk;
- (i) liquidity risk;
- (j) market risk;
- (k) multi-class/series risk;
- (l) reliance on the manager and investment advisor risk;
- (m) private company risk;
- (n) regulatory risk
- (o) securities lending and repurchase and reverse repurchase transactions risk;

- (p) short selling risk;
- (q) small capitalization company risk;
- (r) substantial securityholder risk;
- (s) tax risk; and
- (t) cyber security risk.

Investment risk classification

The fund's risk classification is based on the fund's returns and the return of the S&P/TSX Composite Index.

Please see "Specific information about each of the mutual funds described in this document – Investment risk classification methodology" on page 126 for a description of how we determined the classification of this fund's risk level.

Dividend Policy

The fund expects to make distributions annually, if any. **Distributions on mutual fund shares are reinvested in additional mutual fund shares of the same series of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains, if any, are made annually in February. For more information see "Specific information about each of the mutual funds described in this document – Dividend/distribution policy" on page 128 of the simplified prospectus.

PURPOSE CANADIAN INCOME GROWTH FUND

Fund Type	Canadian equity and fixed income	
Date Started	Series A shares – March 29, 2011 Series F shares – June 27, 2012	
Management Fee	Series Series A shares Series F shares	Management Fee 2.25% ⁽¹⁾ 1.25% ⁽¹⁾
Registered Plan Eligibility	Eligible	
Investment Advisor	StoneCastle Investment Management Inc. (Kelowna, British Columbia)	
Auditor	Ernst & Young LLP	

Note:

(1) Plus applicable HST.

What does the fund invest in?

Investment Objectives

The fund seeks to achieve income and long term capital growth by investing in primarily income oriented equities, income trusts, Canadian convertible and fixed income securities and other Canadian income producing securities.

Investment Strategies

The investment advisor uses a top-down approach to set asset allocation and a bottom-up approach to set individual security selection. The fund has the ability to invest primarily in money market instruments, equities, fixed income securities, convertible securities, mutual funds, ETFs and cash. The investment advisor will seek to identify and select for the fund the best risk return opportunities it finds available across the capitalization spectrum. In adverse market, economic and/or political conditions, the investment advisor may invest the fund's assets in cash or cash equivalent securities. The fund estimates that up to approximately 20% (at the time of investment and on a cost basis) of the fund will be invested in foreign investments at any time, though normally less than 10% of the fund will be invested in foreign investments

The fund's portfolio turnover rate may be greater than 70%. This means the fund may frequently trade the securities in its portfolio, and may have implications for you as an investor:

- (a) the fund may earn taxable capital gains, which may be passed on to you; and
- (b) your returns may be reduced by the higher trading costs associated with frequent trading.

There is not necessarily a relationship between a high turnover rate and the performance of the fund.

The fund may invest in derivative instruments, such as options, futures contracts (including interest rate futures contracts), currency forwards or swap agreements (including credit default swaps) subject to applicable securities legislation and any other restrictions described in this simplified prospectus, for hedging and non-hedging purposes. The use of these derivative transactions may allow the fund to obtain net long or short exposures to select currencies, interest rates, countries, duration or credit risks. These derivatives may be used to enhance fund returns, reduce the impact of fluctuations in the value of foreign

currencies compared to the Canadian dollar, and increase liquidity and/or gain exposure to certain instruments or markets (e.g. the corporate bond market) in a more efficient or less expensive way.

The fund also may engage in short selling as permitted by NI 81-102. In determining whether securities of a particular issuer should be sold short, the investment advisor uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund's other investment strategies.

In addition, when appropriate, the fund may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund's investments and/or as a substitute for direct investment. The fund may enter into repurchase agreements, reverse repurchase agreements and/or securities lending transactions to generate additional income.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) commodity risk;
- (b) concentration risk;
- (c) credit risk;
- (d) derivatives risk;
- (e) equity securities risk;
- (f) fund corporation risk;
- (g) high yield security risk;
- (h) inflation risk;
- (i) income trust risk;
- (j) interest rate risk;
- (k) legal risk;
- (l) liquidity risk;
- (m) market risk;
- (n) multi-class/series risk;
- (o) reliance on the manager and investment advisor risk;
- (p) private company risk;
- (q) regulatory risk

- (r) securities lending and repurchase and reverse repurchase transactions risk;
- (s) short selling risk;
- (t) small capitalization company risk;
- (u) substantial securityholder risk;
- (v) tax risk; and
- (w) cyber security risk.

Investment risk classification

The fund's risk classification is based on the fund's returns and the return of a blended index composed of the S&P/TSX Composite Total Return Index (65%) and FTSE TMX Canada Bond Universe Index (35%).

Please see "Specific information about each of the mutual funds described in this document – Investment risk classification methodology" on page 126 for a description of how we determined the classification of this fund's risk level.

Dividend Policy

The fund expects to make distributions annually, if any. **Distributions on mutual fund shares are reinvested in additional mutual fund shares of the same series of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains, if any, are made annually in February. For more information see "Specific information about each of the mutual funds described in this document – Dividend/distribution policy" on page 128 of the simplified prospectus.

PURPOSE TACTICAL ASSET ALLOCATION FUND

Fund Type	Tactical balanced	
Date Started	Series A shares – November 4, 2015 Series F shares – November 4, 2015 Series I shares – May 11, 2017 Series TA5 shares – April 16, 2021 Series TF5 shares – April 16, 2021 Series XA shares – November 1, 2019 Series XF shares – November 1, 2019 Series XUF shares – April 16, 2021 ETF shares – May 11, 2017 U.S. dollar denominated ETF non-currency hedged shares – April 14, 2023	
Management Fee	Series Series A shares, Series TA5 shares and Series XA shares Series F shares, Series TF5 shares, Series XF shares, Series XUF shares, ETF shares and U.S. dollar denominated ETF non-currency hedged shares Series I shares	Management Fee 1.75% ⁽¹⁾ 0.75% ⁽¹⁾ Holders of Series I shares pay a negotiated management fee directly to Purpose of up to 1.00% per annum ⁽¹⁾
Registered Plan Eligibility	Eligible	
Auditor	Ernst & Young LLP	

Note:

(1) Plus applicable HST.

What does the fund invest in?

Investment Objectives

The fund seeks to provide long-term capital appreciation with lower volatility and correlation to the overall equity markets by investing in ETFs that are listed on North American exchanges and that represent North American equities, bonds and cash, using a tactical approach. The fund's tactical investment approach can allocate the portfolio to equities, bonds and cash to achieve its objectives.

Any change to the fundamental investment objectives must be approved by a majority of votes cast at a meeting of securityholders called for that purpose.

Investment Strategies

The portfolio manager will employ a proprietary, quantitatively driven investment process which drives its asset allocation decisions. The fund's quantitative approach provides signals to the portfolio management team to increase equity exposure in up-markets and increase bond exposure in down-markets, in an effort to generate returns and also to avoid significant market declines. The holdings can oscillate between 100%

equity and 100% bonds/cash, using ETFs and cash, dependent upon the indicator's short-term outlook for the market.

The portfolio management team's indicators include technical market trends, with an emphasis on relative strength and momentum. Additional factors include monetary policy indicators, U.S., Canadian and global economic indicators and a fundamental assessment of valuation metrics. The anticipated exposure to foreign securities is 30% of the portfolio, with an upper limit of 50% of the portfolio in foreign securities.

With approximately 80% of the portfolio following these indicators in a systematic multi-factored model, emotion is eliminated from decisions on asset allocation and whether to take a bullish or bearish approach, as the portfolio manager will have discretion on security selection decisions, but no discretion with respect to asset allocation decisions in the management of 80% of the portfolio. The management of the remaining approximately 20% of the portfolio is fully discretionary with respect to both asset allocation and security selection decisions. This remaining 20% of the portfolio is allocated at the portfolio manager's discretion following the portfolio manager's fundamental view of asset allocation given market conditions.

Individual ETFs are selected for the entire portfolio based on a number of factors. The primary factor is ensuring that the ETF provides effective tracking to the desired underlying bond or equity index. Cost is an important consideration, taking into account both the embedded manufacturer's management expense ratio, and such liquidity factors as ETF size, bid / ask spread, volume and market maker support. The portfolio also focuses on diversification across ETF manufacturers. This is a tactical investment strategy that utilizes ETFs as they are a vehicle that can easily and efficiently change the equity / bond allocation for the portfolio. These strategies may result in the fund's portfolio weighting being substantially different from the composition of a balanced benchmark. The portfolio is benchmarked against 40% S&P/TSX Composite Total Return Index, 20% S&P 500 Total Return Index and 40% FTSE TMX Canada Bond Universe Index.

The fund also may engage in short selling as permitted by NI 81-102. In determining whether securities of a particular issuer should be sold short, the portfolio manager uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund's other investment strategies.

In addition, when appropriate, the fund may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund's investments and from exposure to foreign currencies and/or as a substitute for direct investment. The fund may also enter into repurchase agreements, reverse repurchase agreements and/or securities lending transactions to generate additional income.

The fund may choose to deviate from its investment objectives by temporarily investing most or all of its assets in cash or fixed income securities during periods of market downturn or as a result of other adverse market, economic, political or other considerations.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) capital depreciation risk;
- (b) cease trading of constituent securities risk;
- (c) commodity risk;

- (d) credit risk;
- (e) currency risk;
- (f) depository securities and receipts risk;
- (g) derivative risk;
- (h) short selling risk;
- (i) fund corporation risk;
- (j) high yield security risk;
- (k) income trust risk;
- (l) inflation risk;
- (m) interest rate risk;
- (n) foreign investment risk;
- (o) market risk;
- (p) maturity risk;
- (q) multi-class/series risk;
- (r) reliance on the manager risk;
- (s) regulatory risk;
- (t) sector risk;
- (u) securities lending and repurchase and reverse repurchase transaction risk;
- (v) tax risk;
- (w) underlying fund risk; and
- (x) cyber security risk.

Additional risks associated with an investment in the ETF shares and U.S. dollar denominated ETF non-currency hedged shares include:

- (a) absence of an active market for the ETF shares and U.S. dollar denominated ETF non-currency hedged shares;
- (b) rebalancing and adjustment risk; and
- (c) trading price of ETF shares and U.S. dollar denominated ETF non-currency hedged shares.

Investment risk classification

The fund's risk classification is based on the fund's returns and the return of a blended index composed of the S&P/TSX Composite Total Return Index (40%), S&P 500 Total Return Index (20%) and FTSE TMX Canada Bond Universe Index (40%).

Please see "Specific information about each of the mutual funds described in this document – Investment risk classification methodology" on page 126 for a description of how we determined the classification of this fund's risk level.

Dividend Policy

The fund expects to make distributions annually, if any. **Distributions on mutual fund shares are reinvested in additional mutual fund shares of the same series of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains, if any, are made annually in February. For more information see "Specific information about each of the mutual funds described in this document – Dividend/distribution policy" on page 128 of the simplified prospectus.

For Series TA5 Shares and Series TF5 Shares

We distribute income and/or return of capital monthly and capital gains, if any, annually in December. We make monthly distributions based on a target distribution rate of 5% per annum of the net asset value per security of the fund determined as at December 31 of the prior year.

For investors who purchase Series TA5 Shares and Series TF5 Shares in a non-registered account, these distributions will be automatically reinvested in additional Series TA5 Shares or Series TF5 Shares unless you tell us that you would prefer distributions to be paid in cash, as applicable. If you hold your Series TA5 Shares or Series TF5 Shares in a Registered Plan, other than a TFSA, any distributions must be reinvested in additional Series TA5 Shares or Series TF5 Shares, as applicable. Distributions paid in connection with Series TA5 Shares or Series TF5 Shares that are held in a TFSA can either be reinvested in additional Series TA5 Shares or Series TF5 Shares, as applicable, or paid in cash. Investors who are eligible to receive Series TA5 Shares or Series TF5 Shares distributions in cash may opt to receive part of their distributions in cash with the remainder reinvested in additional Series TA5 Shares or Series TF5 Shares, as applicable.

Cash payments may be subject to a minimum threshold which may be determined by us and changed without notice to you.

In December of each year, we will pay or make payable to securityholders sufficient net income and net realized capital gains so that the fund will not be liable for income tax. If the targeted monthly amount paid to holders of Series TA5 Shares and Series TF5 Shares in December is less than the amount that is required to be paid or made payable to holders of those securities to eliminate the fund's liability for income tax, the distribution in December on Series TA5 Shares and Series TF5 Shares will be increased (and the effective distribution rate for the year will exceed 5%). If the targeted monthly amount paid to holders of Series TA5 Shares and Series TF5 Shares in December is greater than the amount that is required to be paid or made payable to holders of those securities to eliminate the fund's liability for income tax, the difference will be a return of capital. If you have elected to receive your monthly distribution in cash and not reinvest the distributions, it is expected that the value of your investment in the fund will decline more rapidly over time.

The character for Canadian tax purposes of monthly distributions made on Series TA5 Shares and Series TF5 Shares during the year will not be determined with certainty until after the end of the fund's taxation year.

The target distribution rate may be adjusted from time to time. If the target distribution rate is increased beyond 5% per annum, it may result in a larger amount being distributed as a return of capital. A return of capital distribution is not taxable but reduces the adjusted cost base of your securities. You should not confuse the target distribution rate with the fund's rate of return or yield. Returns of capital will result in a reduction of a securityholder's original investment and may result in the return to a securityholder of the entire amount of the securityholder's original investment. You should consult your tax advisor regarding the tax implications of receiving monthly income and/or return of capital with respect to Series TA5 Shares and Series TF5 Shares. See "Capital Depletion Risk" for more information about the risks associated with depletion of capital.

Distributions on Series TA5 Shares and Series TF5 Shares are not guaranteed to occur on a specific date and the fund is not responsible for any fees or charges incurred by you because the fund did not effect a distribution on a particular day. The fund may at its discretion change its distribution policy from time to time.

PURPOSE CORE EQUITY INCOME FUND

Fund Type	North American equity	
Date Started	Series A shares – November 4, 2015 Series F shares – November 4, 2015 Series I shares – May 11, 2017 ETF shares – May 11, 2017	
Management Fee	Series	Management Fee
	Series A shares	2.00% ⁽¹⁾
	Series F shares and ETF shares	1.00% ⁽¹⁾
	Series I shares	Holders of Series I shares pay a negotiated management fee directly to Purpose of up to 1.00% per annum ⁽¹⁾
Registered Plan Eligibility	Eligible	
Auditor	Ernst & Young LLP	

Note:

(1) Plus applicable HST.

What does the fund invest in?

Investment Objectives

The fund seeks to outperform the Canadian equity market over a time period longer than 5 years, by investing primarily in large capitalization, dividend paying stocks of Canadian issuers. To assist in achieving this objective, the fund may, from time to time, overweight its assets in specific industry sectors, and the fund may also invest in U.S. stocks to provide greater return potential and better diversification.

Investment Strategies

The portfolio manager will employ fundamental analysis seeking to identify superior investment opportunities with the potential for capital appreciation and sustainable distribution or dividends over the long term. The portfolio manager will seek Canadian and U.S. issuers with attractive dividends or distributions and business models that can benefit from both industry and macro-economic trends. The fund will invest predominantly in Canadian listed, large cap equity issuers, which will primarily be dividend paying. The fund may invest in dividend paying U.S. listed equity issuers. The U.S. allocation will be determined by the portfolio manager's outlook for the U.S. market relative to the Canadian market. The portfolio manager also believes the U.S. market offers better diversification as many dividend paying companies are in sectors underrepresented in the Canadian market.

The fund may also invest in other securities such as income trusts; real estate investment trusts; and underlying funds as permitted by applicable securities laws or exemptive relief that may be relied upon; and the fund may hold cash. See "Specific information about each of the mutual funds described in this document - Investment considerations - Investing in underlying funds" on page 110.

The portfolio manager will seek to identify and select for the fund the best risk/ return opportunities available across the capitalization spectrum. The portfolio manager's macro views of the economy and the markets may influence the fund's asset and sector allocation. The fund may follow a more concentrated

investment approach and from time to time overweight certain industry sectors and asset classes, when deemed appropriate by the portfolio manager.

The fund is benchmarked against the S&P/TSX Composite Total Return Index. The fund may overweight an industry sector up to the greater of 20% of the portfolio or 1.5 times the weighting of that sector in the S&P/TSX Composite Total Return Index.

The fund also may engage in short selling as permitted by NI 81-102. In determining whether securities of a particular issuer should be sold short, the portfolio manager uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund's other investment strategies.

In addition, when appropriate, the fund may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund's investments and from exposure to foreign currencies and/or as a substitute for direct investment. The fund may also enter into repurchase agreements, reverse repurchase agreements and/or securities lending transactions to generate additional income.

The portfolio manager incorporates ESG factors as an input into its security selection process, generally with a focus on absolute return and risk rather than specific impact goals. Integration is based primarily on the fundamental belief that doing so is supportive of superior long-term performance (absolute and risk-adjusted in particular), while responsible stewardship of capital also rewards corporate ESG leaders while pressuring others to adopt better sustainability practices. The fund does not incorporate any specific quantitative targets or thresholds related to any particular ESG scores or metrics (e.g. carbon emissions or otherwise). See "Specific information about each of the mutual funds described in this document – What does the fund invest in? – Investment strategies – Environment, social and governance investing – ESG Methodology" on page 111 for more information.

The fund may choose to deviate from its investment objectives by temporarily investing most or all of its assets in cash or fixed income securities during periods of market downturn or as a result of other adverse market, economic, political or when the portfolio manager believes there is poor risk/reward in equities.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) commodity risk;
- (b) concentration risk;
- (c) credit risk;
- (d) credit risk;
- (e) currency risk;
- (f) depository securities and receipts risk;
- (g) derivative risk;

- (h) short selling risk;
- (i) fund corporation risk;
- (j) income trust risk;
- (k) inflation risk;
- (l) interest rate risk;
- (m) foreign investment risk;
- (n) issuer risk;
- (o) legal risk;
- (p) market risk;
- (q) maturity risk;
- (r) multi-class/series risk;
- (s) reliance on the manager risk;
- (t) regulatory risk;
- (u) sector risk;
- (v) securities lending and repurchase and reverse repurchase transaction risk;
- (w) tax risk;
- (x) underlying fund risk;
- (y) ESG investing risk; and
- (z) cyber security risk.

Additional risks associated with an investment in the ETF shares include:

- (a) absence of an active market for the ETF shares;
- (b) rebalancing and adjustment risk; and
- (c) trading price of ETF shares.

Investment risk classification

The fund's risk classification is based on the fund's returns and the return of the S&P/TSX Composite Total Return Index.

Please see “Specific information about each of the mutual funds described in this document – Investment risk classification methodology” on page 126 for a description of how we determined the classification of this fund’s risk level.

Dividend Policy

The fund expects to make distributions monthly. **Distributions on mutual fund shares are reinvested in additional mutual fund shares of the same series of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains, if any, are made annually in February. For more information see “Specific information about each of the mutual funds described in this document – Dividend/distribution policy” on page 128 of the simplified prospectus.

PURPOSE CANADIAN PREFERRED SHARE FUND

Fund Type	Preferred share fixed income	
Date Started	Class A units – October 14, 2004 Class F units – July 6, 2007 ETF units – December 22, 2016	
Management Fee	Series	Management Fee
	Class A units	1.50% ⁽¹⁾
	Class F units and ETF units	0.75% ⁽¹⁾
Registered Plan Eligibility	Eligible	
Investment Sub-advisor	Purpose Investment Partners Inc.	
Auditor	Ernst & Young LLP	

Note:

(1) Plus applicable HST.

What does the fund invest in?

Investment Objectives

The fund seeks to provide a consistent stream of income with potential for capital appreciation by investing in Canadian income producing securities and Canadian equities.

Investment Strategies

The fund will invest in Canadian preferred securities, with a focus on preferred securities; dividend paying Canadian equities; income and royalty trusts; ETFs; and fixed-income investments, with a view to consistent interest or distribution payments. Investments in floating rate preferred securities will be of Canadian issuers whose debt, at a minimum, has an investment grade rating at the time of purchase. Up to 5% of the fund's portfolio may be invested in equities and the fund may invest up to approximately 20% (at the time of investment and on a cost basis) of its assets in foreign securities.

The fund uses a top-down and bottom-up investment process, focusing on the risk return relationship of individual securities within a diversified portfolio. The process includes a macroeconomic forecast for the respective global and local economies, establishing investment themes and industries to overweight or underweight based on the portfolio manager's outlook for a particular sector, view of current market trends and phase of the economic cycle. Fundamental research is used to select securities believed to offer attractive risk-adjusted returns based on the portfolio manager's view of a company's growth prospects.

The fund also may engage in short selling as permitted by NI 81-102. In determining whether securities of a particular issuer should be sold short, the portfolio manager uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund's other investment strategies.

In addition, when appropriate, the fund may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against

losses from changes in the prices of the fund's investments and from exposure to foreign currencies and/or as a substitute for direct investment. The fund may also enter into repurchase agreements, reverse repurchase agreements and/or securities lending transactions to generate additional income.

The portfolio manager incorporates ESG factors as an input into its security selection process, generally with a focus on absolute return and risk rather than specific impact goals. Integration is based primarily on the fundamental belief that doing so is supportive of superior long-term performance (absolute and risk-adjusted in particular), while responsible stewardship of capital also rewards corporate ESG leaders while pressuring others to adopt better sustainability practices. The fund does not incorporate any specific quantitative targets or thresholds related to any particular ESG scores or metrics (e.g. carbon emissions or otherwise). See "Specific information about each of the mutual funds described in this document – What does the fund invest in? – Investment strategies – Environment, social and governance investing – ESG Methodology" on page 111 for more information.

The fund may choose to deviate from its investment objectives by temporarily investing most or all of its assets in cash or fixed income securities during periods of market downturn or as a result of other adverse market, economic, political or other considerations.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) credit risk;
- (b) currency risk;
- (c) derivatives risk;
- (d) equity investment risk;
- (e) maturity risks;
- (f) foreign investment risk;
- (g) income trust risk;
- (h) interest rate risk;
- (i) liquidity risk;
- (j) multi-class/series risk;
- (k) reliance on the manager and investment advisor risk;
- (l) preferred securities risk;
- (m) regulatory risk;
- (n) securities lending and repurchase and reverse repurchase transaction risk;
- (o) short selling risk;

- (p) substantial securityholder risk;
- (q) tax risk;
- (r) underlying fund risk;
- (s) ESG investing risk; and
- (t) cyber security risk.

Additional risks associated with an investment in the ETF units include:

- (a) absence of an active market for the ETF units;
- (b) rebalancing and adjustment risk; and
- (c) trading price of ETF units.

Investment risk classification

The fund's risk classification is based on the fund's returns and the return the S&P/TSX Preferred Total Return Index.

Please see “Specific information about each of the mutual funds described in this document – Investment risk classification methodology” on page 126 for a description of how we determined the classification of this fund's risk level.

Dividend Policy

The fund expects to make distributions monthly. **Distributions are reinvested in additional shares of the same series of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains, if any, are made annually in February. For more information see “Specific information about each of the mutual funds described in this document – Dividend/distribution policy” on page 128 of the simplified prospectus.

PURPOSE MARIJUANA OPPORTUNITIES FUND

Fund Type	Global balanced fund	
Date Started	Class A units – May 11, 2017 Class F units – May 11, 2017 ETF units – May 11, 2017	
Management Fee	Series	Management Fee
	Class A units	1.75% ⁽¹⁾
	Class F units	0.75% ⁽¹⁾
	ETF Units	0.75% ⁽¹⁾
Registered Plan Eligibility	Eligible	
Auditor	Ernst & Young LLP	

Note:

(1) Plus applicable HST.

What does the fund invest in?

Investment Objectives

The fund seeks to provide unitholders with attractive long-term capital appreciation by investing in global issuers with interest in the marijuana or marijuana related industries. While the fund will primarily invest in equity securities, it may also acquire other types of securities of publicly listed companies, including, but not limited to, ADRs, preferred shares, convertible securities, debt securities, subscription receipts, options and warrants.

Investment Strategies

The fund will primarily invest in equity securities from domestic and global issuers that are involved in marijuana and marijuana related businesses, including research and development and other ancillary businesses to the marijuana industry. The business activities of these companies may include marijuana production and distribution, edible and infused marijuana products, hemp products, consumption devices, biopharmaceuticals, biotechnology, nutraceuticals, real estate, technology, security solutions, investing and financing, delivery systems, retail distribution, media, entertainment and technology. The number of holdings and percentages by region will vary over time and will be based on the most attractive risk/reward opportunities across each region.

The fund may invest in various types of securities of companies listed in domestic and/or international markets, including, but not limited to, common shares, ADRs, preferred shares, convertible securities, debt securities, subscription receipts, options and warrants.

The portfolio manager will employ a multi-faceted investment approach that is intended to create long term value over the investment period. The portfolio manager will primarily use top-down analysis in determining the overall asset allocation of the fund and such allocation will be based on technical analysis, industry trends and regulations, behavioural research and prevailing economic and investment conditions, including the portfolio manager's view on valuation and outlook of the marijuana industry and related industries.

The portfolio manager will primarily use a bottom-up process for security selection, including techniques such as fundamental analysis to assess growth potential and to make an evaluation of the financial condition and management of an issuer, its industry and the overall economy. The portfolio manager will also use a growth approach to identify companies that have better than average current or prospective earnings growth relative to the market and their peer group. The portfolio manager may also employ alternative investment strategies, including event-related special situations investing including, for instance, investment in securities of issuers undergoing or undertaking tenders, mergers and acquisitions, liquidations, and spin-offs.

The fund will not invest in securities of companies that have exposure to, the medical and/or recreational cannabis industries in the United States unless and until such time as these activities become permitted. With respect to investment in U.S. issuers, the fund may invest in securities of companies that currently, or in the future, derive some portion of their revenues from the medical and/or recreational cannabis industries in those U.S. states where such activities have been legalized by state law (at present, Alaska, California Colorado, Maine, Massachusetts, Nevada, Oregon and Washington), notwithstanding that the prescription, marketing and sale of cannabis remains illegal under U.S. federal law.

If an issuer included in the fund's portfolio becomes delisted from a domestic or international exchange due to non-compliance by that issuer with the rules and policies of the exchange, including, without limitation, the requirement that issuers do not engage in ongoing business activities that violate U.S. federal law regarding marijuana, or if the portfolio manager determines that the activities of any issuer are not in compliance with such rules and policies, the portfolio manager will remove the securities of that issuer from the fund's portfolio as soon as reasonably practicable.

The fund also may engage in short selling as permitted by NI 81-102. In determining whether securities of a particular issuer should be sold short, the portfolio manager uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund's other investment strategies.

In addition, when appropriate, the fund may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund's investments and from exposure to foreign currencies and/or as a substitute for direct investment. The fund may also enter into repurchase agreements, reverse repurchase agreements and/or securities lending transactions to generate additional income.

The portfolio manager incorporates ESG factors as an input into its security selection process, generally with a focus on absolute return and risk rather than specific impact goals. Integration is based primarily on the fundamental belief that doing so is supportive of superior long-term performance (absolute and risk-adjusted in particular), while responsible stewardship of capital also rewards corporate ESG leaders while pressuring others to adopt better sustainability practices. The fund does not incorporate any specific quantitative targets or thresholds related to any particular ESG scores or metrics (e.g. carbon emissions or otherwise). See "Specific information about each of the mutual funds described in this document – What does the fund invest in? – Investment strategies – Environment, social and governance investing – ESG Methodology" on page 111 for more information.

The portfolio holdings may be reconstituted and rebalanced from time to time in the discretion of the portfolio manager. The fund may be exposed to securities traded in foreign currencies and may, in the portfolio manager's discretion, enter into currency hedging transactions (including currency forward contracts) to reduce the effects of changes in the value of foreign currencies relative to the value of the Canadian dollar.

The fund may hold all or a portion of its assets in cash or cash equivalents or invest in short term bonds or money market instruments in response to adverse market, economic and/or political conditions or for liquidity, defensive or other purposes. As a result, the fund may not be fully invested in accordance with its investment objectives.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) marijuana sector risk;
- (b) United States marijuana industry risk;
- (c) cease trading of constituent securities risk;
- (d) concentration risk;
- (e) equity securities risk;
- (f) regulatory risk;
- (g) sector risk;
- (h) short selling risk;
- (i) small capitalization company risk;
- (j) credit risk;
- (k) currency risk;
- (l) debt securities risk;
- (m) depository securities and receipts risk;
- (n) derivatives risk;
- (o) foreign investment risk;
- (p) income trust risk;
- (q) interest rate risk;
- (r) liquidity risk;
- (s) multi-class/series risk;
- (t) no assurance of meeting investment objective;
- (u) reliance on the manager and investment advisor risk;

- (v) preferred securities risk;
- (w) small exchange risk;
- (x) large redemption/investor/transaction risk;
- (y) tax risk;
- (z) underlying fund risk;
- (aa) ESG investing risk; and
- (bb) cyber security risk.

Additional risks associated with an investment in the ETF units include:

- (a) absence of an active market for the ETF units;
- (b) rebalancing and adjustment risk; and
- (c) trading price of ETF units.

Investment risk classification

The fund's risk classification is based on the fund's returns and the return of the North American Marijuana Index.

Please see "Specific information about each of the mutual funds described in this document – Investment risk classification methodology" on page 126 for a description of how we determined the classification of this fund's risk level.

Distribution Policy

The fund expects to make distributions quarterly, if any. **Distributions on mutual fund units are reinvested in additional mutual fund units of the same class of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. For more information see "Specific information about each of the mutual funds described in this document – Dividend/distribution policy" on page 128 of the simplified prospectus.

PURPOSE CASH MANAGEMENT FUND

Fund Type	money market fund	
Date Started	Class A units – March 6, 2020 Class F units – March 6, 2020 Class I units – April 14, 2023 ETF units – March 6, 2020	
Management Fee	Class Class A units Class F units Class I units ETF units	Management Fee 0.50% ⁽¹⁾⁽²⁾ 0.25% ⁽¹⁾⁽²⁾ Holders of Class I units pay a negotiated management fee directly to Purpose of up to 0.25% per annum. ⁽¹⁾⁽²⁾ 0.25% ⁽¹⁾⁽²⁾
Registered Plan Eligibility	Eligible	

Note:

(1) Plus applicable HST.
 (2) The manager may from time to time, in its own discretion, waive a portion of the management fee resulting in a reduction of the management fee charged. To the extent a portion of the management fee is waived, the manager reserves the right to stop such waiver at any time and without notice to, or the consent of, unitholders.

What does the fund invest in?

Investment Objectives

The fund seeks to earn a high rate of income, while at the same time preserving capital and maintaining liquidity, by investing primarily in high-quality debt securities, generally maturing in not more than one year.

The fundamental investment objective may only be changed with the approval of a majority of the votes cast at a meeting of unitholders called for that purpose.

Investment Strategies

To achieve its investment objectives the fund intends to have a significant proportion of its portfolio invested in high-quality short term corporate debt instruments. The fund may also invest in treasury bills or other short term debt obligations of, or guaranteed by, the Canadian governments or their agencies, Canadian chartered banks, Canadian loan or trust companies or Canadian corporations, as well as bank-sponsored asset-backed commercial paper which may allow the fund to enhance its yield while maintaining credit quality.

The fund may enter into securities lending and repurchase and reverse repurchase transactions to generate additional income.

Changes to investment strategies

The manager may change the fund's investment strategies at its discretion without notice to or approval of securityholders.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) interest rate risk;
- (b) collateral risk;
- (c) changes in legislation risk;
- (d) asset-backed and mortgage-backed securities risk;
- (e) debt securities risk;
- (f) fixed income security risk;
- (g) credit risk;
- (h) credit rating risk;
- (i) fixed income securities risk;
- (j) reliance on the manager and sub-advisor risk;
- (k) conflicts of interest risk;
- (l) tax risk;
- (m) risk of loss;
- (n) fluctuations in NAV and NAV per unit risk;
- (o) multi-class risk;
- (p) no ownership interest risk;
- (q) securities lending and repurchase and reverse repurchase transaction risk; and
- (r) cyber security risk.

Additional risks associated with an investment in the ETF units include:

- (a) absence of an active market for the ETF units;
- (b) rebalancing and adjustment risk; and
- (c) trading price of ETF units.

Although the fund intends to maintain a constant price for its securities, there is no guarantee that the price will not go up or down.

Investment risk classification

The fund's risk classification is based on the fund's returns and the return of the Bank of Canada Treasury Bills One Month. The Bank of Canada Treasury Bills One Month measures the performance of One Month Treasuries issues by the Bank of Canada. Please see "Specific information about each of the mutual funds described in this document – Investment risk classification methodology" on page 126 for a description of how we determined the classification of this fund's risk level.

Distribution Policy

The fund expects to make distributions monthly, if any. **Distributions on units are reinvested in additional units of the same class of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains are made annually in December. For more information see "Specific information about each of the mutual funds described in this document – Dividend/distribution policy" on page 128 of the simplified prospectus.

FOUNDATION WEALTH EQUITY POOL

Fund Type	equity growth fund
Date Started	Class E units – March 31, 2020
Management Fee	Class Management Fee Class E units 0.25% ⁽¹⁾⁽²⁾
Registered Plan Eligibility	Eligible

Note:

- (1) Plus applicable HST.
- (2) The manager may from time to time, in its own discretion, waive a portion of the management fee resulting in a reduction of the management fee charged. To the extent a portion of the management fee is waived, the manager reserves the right to stop such waiver at any time and without notice to, or the consent of, unitholders.

What does the fund invest in?

Investment Objectives

The fund seeks to provide unitholders with long term capital appreciation through investment in a portfolio of global equity securities.

The fundamental investment objective may only be changed with the approval of a majority of the votes cast at a meeting of unitholders called for that purpose.

Investment Strategies

The fund invests in a portfolio of global securities which may include common stocks, ETFs, mutual funds and securities offered under offering memorandum. The investment advisor will employ fundamental analysis to identify investment opportunities with the potential for long term capital appreciation. The portfolio will be actively managed with a focus on creating value while reducing investment risk over the longer term. Some fund investments may be considered illiquid but exposure to these investments will be within the parameters permitted for conventional mutual funds under NI 81-102.

The fund's investment strategy is primarily North American focused, but will include exposure to global developed and emerging markets to add diversification to reduce risk and enhance return where appropriate.

The fund may invest in underlying funds to achieve its investment objectives. See "Specific information about each of the mutual funds described in this document - Investment considerations - Investing in underlying funds" on page 110.

In addition, when appropriate, the portfolio may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund's investments and from exposures to foreign currencies and/or as a substitute to generate additional income. The fund may enter into securities lending transactions to generate additional income. The fund may also engage in short selling as permitted by Canadian securities laws. In determining whether a particular security should be sold short, the investment advisor uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund's investment objectives.

Changes to investment strategies

The manager may change the fund's investment strategies at its discretion without notice to or approval of securityholders.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) asset class risk;
- (b) cease trading of constituent securities risk;
- (c) commodity risk;
- (d) concentration risk;
- (e) currency risk;
- (f) derivatives risk;
- (g) distribution in specie;
- (h) ETF risk;
- (i) equity securities risk;
- (j) foreign investment risk;
- (k) illiquid securities risk;
- (l) inflation risk;
- (m) legal risk;
- (n) liquidity risk;
- (o) market risk;
- (p) private company risk;
- (q) regulatory risk;
- (r) short selling risk;
- (s) large redemption/investors/transaction risk;
- (t) small capitalization company risk;
- (u) underlying fund risk;
- (v) interest rate risk;

- (w) collateral risk;
- (x) changes in legislation risk;
- (y) multi-class risk;
- (z) no ownership interest risk;
- (aa) reliance on the manager and sub-advisor risk;
- (bb) conflicts of interest risk;
- (cc) tax risk;
- (dd) risk of loss;
- (ee) fluctuations in NAV and NAV per unit risk;
- (ff) securities lending and repurchase and reverse repurchase transaction risk; and
- (gg) cyber security risk.

Investment risk classification

The fund's risk classification is based on the fund's returns and a blended benchmark return made up of 25% of the S&P/TSX Composite Index, 45% of the S&P 500 Index and 30% of the Bloomberg World ex North America Large & Mid Cap.

The S&P/TSX Composite Index is the benchmark Canadian index, representing roughly 70% of the total market capitalization on the Toronto Stock Exchange with about 250 companies included in it. The S&P 500 is a stock market index that measures the stock performance of 500 large companies listed on stock exchanges in the United States. It is one of the most commonly followed equity indices, and many consider it to be one of the best representations of the U.S. stock market. Bloomberg World ex North America Large & Mid Cap Index is a float market-cap-weighted equity benchmark that covers 85% market cap of the measured market.

Please see “Specific information about each of the mutual funds described in this document – Investment risk classification methodology” on page 126 for a description of how we determined the classification of this fund's risk level.

Distribution Policy

The fund expects to make distributions annually. **Distributions on units are reinvested in additional units of the same class of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains are made annually in December. For more information see “Specific information about each of the mutual funds described in this document – Dividend/distribution policy” on page 128 of the simplified prospectus.

FOUNDATION WEALTH INCOME POOL

Fund Type	total return bond fund	
Date Started	Class E units – March 31, 2020	
Management Fee	Class Class E units	Management Fee 0.25% ⁽¹⁾⁽²⁾
Registered Plan Eligibility	Eligible	

Note:

(1) Plus applicable HST.

(2) The manager may from time to time, in its own discretion, waive a portion of the management fee resulting in a reduction of the management fee charged. To the extent a portion of the management fee is waived, the manager reserves the right to stop such waiver at any time and without notice to, or the consent of, unitholders.

What does the fund invest in?

Investment Objectives

The fund seeks to achieve a positive total return over time by investing in a broad range of fixed income securities, primarily through ETFs and mutual funds that invest in government debt, investment grade corporate debt and high yield debt.

The fundamental investment objective may only be changed with the approval of a majority of the votes cast at a meeting of unitholders called for that purpose.

Investment Strategies

The fund invests in a portfolio of primarily North American securities, primarily through ETFs and mutual funds that invest in government debt, investment grade debt and high yield debt. The fund may also invest directly in fixed income securities, preferred securities and securities that hold portfolios of mortgages as permitted by Canadian securities laws. The fund may also invest in dividend-paying equities, REITs, and income trusts to a lesser extent to improve income generation and diversification. The fund may also invest globally in order to diversify risk and enhance return. The portfolio will be actively managed with a focus on creating value and current income while reducing investment risk over the longer term.

The fund may invest in underlying funds to achieve its investment objectives. See “Specific information about each of the mutual funds described in this document - Investment considerations - Investing in underlying funds” on page 110.

In addition, when appropriate, the portfolio may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund’s investments and from exposures to foreign currencies and/or as a substitute to generate additional income. The fund may enter into securities lending transactions to generate additional income. The fund may also engage in short selling as permitted by Canadian securities laws. In determining whether a particular security should be sold short, the investment advisor uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund’s investment objectives.

Changes to investment strategies

The manager may change the fund's investment strategies at its discretion without notice to or approval of securityholders.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) asset class risk;
- (b) cease trading of constituent securities risk;
- (c) currency risk;
- (d) distribution in specie;
- (e) foreign investment risk;
- (f) illiquid securities risk;
- (g) interest rate risk;
- (h) maturity risk;
- (i) derivatives risk;
- (j) ETF risk;
- (k) changes in legislation risk;
- (l) debt securities risk;
- (m) fixed income security risk;
- (n) credit risk;
- (o) credit rating risk;
- (p) fixed income securities risk;
- (q) reliance on the manager and sub-advisor risk;
- (r) conflicts of interest risk;
- (s) underlying fund risk;
- (t) no ownership interest risk;
- (u) private company risk;
- (v) regulatory risk;

- (w) small capitalization company risk;
- (x) underlying fund risk;
- (y) tax risk;
- (z) risk of loss;
- (aa) fluctuations in NAV and NAV per unit risk;
- (bb) multi-class risk;
- (cc) short selling risk;
- (dd) large redemption/investors/transaction risk;
- (ee) securities lending and repurchase and reverse repurchase transaction risk; and
- (ff) cyber security risk.

Investment risk classification

The fund's risk classification is based on the fund's returns and the return of the FTSE Canada Universe Bond Index. The FTSE Canada Universe Bond Index is designed to track the performance of bonds denominated in Canadian Dollars. Please see "Specific information about each of the mutual funds described in this document – Investment risk classification methodology" on page 126 for a description of how we determined the classification of this fund's risk level.

Distribution Policy

The fund expects to make distributions monthly, if any. **Distributions on units are reinvested in additional units of the same class of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains are made annually in December. For more information see "Specific information about each of the mutual funds described in this document – Dividend/distribution policy" on page 128 of the simplified prospectus.

FOUNDATION WEALTH DIVERSIFIER POOL

Fund Type	multi-asset fund				
Date Started	Class E units – April 17, 2020				
Management Fee	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 30%;">Class</td> <td style="width: 70%;">Management Fee</td> </tr> <tr> <td>Class E units</td> <td>0.25%⁽¹⁾⁽²⁾</td> </tr> </table>	Class	Management Fee	Class E units	0.25% ⁽¹⁾⁽²⁾
Class	Management Fee				
Class E units	0.25% ⁽¹⁾⁽²⁾				
Registered Plan Eligibility	Eligible				

Note:

(1) Plus applicable HST.

(2) The manager may from time to time, in its own discretion, waive a portion of the management fee resulting in a reduction of the management fee charged. To the extent a portion of the management fee is waived, the manager reserves the right to stop such waiver at any time and without notice to, or the consent of, unitholders.

What does the fund invest in?

Investment Objectives

The fund seeks to provide unitholders with positive absolute returns that have reduced correlations to the broader securities markets. The fund will utilize a multi-strategy approach by allocating its assets across various asset classes including equities and commodities.

The fundamental investment objective may only be changed with the approval of a majority of the votes cast at a meeting of unitholders called for that purpose.

Investment Strategies

The fund seeks to achieve its investment objectives by investing in securities including, equities, mutual funds, ETFs and securities offered under offering memorandum, that are expected to have a reduced correlation with more traditional investments. The investment advisor utilizes a fundamental approach to select securities that provide broad diversification for investors including commodities and cryptocurrencies (all within the parameters permitted for conventional mutual funds under NI 81-102) and hedge fund strategies. With respect to investments in cryptocurrency, the fund's total exposure will not exceed 10% of its total net assets. Such exposure to cryptocurrency will be obtained indirectly through publicly listed securities.

Some fund investments may be considered illiquid but exposure to these investments will be within the parameters permitted for conventional mutual funds under NI 81-102. The fundamental research includes analysis of broad economic and market trends as well as in-depth reviews of the managers of funds held.

The fund may invest in underlying funds to achieve its investment objectives. See “Specific information about each of the mutual funds described in this document - Investment considerations - Investing in underlying funds” on page 110.

In addition, when appropriate, the portfolio may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund's investments and from exposures to foreign currencies and/or as a substitute to generate additional income. The fund may enter into securities lending transactions to generate additional income. The fund may also engage in short selling as permitted by Canadian securities laws. In determining whether a particular security should be sold short, the investment advisor uses the

same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund's investment objectives.

Changes to investment strategies

The manager may change the fund's investment strategies at its discretion without notice to or approval of securityholders.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) asset class risk;
- (b) attacks on the Bitcoin Network risk;
- (c) attacks on the Ethereum Network risk;
- (d) cease trading of constituent securities risk;
- (e) commodity risk;
- (f) concentration risk;
- (g) cryptocurrency risk;
- (h) currency risk;
- (i) derivatives risk;
- (j) distribution in specie;
- (k) ETF risk;
- (l) equity securities risk;
- (m) foreign investment risk;
- (n) illiquid securities risk;
- (o) legal risk;
- (p) market risk;
- (q) interest rate risk;
- (r) collateral risk;
- (s) changes in legislation risk;
- (t) reliance on the manager and sub-advisor risk;

- (u) conflicts of interest risk;
- (v) tax risk;
- (w) risk of loss;
- (x) fluctuations in NAV and NAV per unit risk;
- (y) multi-class risk;
- (z) large redemption/investors/transaction risk;
- (aa) securities lending and repurchase and reverse repurchase transaction risk; and
- (bb) cyber security risk.

Investment risk classification

The fund's risk classification is based on the fund's returns and a blended benchmark return made up of 60% of the HFRX Global Hedge Fund Index, 20% of the FTSE EPRA NAREIT Canada Index and 20% of the S&P Global Infrastructure Index. The HFRX Global Hedge Fund Index is designed to be representative of the overall composition of the hedge fund universe. It is comprised of all eligible hedge fund strategies falling within four principal strategies: equity hedge, event driven, macro/CTA, and relative value arbitrage. The FTSE EPRA NAREIT Canada Index measures the performance of listed real estate companies and REITS in North American markets (US and Canada). The S&P Global Infrastructure Index is designed to track 75 companies from around the world chosen to represent the listed infrastructure industry while maintaining liquidity and tradability. To create diversified exposure, the index includes three distinct infrastructure clusters: energy, transportation, and utilities.

Please see “Specific information about each of the mutual funds described in this document – Investment risk classification methodology” on page 126 for a description of how we determined the classification of this fund's risk level.

Distribution Policy

The fund expects to make distributions annually, if any. **Distributions on units are reinvested in additional units of the same class of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains are made annually in December. For more information see “Specific information about each of the mutual funds described in this document – Dividend/distribution policy” on page 128 of the simplified prospectus.

BLACK DIAMOND IMPACT CORE EQUITY FUND

Fund Type	global equity fund										
Date Started	Class A units – March 22, 2022 Class F units – March 22, 2022 Class I units - March 22, 2022 ETF units – May 27, 2022										
Management Fee	<table> <tr> <td>Class</td> <td>Management Fee</td> </tr> <tr> <td>Class A units</td> <td>1.95%⁽¹⁾⁽²⁾</td> </tr> <tr> <td>Class F units</td> <td>0.95%⁽¹⁾⁽²⁾</td> </tr> <tr> <td>Class I units</td> <td>Holders of Class I units pay a negotiated management fee directly to Purpose of up to 1.95% per annum⁽¹⁾⁽²⁾</td> </tr> <tr> <td>ETF units</td> <td>0.95%⁽¹⁾⁽²⁾</td> </tr> </table>	Class	Management Fee	Class A units	1.95% ⁽¹⁾⁽²⁾	Class F units	0.95% ⁽¹⁾⁽²⁾	Class I units	Holders of Class I units pay a negotiated management fee directly to Purpose of up to 1.95% per annum ⁽¹⁾⁽²⁾	ETF units	0.95% ⁽¹⁾⁽²⁾
Class	Management Fee										
Class A units	1.95% ⁽¹⁾⁽²⁾										
Class F units	0.95% ⁽¹⁾⁽²⁾										
Class I units	Holders of Class I units pay a negotiated management fee directly to Purpose of up to 1.95% per annum ⁽¹⁾⁽²⁾										
ETF units	0.95% ⁽¹⁾⁽²⁾										
Registered Plan Eligibility	Eligible										

Note:

(1) Plus applicable HST.
 (2) The manager may from time to time, in its own discretion, waive a portion of the management fee resulting in a reduction of the management fee charged. To the extent a portion of the management fee is waived, the manager reserves the right to stop such waiver at any time and without notice to, or the consent of, unitholders.

What does the fund invest in?

Investment Objectives

The fund's investment objectives are to provide unitholders with: (i) long-term capital growth, and (ii) income. The fund will achieve its investment objectives by primarily investing in equity securities of companies anywhere in the world that demonstrate a forward-looking sensitivity to Environmental, Social and Governance (ESG) issues and considerations, with a focus on companies making an impact on the environment in priority to societal or governance factors. The fund may also invest in other types of asset classes and securities that distribute, or may be expected to distribute, income.

The fundamental investment objective may only be changed with the approval of a majority of the votes cast at a meeting of unitholders called for that purpose.

Investment Strategies

The sub-advisor employs a disciplined, fundamental investment process to construct a portfolio of attractively valued companies that combines the potential for growth and income from the underlying securities. Stock selection is the primary contributor to value added, with attention paid to both upside potential and downside risk. The sub-advisor's management style is fundamental with particular emphasis on the free-cash-flow and return-on-invested-capital potential of any company's core operations. Sector allocation and stock selection are employed to manage overall portfolio risk.

The fund will attempt to invest in underlying securities that demonstrate a forward-looking sensitivity to Environmental, Social and Governance (ESG) issues and considerations. "Forward-looking sensitivity" refers an investee issuer's business model, management philosophy, products/services and/or strategic initiatives (collectively, "**Operations**") favourably addressing one or more ESG considerations. The sub-

advisor will make such determination through proprietary fundamental research and analysis of available 3rd party inputs and reports, as deemed relevant in the sub-advisor's opinion.

In doing so, the sub-advisor may rely upon third party ESG risk and score metrics, on occasion, but has a preference for selecting businesses that exhibit ESG-sensitivity directly in their business model, as identified through primary research. ESG risk ratings and scores from Bloomberg, Sustainalytics, Standard and Poor's and MSCI, as well as others, may also be used to assist the decision-making process. Factors that influence such scores and ratings (and therefore how determinations are made as to why one issuer may be more attractive than another based on those metrics) include the following:

- ESG Metrics – for each of environmental, social and governance matters, metrics are based on data collected from company-sourced filings, such as corporate social responsibility reports, makeup of a company's management and board of directors, annual reports, the company website, and proprietary surveys that request corporate data directly.
- ESG Disclosure Scores – is a measure of the amount of ESG data a company has reported for the latest fiscal year. The number of data points disclosed is presented as a percentage of total possible disclosure across the ESG fields available, with a higher value representing fuller disclosure. The score is available for over 11,000 companies in more than 100 countries.
- Climate Score - is score that assesses a company's action on climate change based on its response to survey questionnaires. Higher scores indicates that a company has a fully integrated climate change strategy driving significant reductions in emissions due to climate change initiatives, while lower scores indicates a company with lower or minimal initiatives on carbon management.
- Environmental Sustainability – are metrics related to environmental sustainability efforts by a company. Metrics are determined by responsible and sustainable investment industry standards for ESG data disclosure, including those developed by various industry bodies. Metric selection is also determined by data availability through public company reporting in annual reports, and sustainability or corporate responsibility reports.
- Sustainalytics Rank - identifies where a company might be leading or lagging compared to its peers in its management of ESG risks and opportunities via an overall percentile rank assigned to the company based on its ESG total score relative to its industry peers.

Such scores and ratings will not be used in any systematic way (no specific ESG-related targets will be used), but instead will be employed as one input into a holistic determination of whether an issuer's Operations have been built for favourable impact on environmental concerns. In view of the sub-advisor, environmental issues may arise because of unmeasurable negative externalities that are not priced into product/service markets. Relying solely on "measurable" scores and ratings therefore tends to favour issuers that can show a reduction of their own pollution through offsets and initiatives (e.g., a traditional mining company's operations), "greenwashing" and other metric-heavy frameworks that do not necessarily reflect the nature and methods used in such issuers' core activities and, ultimately, their true impact on the environment.

The sub-advisor therefore will include in the fund's portfolio what it considers true, logical, "impacts" (as defined above) and often such "impacts" will demonstrate disruption or significant innovation (product or method) in their business. Portfolio construction of the fund will therefore be primarily centered upon companies making an impact on environmental factors (and especially innovative disruption towards a cleaner overall economy) and such environmental factors will be prioritized over societal and governance factors. Companies focused on the environment, including, but not limited to, solar and wind energy, carbon

reduction, electric vehicles, may be included in the fund's portfolio. As noted, no specific targets on ESG-related metrics will be used. Although the sub-advisor's subjective analysis of environmental factors will be prioritized over social and governance factors in determining an issuer's attractiveness for inclusion in the fund's portfolio on ESG grounds, the latter two factors will still be subjectively considered.

Specifically, the sub-advisor's fundamental investment research process will include a careful analysis of governance structures, stakeholder alignment, incentives and capital allocation. Additional considerations around diversity, equity and inclusion (DEI) will be made (namely, board and senior management composition, inclusivity initiatives, etc.) and will be considered as part of the holistic evaluation of whether the potential investee is a favourable impact-generator on ESG grounds, as defined by the fund's mandate. Likewise, social factors such as company culture and values are typically evaluated as part of a disciplined, fundamental investment approach. The sub-advisor will continue to consider such factors, and, as part of the portfolio selection process, generally will exclude issuers whose revenues are deemed to be unsustainable and/or fall within the following industries that have clear negative social impacts:

1. Tobacco: over 10% revenue derived from tobacco production;
2. Gambling: over 10% revenue derived from gambling operations, gambling specialized equipment, gambling supporting products;
3. Adult Entertainment: over 10% revenue derived from the production or distribution of adult entertainment;
4. Controversial Weapons: any association or involvement with:
 - anti-personnel landmines,
 - cluster munitions,
 - biological and chemical weapons,
 - nuclear weapons,
 - depleted uranium,
 - white phosphorus;
5. Fossil Fuels: over 10% revenue derived from the production of:
 - thermal coal,
 - oil sands,
 - shale energy,
 - artic oil and gas;
6. Nuclear energy: over 10% revenue derived from the production, supporting products and services or distribution of nuclear energy.

The fund will not employ proxy voting, shareholder engagement, or ESG-related indices as part of its ESG strategies.

The fund attempts to mitigate risk and limit drawdowns during periods of market stress without forfeiting the opportunity to generate strong returns in rising markets. The fund will attempt to build a diversified portfolio, though investment opportunities may entail regional and/or industry concentration. Diversification, sector allocation, and stock selection are the primary risk-management tools employed by the fund managers.

As well as equity securities (including common shares and preferred shares), the fund may invest in fixed-income securities, trust securities and other securities, including convertible bonds and warrants. The portfolio manager expects the fund's exposure to emerging markets will not comprise more than 25% of the Fund's assets. Although the fund does not anticipate such extensive emerging markets exposure, nor the investment in securities other than equities, it reserves the right to do so to support its impact investment objective (supporting companies that are actively adapting and embracing ESG considerations) in response to the global opportunity set for quality, long-term ESG investments.

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, in accordance with its investment objectives. Depending on market conditions, the portfolio manager's investment style may result in a higher portfolio turnover rate than less actively managed funds, in-line with intrinsic value-oriented funds' generally lower turnover than other active management styles.

Generally, the higher the fund's portfolio turnover rate, the higher its trading expenses, and the higher the probability that you will receive a distribution of capital gains from the fund, which may be taxable if you hold the fund in a non-registered account. There is no proven relationship between a high turnover rate and the performance of a mutual fund. That said, the fund is based around long-term, fundamental stock selection and aims to have relatively low turnover, as permitted by market conditions.

The fund will be exposed to securities traded in foreign currencies and may, in the manager's discretion, enter into currency hedging transactions (including currency forward contracts) to reduce the effects of changes in the value of foreign currencies relative to the value of the Canadian dollar.

Changes to investment strategies

The manager may change the fund's investment strategies at its discretion without notice to or approval of securityholders.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) fluctuations in NAV and NAV per unit;
- (b) credit risk;
- (c) concentration risk;
- (d) risk of loss;
- (e) capital depreciation risk;
- (f) equity security risk;

- (g) interest rate risk;
- (h) currency risk;
- (i) commodity risk;
- (j) reliance on the manager and sub-advisor risk;
- (k) derivative risk;
- (l) futures contract liquidity risk;
- (m) futures contract margin risk;
- (n) tax risk;
- (o) liquidity risk;
- (p) illiquid securities risk;
- (q) cease trading of constituent securities risk;
- (r) changes in legislation risk;
- (s) third-party ESG reporting and scoring risk;
- (t) ESG investment risk;
- (u) securities lending and repurchase and reverse repurchase transaction risk; and
- (v) cyber security risk.

Additional risks associated with an investment in the ETF units include:

- (a) absence of an active market for the ETF units;
- (b) rebalancing and adjustment risk; and
- (c) trading price of ETF units.

Although the fund intends to maintain a constant price for its securities, there is no guarantee that the price will not go up or down.

Investment risk classification

The fund's risk classification is based on the fund's returns and the return of the Bloomberg Developed Markets Large & Mid Cap Total Return Index. The Bloomberg Developed Markets Large & Mid Cap Total Return Index is a float market-cap-weighted equity benchmark that covers 85% market cap of the measured market. Please see "Specific information about each of the mutual funds described in this document – Investment risk classification methodology" on page 126 for a description of how we determined the classification of this fund's risk level.

Distribution Policy

With respect to mutual fund units, the fund expects to make distributions annually, if any. **Distributions on mutual fund units are reinvested in additional mutual fund units of the same series of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions of any excess income and capital gains are determined annually in December. If the aggregate amount of the annual distributions made to a series in a year exceeds the portion of the net income and net capital gains allocated to that series, the excess will constitute a return of capital. Distributions are not guaranteed and may change from time to time at our discretion.

With respect to ETF Units, the fund expects to pay distributions annually, if any. Distributions are reinvested in additional ETF Units unless you tell your financial advisor to inform us that you want them in cash. Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually in December and distributions of any excess capital gains are made annually in December.

If the fund becomes or ceases to be a “financial institution” for purposes of the Tax Act, then the tax year of the fund will be deemed to end immediately before that time and any gains or losses on certain securities accrued before that time will be deemed realized by the fund and will be distributed to the unitholders. Such distributions will be paid as a “reinvested distribution”. Reinvested distributions on Units, net of any required withholding taxes, will be reinvested automatically in additional Units of the fund at a price equal to the NAV per Unit of the fund and the Units will be immediately consolidated such that the number of outstanding Units following the distribution will equal the number of Units outstanding prior to the distribution.

For more information see “Specific information about each of the mutual funds described in this document – Dividend/distribution policy” on page 128 of the simplified prospectus.

PURPOSE USD CASH MANAGEMENT FUND

Fund Type	U.S. money market fund
Date Started	Class A units – April 14, 2023 Class F units – April 14, 2023 Class I units – April 14, 2023 U.S. dollar denominated ETF non-currency hedged units – April 14, 2023
Management Fee	Class Management Fee Class A units 0.50% ⁽¹⁾⁽²⁾ Class F units 0.25% ⁽¹⁾⁽²⁾ Class I units Holders of Class I units pay a negotiated management fee directly to Purpose of up to 0.25% per annum ⁽¹⁾⁽²⁾ U.S. dollar denominated ETF non-currency hedged units 0.25% ⁽¹⁾⁽²⁾
Registered Plan Eligibility	Eligible

Note:

(1) Plus applicable HST.
 (2) The manager may from time to time, in its own discretion, waive a portion of the management fee resulting in a reduction of the management fee charged. To the extent a portion of the management fee is waived, the manager reserves the right to stop such waiver at any time and without notice to, or the consent of, unitholders.

What does the fund invest in?

Investment Objectives

The fund seeks to earn a high rate of U.S. dollar income, while at the same time preserving capital and maintaining liquidity, by investing primarily in high-quality debt securities denominated in U.S. dollars, generally maturing in not more than one year.

The fundamental investment objective may only be changed with the approval of a majority of the votes cast at a meeting of unitholders called for that purpose.

Investment Strategies

To achieve its investment objectives, the fund intends to have a significant proportion of its portfolio invested in U.S. dollar denominated high-quality short term corporate debt instruments. The fund may also invest in U.S. dollar denominated treasury bills or other short term debt obligations of, or guaranteed by, the Canadian governments or their agencies, Canadian chartered banks, Canadian loan or trust companies or Canadian corporations, as well as U.S. dollar denominated bank-sponsored asset-backed commercial paper which may allow the fund to enhance its yield while maintaining credit quality. Investments made by the fund will be in the top two ratings categories of any of the designated rating organizations (as defined in NI 81-102).

The fund may enter into securities lending and repurchase, and reverse repurchase transactions to generate additional income.

Changes to investment strategies

The manager may change the fund's investment strategies at its discretion without notice to or approval of securityholders.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) interest rate risk;
- (b) collateral risk;
- (c) changes in legislation risk;
- (d) asset-backed and mortgage-backed securities risk;
- (e) debt securities risk;
- (f) fixed income security risk;
- (g) credit risk;
- (h) credit rating risk;
- (i) fixed income securities risk;
- (j) reliance on the manager and sub-advisor risk;
- (k) conflicts of interest risk;
- (l) tax risk;
- (m) risk of loss;
- (n) fluctuations in NAV and NAV per unit risk;
- (o) multi-class risk;
- (p) no ownership interest risk;
- (q) securities lending and repurchase and reverse repurchase transaction risk; and
- (r) cyber security risk.

Additional risks associated with an investment in the U.S. dollar denominated ETF non-currency hedged units include:

- (d) absence of an active market for the U.S. dollar denominated ETF non-currency hedged units;
- (e) rebalancing and adjustment risk; and

(f) trading price of U.S. dollar denominated ETF non-currency hedged units.

Although the fund intends to maintain a constant price for its securities, there is no guarantee that the price will not go up or down.

Investment risk classification

The fund's risk classification is based on the fund's returns and the return of the Bloomberg US Generic 1 Month T-Bill. The Bloomberg US Generic 1 Month T-Bill measures the performance of One Month Treasuries issued by the Federal Reserve. Please see "Specific information about each of the mutual funds described in this document – Investment risk classification methodology" on page 126 for a description of how we determined the classification of this fund's risk level.

Class A units, Class F units, Class I units and U.S. dollar denominated ETF non-currency hedged units

You must pay for Class A units, Class F units, Class I units and U.S. dollar denominated ETF non-currency hedged units of the Purpose USD Cash Management Fund in U.S. dollars. When you sell Class A units, Class F units, Class I units or U.S. dollar denominated ETF non-currency hedged units of the Purpose USD Cash Management Fund we will pay you in U.S. dollars. All distributions are also paid in U.S. dollars. At the time of purchase, you must designate a U.S. dollar bank account to receive payments.

Distribution Policy

The fund expects to make distributions monthly, if any. **Distributions on units are reinvested in additional units of the same class of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains are made annually in December. For more information see "Specific information about each of the mutual funds described in this document – Dividend/distribution policy" on page 128 of the simplified prospectus.

PURPOSE STRATEGIC YIELD FUND

Fund Type	Global neutral balanced	
Date Started	Series A units – August 26, 2011 Series UA units – August 30, 2019 Series F units – August 26, 2011 Series UF units – April 3, 2014 Series I units – May 30, 2013 Series X units ⁽¹⁾ – June 30, 2011 ETF units – March 5, 2018	
Management Fee	Series Series A units and Series UA units Series F units and Series UF units Series I units Series X units ETF units	Management Fee 1.55% ⁽²⁾ 0.80% ⁽²⁾ Investors in Series I units are charged a management fee of up to 0.80% directly by us that is negotiated between the investor and us. ⁽²⁾ 1.45% ⁽²⁾ 0.80% ⁽²⁾
Registered Plan Eligibility	Eligible	
Investment Sub-advisor	Purpose Investment Partners Inc.	
Auditor	Ernst & Young LLP	

Notes:

(1) Series X units of the fund are not available for purchase by new investors. Existing holders of Series X units of the fund can continue to make additional investments into the fund in connection with the fund's distribution reinvestment plan.

(2) Plus applicable HST.

What does the fund invest in?

Investment Objectives

The fund's investment objective is to seek to provide investors with a high yield by investing primarily in, or obtaining exposure primarily to, fixed income securities of corporate issuers located in Canada or the United States. Investments in fixed income securities generally will be below investment grade.

The investment objective cannot be changed unless unitholders of the fund approve the change at a meeting.

Investment Strategies

To achieve its investment objective, the fund invests in an actively managed portfolio comprised primarily of Canadian and U.S. dollar denominated high yield debt securities, convertible bonds and loans and also may invest in any other yield-based security or asset class that develops over time. The fund seeks to select securities based on their expected return relative to risk characteristics, taking into consideration factors such as industry attractiveness, issuer credit quality, yield, duration and call protection. The fund seeks to maintain a portfolio diversified by company, market capitalization, sector, industry, credit rating and, where appropriate, region. To a lesser extent, the fund may invest in other types of fixed income securities and

dividend-paying common shares. The fund may hold other equity securities from time to time resulting from the conversion or restructuring of the fund's other investments, and may take short positions in equity securities as a hedge for the fund's long positions in convertible bonds of such issuers. The fund may hold Canadian or U.S. government debt and/or cash equivalents may be held from time to time as market conditions dictate. There is no limit on the percentage of the fund's assets that may be invested outside Canada.

Generally, a substantial portion of the foreign currency exposure within the portfolio will be hedged back to the Canadian dollar by using derivatives including currency forward contracts in the portfolio manager's discretion.

The fund also may engage in short selling as permitted by NI 81-102. In determining whether securities of a particular issuer should be sold short, the portfolio manager uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund's other investment strategies.

In addition, when appropriate, the fund may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund's investments and from exposure to foreign currencies and/or as a substitute for direct investment. The fund may also enter into repurchase agreements, reverse repurchase agreements and/or securities lending transactions to generate additional income.

The portfolio manager incorporates ESG factors as an input into its security selection process, generally with a focus on absolute return and risk rather than specific impact goals. Integration is based primarily on the fundamental belief that doing so is supportive of superior long-term performance (absolute and risk-adjusted in particular), while responsible stewardship of capital also rewards corporate ESG leaders while pressuring others to adopt better sustainability practices. The fund does not incorporate any specific quantitative targets or thresholds related to any particular ESG scores or metrics (e.g. carbon emissions or otherwise). See "Specific information about each of the mutual funds described in this document – What does the fund invest in? – Investment strategies – Environment, social and governance investing – ESG Methodology" on page 111 for more information.

The fund may invest in underlying funds to achieve its investment objectives. See "Specific information about each of the mutual funds described in this document - Investment considerations - Investing in underlying funds" on page 110.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) credit risk;
- (b) currency risk;
- (c) derivatives risk;
- (d) short selling risk;
- (e) equity investment risk;

- (f) foreign investment risk;
- (g) interest rate risk;
- (h) large redemption/investor/transaction risk;
- (i) liquidity risk;
- (j) market risk;
- (k) multi-class/series risk;
- (l) securities lending and repurchase and reverse repurchase transactions risk;
- (m) small capitalization risk;
- (n) underlying fund risk;
- (o) tax risk;
- (p) ESG investing risk; and
- (q) cyber security risk.

Additional risks associated with an investment in the ETF units include:

- (a) absence of an active market for the ETF units;
- (b) rebalancing and adjustment risk; and
- (c) trading price of ETF units.

For more information about these risks as well as a general discussion about the risks of investing in mutual funds, please see “What is a mutual fund?” on page 83 and “What are the general risks of investing in a mutual fund?” on page 84.

Investment risk classification

The fund’s risk classification is based on the fund’s returns and the return the ICE BofAML US High Yield Index.

Please see “Specific information about each of the mutual funds described in this document – Investment risk classification methodology” on page 126 for a description of how we determined the classification of this fund’s risk level.

Distribution Policy

The fund expects to make distributions monthly. **Distributions on mutual fund units are reinvested in additional mutual fund units of the same series of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. For more information see “Specific information about each of the mutual funds described in this document – Dividend/distribution policy” on page 128 of the simplified prospectus.

PURPOSE MULTI-ASSET INCOME FUND

Fund Type	North American Equity	
Date Started	Series A units – August 28, 2015 Series F units – August 28, 2015 Series I units – August 28, 2015 Series X units ⁽¹⁾ – May 12, 2016 Series P units – August 10, 2018 ETF units – March 5, 2018	
Management Fee	Series	Management Fee
	Series A units	1.85% ⁽²⁾
	Series F units	0.85% ⁽²⁾
	Series I units	Investors in Series I units are charged a management fee of up to 0.85% directly by us that is negotiated between the investor and us. ⁽²⁾
	Series X units	0.75% ⁽²⁾
	Series P units	0.95% ⁽²⁾
	ETF Units	0.85% ⁽²⁾
Registered Plan Eligibility	Eligible	
Investment Sub-advisor	Purpose Investment Partners Inc. (fixed income portfolio only)	
Auditor	Ernst & Young LLP	

Notes:

(1) Series X units of the fund are not available for purchase by new investors. Existing holders of Series X units of the fund can continue to make additional investments into the fund in connection with the fund's distribution reinvestment plan.

(2) Plus HST.

What does the fund invest in?

Investment Objectives

The investment objectives of the fund are to generate a high level of income and long-term capital growth by investing primarily in a mix of income-producing securities, including but not limited to, equity securities, common and preferred shares, real estate investment trusts (REITs), convertible securities, investment grade fixed income securities, higher yielding, lower quality fixed income securities, floating rate debt instruments and asset-backed securities and mortgage-backed securities, which may be located anywhere in the world.

Investment Strategies

To achieve its investment objective, the portfolio manager will actively manage the equity, fixed income, alternative and cash components of the fund. The fund is not limited to how much it invests in each asset class. This will vary according to market conditions. The portfolio manager decides how much of the fund's assets are invested in equity and fixed income securities or alternative strategies according to market conditions. The fund can invest up to 100% of its assets in foreign securities.

Income-producing securities may include, but are not limited to, equity securities, common and preferred shares, real estate investment trusts (REITs), convertible securities, investment grade fixed income securities, higher yielding, lower quality fixed income securities, floating rate debt instruments and asset-backed securities and mortgage-backed securities. The fund can invest in these securities either directly or indirectly through investments in underlying funds. The fund may also invest in income generating strategies derived predominantly from options premiums generated by selling put and/or call options, which may be done as part of a broader strategy to create structured outcome scenarios. See “Specific information about each of the mutual funds described in this document – Investment considerations - Investing in underlying funds” on page 110.

When buying and selling equity securities, the portfolio manager examines each company’s potential for success in light of its current financial condition, its industry and position within the industry and economic and market conditions. The portfolio manager focuses primarily on a company’s financial stability, potential to generate sustainable return on equity over time and valuation when deciding whether or not to invest in the company. The portfolio manager invests in companies believed to be undervalued in the marketplace in relation to factors such as the company’s assets, sales, earnings, growth potential, cash flow, or in relation to securities of other companies in the same industry. The portfolio manager also considers factors such as balance sheet strength, earnings estimates, ability to pay dividends and quality of management.

Fixed income securities may include foreign corporate and government fixed income securities. The fund may invest in corporate bonds that have a low credit rating or are unrated, but offer a higher yield than investment grade bonds. It may also invest in bank loans and floating rate debt instruments. These investments may be denominated in or have exposure to foreign currencies.

When buying and selling fixed income securities, the portfolio manager analyzes the security’s features, its current price compared to its estimated long-term value, the credit quality of the issuer and any short-term trading opportunities resulting from market inefficiencies. An analysis of credit quality will consider balance sheet strength of the issuer, company leverage ratios, stability of income, management strength and track record, and risks to the issuer that may impair its ability to meet its obligations to debtholders. The portfolio manager selects the maturity of each investment according to market conditions.

When buying and selling high yield securities, the portfolio manager relies on fundamental analysis of each issuer and its potential in view of its current financial condition, its industry position and economic and market conditions. The portfolio manager considers a security’s features and current price compared to its estimated long-term value, and the earnings potential, credit standing and management of the security’s issuer. The portfolio manager may invest in high yield securities that do not produce income, including defaulted securities and common stock or in companies in a troubled or uncertain financial condition.

The fund also may engage in short selling as permitted by NI 81-102. In determining whether securities of a particular issuer should be sold short, the portfolio manager uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund’s other investment strategies.

In addition, when appropriate, the fund may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund’s investments and from exposure to foreign currencies and/or as a substitute for direct investment. The fund may also enter into repurchase agreements, reverse repurchase agreements and/or securities lending transactions to generate additional income.

The portfolio manager incorporates ESG factors as an input into its security selection process, generally with a focus on absolute return and risk rather than specific impact goals. Integration is based primarily on the fundamental belief that doing so is supportive of superior long-term performance (absolute and risk-adjusted in particular), while responsible stewardship of capital also rewards corporate ESG leaders while pressuring others to adopt better sustainability practices. The fund does not incorporate any specific quantitative targets or thresholds related to any particular ESG scores or metrics (e.g. carbon emissions or otherwise). See “Specific information about each of the mutual funds described in this document – What does the fund invest in? – Investment strategies – Environment, social and governance investing – ESG Methodology” on page 111 for more information.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) commodity risk;
- (b) concentration risk;
- (c) credit risk;
- (d) currency risk;
- (e) derivatives risk;
- (f) equity investment risk;
- (g) floating rate loan risk;
- (h) foreign investment risk;
- (i) interest rate risk;
- (j) investment trust risk;
- (k) large redemption/investor/transaction risk;
- (l) liquidity risk;
- (m) multi-class/series risk;
- (n) securities lending and repurchase and reverse repurchase transactions risk;
- (o) short selling risk;
- (p) small capitalization company risk;
- (q) underlying fund risk;
- (r) tax risk;
- (s) ESG investing risk; and

- (t) cyber security risk.

Additional risks associated with an investment in the ETF units include:

- (a) absence of an active market for the ETF units;
- (b) rebalancing and adjustment risk; and
- (c) trading price of ETF units.

Investment risk classification

The fund's risk classification is based on the fund's returns and the return of a blended index composed of the ICE BofAML US Cash Pay High Yield Index (25%), S&P/TSX North American Preferred Stock Index (10%), S&P/TSX Capped REIT Index (10%), S&P/TSX Dividend Index (30%) and FTSE TMX Canada Universe Bond Index (25%).

Please see "Specific information about each of the mutual funds described in this document – Investment risk classification methodology" on page 126 for a description of how we determined the classification of this fund's risk level.

Distribution Policy

The fund expects to make distributions monthly. **Distributions on mutual fund units are reinvested in additional mutual fund units of the same series of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. For more information see "Specific information about each of the mutual funds described in this document – Dividend/distribution policy" on page 128 of the simplified prospectus.

PURPOSE ENERGY TRANSITION FUND (FORMERLY, PURPOSE GLOBAL CLIMATE OPPORTUNITIES FUND)

Fund Type	Global Equity Fund	
Date Started	Series A units – April 16, 2021 Series F units – April 16, 2021 Series I units – April 16, 2021 ETF units – April 16, 2021	
Management Fee	Series Series A units Series F units Series I units ETF units	Management Fee 1.75% ⁽¹⁾ 0.75% ⁽¹⁾ Investors in Series I units are charged a management fee of up to 0.75% directly by us that is negotiated between the investor and us. ⁽¹⁾ 0.75% ⁽¹⁾
Registered Plan Eligibility	Eligible	
Auditor	Ernst & Young LLP	

Notes:

(1) Plus HST.

What does the fund invest in?

Investment Objectives

The fund seeks to provide investors with long-term capital growth through the selection, management and trading of global positions in equity, debt and derivative securities.

The fund will be global in nature and diversified across small, medium and large capitalization companies with an emphasis on industries, sub-sectors and businesses that are best positioned to contribute to, and benefit from, the fight against climate change.

Investment Strategies

The fund's portfolio will consist primarily of securities that generate capital gains, but may also include investments that generate income. The fund may have exposure to all sectors of the economy, with an emphasis on industries, sub-sectors and businesses that are best positioned to contribute to, and benefit from, the fight against climate change. In managing the portfolio, the portfolio manager intends to use the strategies described below.

The portfolio manager will use bottom-up fundamental analysis to identify attractively valued low-impact businesses, those with greater carbon intensity but high abatement opportunities, technology companies developing and deploying transformational technologies, and businesses related to incremental natural resource demand created by these new technologies. The portfolio manager will not manage to specific quantitative targets around any of these themes as it relates to carbon intensity, magnitude of abatement opportunity or otherwise. Key inputs among businesses with operations relative to these themes will be forecast revenue growth potential incorporating analysis of total addressable market (“TAM”), valuation multiples such as price-to-earnings relative to peers, and evaluation of balance sheet strength. The portfolio

is diversified across technology life-cycle from mature through early adoption, demonstration and prototype.

The portfolio manager will incorporate Environment, Social and Governance (“**ESG**”) analysis into its investment framework, with an emphasis on environmental factors but also with consideration given to social and governance factors. The fund may have exposure to traditional fossil fuel companies with high abatement potential, along with materials companies that extract natural resources critical to key technologies within the energy transition. The theories that (1) energy transition will still involve the use of fossil fuels and (2) renewables deployment will change the nature of resource demand (e.g. copper, lithium, etc.) are central to the portfolio manager’s investment process. In addition, due to the portfolio manager’s interest in higher emissions businesses with high abatement potential, issuers with meaningful carbon footprints will be incorporated in portfolio construction in the event that they have been identified by the portfolio manager to be an abatement leader in an industry relevant to the fund’s core investment strategies.

The incorporation of ESG is not intended to limit the fund’s scope, but to tilt holdings across all industries to those businesses that carry higher ESG ratings based on a combination of third party and internal research. See “Specific information about each of the mutual funds described in this document - What is a mutual fund and what are the risks of investing in a mutual fund? – Investment considerations - Environmental, social and governance investing - ESG methodology” on page 111.

The fund also may engage in short selling as permitted by NI 81-102. In determining whether securities of a particular issuer should be sold short, the portfolio manager uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund’s other investment strategies.

In addition, when appropriate, the fund may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund’s investments and from exposure to foreign currencies and/or as a substitute for direct investment. The fund may also enter into repurchase agreements, reverse repurchase agreements and/or securities lending transactions to generate additional income.

The fund may invest in underlying funds to achieve its objectives. Any underlying funds in which the fund may invest will have an ESG-related focus similar to the fund. See “Specific information about each of the mutual funds described in this document – Investment considerations - Investing in underlying funds” on page 110.

The fund may hold all or a portion of its assets in cash or cash equivalents or invest in short term bonds or money market instruments in response to adverse market, economic and/or political conditions or for liquidity, defensive or other purposes. As a result, the fund may not be fully invested in accordance with its investment objectives.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) market risk;
- (b) foreign investment risk;
- (c) currency risk;

Purpose Energy Transition Fund (formerly, Purpose Global Climate Opportunities Fund)

- (d) liquidity risk;
- (e) sector risk;
- (f) short selling risk;
- (g) reversal of global political consensus around combating climate change risk;
- (h) derivative risk;
- (i) ESG investing risk;
- (j) multi-class/series risk;
- (k) securities lending and repurchase and reverse transaction risk;
- (l) tax risk; and
- (m) cyber security risk.

Additional risks associated with an investment in the ETF units include:

- (a) absence of an active market for the ETF units;
- (b) rebalancing and adjustment risk; and
- (c) trading price of ETF units.

Investment risk classification

The fund's risk classification is based on the fund's returns and the return of the 100% Solactive Climate Change Total Return Index.

Please see "Specific information about each of the mutual funds described in this document – Investment risk classification methodology" on page 126 for a description of how we determined the classification of this fund's risk level.

Distribution Policy

The fund expects to make distributions annually, if any. **Distributions on mutual fund units are reinvested in additional mutual fund units of the same series of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains are made annually in February. Year end distributions will be payable in cash only. For more information see "Specific information about each of the mutual funds described in this document – Dividend/distribution policy" on page 128 of the simplified prospectus.

PURPOSE ENHANCED PREMIUM YIELD FUND

Fund Type	Equity fund	
Date Started	Series A shares – November 3, 2014 Series F shares – November 3, 2014 Series I shares – November 3, 2014 Series UF shares – November 3, 2014 ETF shares – April 29, 2019	
Management Fee	Series Series A shares Series F shares Series I shares Series UF shares ETF shares	Management Fee 1.50% ⁽¹⁾ 0.75% ⁽¹⁾ Holders of Series I shares pay a negotiated management fee directly to Purpose of up to 0.75% ⁽¹⁾ 0.75% ⁽¹⁾ 0.75% ⁽¹⁾
Registered Plan Eligibility	Eligible	
Investment Advisor	Neuberger Berman Canada ULC	
Auditor	Ernst & Young LLP	

Note:

(1) Plus HST.

What does the fund invest in?

Investment Objectives

The fund seeks to provide shareholders with long-term capital appreciation and high monthly income by investing in equity markets including by (a) writing cash covered put options to receive premiums and reduce the net cost of acquiring securities and (b) directly investing in equity securities and writing call options on these securities to receive dividends and premiums.

The fundamental investment objective of the fund cannot be changed without the approval of the fund's shareholders.

Investment Strategies

To achieve its investment objectives, the fund will use various portfolio selection strategies to invest in (a) a broad range of equity securities and cash in order to create long term value, generate regular income and reduce risk over the investment period and (b) a broad range of derivative instruments in compliance with Canadian securities laws to enhance portfolio income, offer long-term capital appreciation and preserve capital.

The fund also may engage in short selling as permitted by NI 81-102. In determining whether securities of a particular issuer should be sold short, the portfolio manager uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund's other investment strategies.

In addition, when appropriate, the fund may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund's investments and from exposure to foreign currencies and/or as a substitute for direct investment. The fund may also enter into securities lending transactions to generate additional income.

The sub-advisor incorporates a proprietary ESG factor as an input into its security selection process, generally with a focus on absolute return and risk rather than specific impact goals. Integration is based primarily on the fundamental beliefs that doing so is supportive of superior long-term performance (absolute and risk-adjusted), and responsible stewardship of capital rewards corporate ESG leaders while encouraging others to adopt better sustainability practices. The fund does not incorporate any specific quantitative targets or thresholds related to any particular ESG scores or metrics (e.g. carbon emissions or otherwise). See "Specific information about each of the mutual funds described in this document – What does the fund invest in? – Investment strategies – Environment, social and governance investing – ESG Methodology" on page 111 for more information.

The fund may invest up to 100% of its assets in foreign securities and will be exposed to securities traded in foreign currencies. The fund may, in the manager's discretion, enter into currency hedging transactions (including currency forward contracts) to reduce the effects of changes in the value of foreign currencies relative to the value of the Canadian dollar.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) fluctuations in NAV and NAV per share;
- (b) risk of loss;
- (c) capital depreciation risk;
- (d) equity investment risk;
- (e) asset class risk;
- (f) currency risk;
- (g) derivative risk;
- (d) short selling risk;
- (h) collateral risk;
- (i) counterparty risk;
- (j) credit risk;
- (k) debt securities risk;
- (l) futures contract liquidity risk;

- (m) futures contract margin risk;
- (n) interest rate risk;
- (o) distribution in specie risk;
- (p) reliance on the manager and investment advisor risk;
- (q) liquidity risk;
- (r) absence of an active market for the ETF Shares;
- (s) fund corporation risk;
- (t) tax risk;
- (u) changes in legislation;
- (v) cease trading of constituent securities risk;
- (w) securities lending and repurchase and reverse repurchase transaction risk;
- (x) ESG investing risk; and
- (y) cyber security risk.

Additional risks associated with an investment in the ETF shares include:

- (a) absence of an active market for the ETF shares;
- (b) rebalancing and adjustment risk; and
- (c) trading price of ETF shares

Investment risk classification

The fund's risk classification is based on the fund's returns and the return of a blended index composed of the CBOE S&P 500 PutWrite Index (USD) (80%) and CBOE S&P 500 PutWrite Index (CAD) (20%).

Please see "Specific information about each of the mutual funds described in this document – Investment risk classification methodology" on page 126 for a description of how we determined the classification of this fund's risk level.

Dividend Policy

The fund expects to make distributions monthly. **Distributions on mutual fund shares are reinvested in additional mutual fund shares of the same series of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains, if any, are made annually in February. For more information see "Specific information about each of the mutual funds described in this document – Dividend/distribution policy" on page 128 of the simplified prospectus.

PURPOSE GLOBAL RESOURCE FUND

Fund Type	Resource equity fund	
Date Started	Series A shares – June 19, 2006 Series F shares – June 19, 2006	
Management Fee	Series Series A shares Series F shares	Management Fee 1.90% ⁽¹⁾ 0.90% ⁽¹⁾
Registered Plan Eligibility	Eligible	
Auditor	Ernst & Young LLP	

Note:

(1) Plus HST.

What does the fund invest in?

Investment Objectives

The fundamental investment objective of the fund is to provide current income and long-term capital appreciation by investing primarily in a diversified portfolio of North American resource equity and income securities, including dividend paying or distribution paying North American resource equity and income securities such as common shares, income trust units, convertible bonds, and, to a lesser extent, interest-bearing securities such as corporate bonds. The fund may, from time to time, engage in the short-selling of securities that the portfolio manager believes are overvalued.

The fundamental investment objective of the fund cannot be changed without the approval of the fund's shareholders.

Investment Strategies

The fund's investment strategy entails initially investing in shares of resource issuers engaged in oil and gas or mining exploration, development or production or energy production, including alternative energy production such as from wind, and that (i) have experienced management; (ii) have a strong exploration program in place; (iii) may require time to mature; and (iv) offer potential for future growth. It is anticipated that the resource issuers will include a significant number of junior issuers.

The portfolio manager will manage the investment portfolio so as to achieve capital appreciation of the fund's investments. This continuing investment management program may involve the divestiture of shares and other investments and the reinvestment of the net proceeds from such dispositions in securities of resource issuers, as well as other issuers in the oil and gas, mining, pulp and paper, and forestry industries, energy producers and related resource business issuers, such as pipeline or service companies and utilities. The portfolio manager may also consider non-investment factors such as cash flow and liquidity requirements, hold periods and restrictions.

The fund's portfolio will consist primarily of investments which generate capital gains, but will also include investments which generate income. In managing the portfolio, the portfolio manager intends to use the strategies described below.

The fund may invest in underlying funds to achieve its investment objectives. See “Specific information about each of the mutual funds described in this document – Investment considerations - Investing in underlying funds” on page 110.

The portfolio manager will make investments in securities which it believes are undervalued based on its traditional fundamental research and analysis of such securities. These will include, in particular, securities of issuers with improving fundamentals such as growing revenues and earnings, strong balance sheets and solid management, capital structure and business franchises.

The portfolio manager will manage the relative weightings of the long and short positions in the fund’s portfolio to achieve its investment objective. The fund’s net market exposure will depend on, among other things, the portfolio manager’s view of domestic and international economic and market trends. The total market value of the fund’s short positions at any time will not exceed the total market value of its long positions. As a result, the fund will at no time have negative market exposure. The fund will be limited to short selling up to 20% of its net assets.

The portfolio manager may participate in special warrant arbitrage situations by purchasing special warrant securities of an issuer while selling short the securities which underlie the special warrants. In so doing, the portfolio manager will attempt to take advantage of a spread between the price of the special warrant securities and the price of the underlying securities.

The portfolio manager may participate in merger arbitrage situations by purchasing securities of an issuer that is the target in a proposed merger and selling short the securities of the acquiror. Where the consideration offered to the Shareholders of the target includes securities of the acquiror, the fund may be able to take advantage of instances where the target’s securities trade below the announced offer price, reflecting the time value of money and the possibility that the transaction may not be completed.

The portfolio manager may participate in convertible arbitrage situations by purchasing convertible securities of an issuer while short selling the underlying securities into which such convertible securities may be converted. In doing so, the portfolio manager will attempt to take advantage of mis-pricing between the market price of the convertible securities and the underlying securities.

The portfolio manager may trade in securities of issuers that may be involved in a restructuring or a business unit spin-off in order to take advantage of the differences in the market value of the securities of the original issuer versus those of the spun-off entities.

The fund also may engage in short selling as permitted by NI 81-102. In determining whether securities of a particular issuer should be sold short, the portfolio manager uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund’s other investment strategies.

In addition, when appropriate, the fund may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund’s investments and from exposure to foreign currencies and/or as a substitute for direct investment. The fund may also enter into repurchase agreements, reverse repurchase agreements and/or securities lending transactions to generate additional income.

The portfolio manager incorporates ESG factors as an input into its security selection process, generally with a focus on absolute return and risk rather than specific impact goals. Integration is based primarily on the fundamental belief that doing so is supportive of superior long-term performance (absolute and risk-

adjusted in particular), while responsible stewardship of capital also rewards corporate ESG leaders while pressuring others to adopt better sustainability practices. The fund does not incorporate any specific quantitative targets or thresholds related to any particular ESG scores or metrics (e.g. carbon emissions or otherwise). See “Specific information about each of the mutual funds described in this document – What does the fund invest in? – Investment strategies – Environment, social and governance investing – ESG Methodology” on page 111 for more information.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) resource industry risk;
- (b) income trust risk;
- (c) fluctuations in NAV and NAV per share/NAV per unit;
- (d) market risk;
- (e) small capitalization company risk;
- (f) foreign investment risk;
- (g) currency risk;
- (h) short selling risk;
- (i) liquidity risks;
- (j) sector risk;
- (k) derivative risk;
- (l) multi-class/series risk;
- (m) tax risk;
- (n) securities lending and repurchase and reverse repurchase risk;
- (o) underlying fund risk;
- (p) ESG investing risk; and
- (q) cyber security risk.

Investment risk classification

The fund’s risk classification is based on the fund’s returns and the return of the S&P/TSX Composite Index (CAD).

Please see “Specific information about each of the mutual funds described in this document – Investment risk classification methodology” on page 126 for a description of how we determined the classification of this fund’s risk level.

Dividend Policy

The fund expects to make distributions annually, if any. **Distributions on mutual fund shares are reinvested in additional mutual fund shares of the same series of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains, if any, are made annually in February. For more information see “Specific information about each of the mutual funds described in this document – Dividend/distribution policy” on page 128 of the simplified prospectus.

PURPOSE SPECIAL OPPORTUNITIES FUND

Fund Type	Special opportunities Canadian fund	
Date Started	Series A shares – April 12, 1990 Series F shares – April 12, 1990	
Management Fee	Series Series A shares Series F shares	Management Fee 2.50% ⁽¹⁾ 1.50% ⁽¹⁾
Registered Plan Eligibility	Eligible	
Auditor	Ernst & Young LLP	

Note:

(1) Plus HST.

What does the fund invest in?

Investment Objectives

The investment objective of the fund is to seek capital appreciation through investment in equity securities of companies whose product, service or management team the portfolio manager believes can realize value and growth. The portfolio manager may rely on “top down” fundamental research to identify equity securities of companies in a particular industry or sector, but portfolio diversification will be driven primarily from the fund’s investments, as opposed to targeting sector weights.

The fundamental investment objective of the fund cannot be changed without the approval of the fund’s shareholders.

Investment Strategies

The portfolio manager will employ alternative investment strategies, including event-related special situations investing (including, for instance, investment in securities of issuers undergoing or undertaking tenders, mergers and acquisitions, liquidations, spin-offs and recapitalizations) and the purchase of undervalued shares in the equity markets.

The fund may invest in foreign securities up to a maximum of 40% of the total cost of the fund’s property. Typically, the fund invests between 0 - 10% of the total cost of the fund’s property in foreign securities.

The fund also may engage in short selling as permitted by NI 81-102. In determining whether securities of a particular issuer should be sold short, the portfolio manager uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund’s other investment strategies.

In addition, when appropriate, the fund may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund’s investments and from exposure to foreign currencies and/or as a substitute for direct investment.

The portfolio manager incorporates ESG factors as an input into its security selection process, generally with a focus on absolute return and risk rather than specific impact goals. Integration is based primarily on

the fundamental belief that doing so is supportive of superior long-term performance (absolute and risk-adjusted in particular), while responsible stewardship of capital also rewards corporate ESG leaders while pressuring others to adopt better sustainability practices. The fund does not incorporate any specific quantitative targets or thresholds related to any particular ESG scores or metrics (e.g. carbon emissions or otherwise). See “Specific information about each of the mutual funds described in this document – What does the fund invest in? – Investment strategies – Environment, social and governance investing – ESG Methodology” on page 111 for more information.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) market risk;
- (b) small capitalization company risk;
- (c) foreign investment risk;
- (d) currency risk;
- (e) liquidity risk;
- (f) sector risk;
- (g) short selling risk;
- (h) derivative risk;
- (i) multi-class/series risk;
- (j) securities lending and repurchase and reverse repurchase risk;
- (k) tax risk;
- (l) ESG investing risk; and
- (m) cyber security risk.

Investment risk classification

The fund’s risk classification is based on the fund’s returns and the return of the S&P/TSX Composite Index (CAD).

Please see “Specific information about each of the mutual funds described in this document – Investment risk classification methodology” on page 126 for a description of how we determined the classification of this fund’s risk level.

Dividend Policy

The fund expects to make distributions annually, if any. **Distributions on mutual fund shares are reinvested in additional mutual fund shares of the same series of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to

time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains, if any, are made annually in February. For more information see “Specific information about each of the mutual funds described in this document – Dividend/distribution policy” on page 128 of the simplified prospectus.

PURPOSE GLOBAL BOND CLASS

Fund Type	Global bond fund	
Date Started	Series A shares – December 18, 2013 Series F shares – December 18, 2013 ETF shares – December 18, 2013 U.S. dollar denominated ETF non-currency hedged shares – April 14, 2023	
Management Fee	Series	Management Fee
	Series A shares	1.00% ⁽¹⁾
	Series F shares	0.50% ⁽¹⁾
	ETF shares and U.S. dollar denominated ETF non-currency hedged shares	0.50% ⁽¹⁾
Registered Plan Eligibility	Eligible	
Auditor	Ernst & Young LLP	

Note:

(1) Plus HST.

What does the fund invest in?***Investment Objectives***

The investment objective of the fund is to provide Shareholders with exposure to a diversified portfolio of corporate, government or other bonds, and debt instruments or debt-like securities, of investment grade and noninvestment grade North American and/or international issuers. This could include investments in corporate bonds, notes, floating rate notes, convertible bonds, preferred shares, bank loans, government bonds or other income-producing securities.

The fundamental investment objective of the fund cannot be changed without the approval of the fund's shareholders.

Investment Strategies

The fund will obtain exposure primarily to a portfolio (the "Portfolio") of government and corporate investment grade fixed income securities from around the world, the average rating of which will be investment grade.

The fund may invest up to 20% of its net asset value in high yield fixed income securities rated below investment grade and up to 15% of its net asset value in structured corporate credit products such as CLO debt tranches and other types of asset-backed securities.

The fund may also invest, in each case as permitted by Canadian securities laws, in:

- corporate and sovereign securities and, without limitation across the capital structure, senior secured debt, senior unsecured debt, subordinated debt, convertible debt, fixed and floating rate debt, bank loans, company-specific and market-linked fixed income derivatives, as well as other fixed income investment products as determined by the sub-advisor;

- underlying funds and ETFs; and
- other fixed income securities.

The fund also may engage in short selling as permitted by NI 81-102. In determining whether securities of a particular issuer should be sold short, the portfolio manager uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund's other investment strategies.

In addition, when appropriate, the fund may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund's investments and from exposure to foreign currencies and/or as a substitute for direct investment. The fund may enter into securities lending transactions to seek to generate additional income.

The fund will maintain long and short positions and, at times, may be long and short different securities of the same issuer. Portfolio returns may be generated by a combination of interest income and capital gains on securities. The fund may pursue capital structure arbitrage, relative value and other opportunistic situations, as well as take outright long and short positions.

The portfolio manager incorporates ESG factors as an input into its security selection process, generally with a focus on absolute return and risk rather than specific impact goals. Integration is based primarily on the fundamental belief that doing so is supportive of superior long-term performance (absolute and risk-adjusted in particular), while responsible stewardship of capital also rewards corporate ESG leaders while pressuring others to adopt better sustainability practices. The fund does not incorporate any specific quantitative targets or thresholds related to any particular ESG scores or metrics (e.g. carbon emissions or otherwise). See "Specific information about each of the mutual funds described in this document – What does the fund invest in? – Investment strategies – Environment, social and governance investing – ESG methodology" on page 111 for more information.

The fund's portfolio holdings will be reconstituted and rebalanced in the discretion of the manager. The fund's manager may, in its discretion, change the frequency with which the Portfolio is reconstituted and rebalanced. Generally, a substantial portion of the foreign currency exposure within the Portfolio will be hedged back to the Canadian dollar by using derivatives including currency forward contracts in the manager's discretion. Up to 100% of the fund's assets may be invested in foreign securities.

The fund may obtain its exposure to the Portfolio by investing up to 100% of its net assets in units of Purpose Global Bond Fund.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- underlying fund risk;
- capital depreciation risk;
- collateral risk;
- credit risk;

- (e) debt securities risk;
- (f) short selling risk;
- (g) interest rate risk;
- (h) liquidity risk;
- (i) suspension of subscriptions risk;
- (j) securities lending and repurchase and reverse repurchase transaction risk;
- (k) reliance on the manager and investment advisor (or sub-advisor) risk;
- (l) tax risk;
- (m) ESG investing risk; and
- (n) cyber security risk.

Additional risks associated with an investment in the ETF shares and U.S. dollar denominated ETF non-currency hedged shares include:

- (a) absence of an active market for the ETF shares and U.S. dollar denominated ETF non-currency hedged shares;
- (b) rebalancing and adjustment risk; and
- (c) trading price of ETF shares and U.S. dollar denominated ETF non-currency hedged shares.

Investment risk classification

The fund's risk classification is based on the fund's returns and the return of Purpose Global Bond Fund (the underlying fund).

Please see “Specific information about each of the mutual funds described in this document – Investment risk classification methodology” on page 126 for a description of how we determined the classification of this fund's risk level.

Dividend Policy

The fund expects to make distributions monthly. **Distributions on mutual fund shares are reinvested in additional mutual fund shares of the same series of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains are made annually in February. Monthly distributions are targeted at approximately \$0.04167 per share (\$0.50 per annum). For more information see “Specific information about each of the mutual funds described in this document – Dividend/distribution policy” on page 128 of the simplified prospectus.

PURPOSE GLOBAL INNOVATORS FUND

Fund Type	Global equity fund	
Date Started	Series A shares – July 6, 2011 Series F shares – July 6, 2011 ETF shares – March 5, 2018	
Management Fee	Series	Management Fee
	Series A shares	1.75% ⁽¹⁾
	Series F shares	0.75% ⁽¹⁾
	ETF shares	0.75% ⁽¹⁾
Registered Plan Eligibility	Eligible	
Auditor	Ernst & Young LLP	

Note:

(1) Plus HST.

What does the fund invest in?

Investment Objectives

The fund seeks to provide shareholders with long term capital growth through the selection, management and strategic sector rotation and trading of global positions in equity, debt and derivative securities.

The fund may have exposure to all sectors of the economy, with the ability to focus its assets in specific industry sectors and asset classes based on analysis of business cycles, industry sectors and market outlook. The fund will be global in nature and invest in small, medium and large cap companies.

Investment Strategies

The fund's portfolio will consist primarily of investments which generate capital gains, but will also include investments which generate income. In managing the portfolio, the portfolio manager intends to use the strategies described below.

The fund will examine macroeconomic events that result in shifts in behaviour and supply and demand in the market in both traditional and new industries. In traditional industries such as oil and gas and mining, the fund will focus on investing in companies with emerging technologies and new discoveries that improve and enhance operations and productivity but may consider other investment factors such as cash flow and liquidity requirements, hold periods and restrictions, risk factors, stop-loss containment and tax efficient distributions.

The portfolio manager will make investments in securities which it believes are undervalued based on its traditional fundamental research and analysis of such securities. These will include, in particular, securities of issuers with improving fundamentals such as growing revenues and earnings, strong balance sheets and solid management, capital structure and business franchises.

The portfolio manager will manage the relative weightings of the long and short positions in the fund's portfolio to achieve its investment objective. The fund's net market exposure will depend on, among other things, the portfolio manager's view of domestic and international economic and market trends. The total market value of the fund's short positions at any time will not exceed the total market value of its long

positions. As a result, the fund will at no time have negative market exposure. The fund will be limited to short selling up to 20% of its net assets.

The portfolio manager may participate in special warrant arbitrage situations by purchasing special warrant securities of an issuer while selling short the securities which underlie the special warrants. In so doing, the portfolio manager will attempt to take advantage of a spread between the price of the special warrant securities and the price of the underlying securities.

The portfolio manager may participate in merger arbitrage situations by purchasing securities of an issuer that is the target in a proposed merger and selling short the securities of the acquirer. Where the consideration offered to the Shareholders of the target includes securities of the acquirer, the fund may be able to take advantage of instances where the target's securities trade below the announced offer price, reflecting the time value of money and the possibility that the transaction may not be completed.

The portfolio manager may participate in convertible arbitrage situations by purchasing convertible securities of an issuer while short selling the underlying securities into which such convertible securities may be converted. In doing so, the portfolio manager will attempt to take advantage of mis-pricing between the market price of the convertible securities and the underlying securities.

The portfolio manager may trade in securities of issuers that may be involved in a restructuring or a business unit spin-off in order to take advantage of the differences in the market value of the securities of the original issuer versus those of the spun-off entities.

The fund also may engage in short selling as permitted by NI 81-102. In determining whether securities of a particular issuer should be sold short, the portfolio manager uses the same analysis that is described above for deciding whether to purchase the securities. The fund will engage in short selling as a complement to the fund's other investment strategies.

In addition, when appropriate, the fund may also use derivatives for both hedging and non-hedging purposes, including but not limited to options, futures contracts, forward contracts and swaps as permitted by Canadian securities laws, to hedge market exposure to protect capital, to generate income, hedge against losses from changes in the prices of the fund's investments and from exposure to foreign currencies and/or as a substitute for direct investment. The fund may also enter into repurchase agreements, reverse repurchase agreements and/or securities lending transactions to generate additional income.

The fund may invest in underlying funds to achieve its investment objectives. See "Specific information about each of the mutual funds described in this document – Investment considerations - Investing in underlying funds" on page 110.

What are the risks of investing in the fund?

The direct and indirect risks of investing in the fund include:

- (a) market risk;
- (b) foreign investment risk;
- (c) currency risk;
- (d) liquidity risk;

- (e) sector risk;
- (f) short selling risk;
- (g) derivative risk;
- (h) multi-class/series risk;
- (i) securities lending and repurchase and reverse transaction risk;
- (j) tax risk; and
- (k) cyber security risk.

Additional risks associated with an investment in the ETF shares include:

- (a) absence of an active market for the ETF shares;
- (b) rebalancing and adjustment risk; and
- (c) trading price of ETF shares.

Investment risk classification

The fund's risk classification is based on the fund's returns and the return of the S&P 500 Index (USD).

Please see "Specific information about each of the mutual funds described in this document – Investment risk classification methodology" on page 126 for a description of how we determined the classification of this fund's risk level.

Dividend Policy

The fund expects to make distributions annually. **Distributions on mutual fund shares are reinvested in additional mutual fund shares of the same series of the fund unless you tell your dealer to inform us that you want them in cash.** Distributions are not guaranteed and may change from time to time at our discretion. Distributions of any excess income are determined and made annually and distributions of any excess capital gains are made annually in February. For more information see "Specific information about each of the mutual funds described in this document – Dividend/distribution policy" on page 128 of the simplified prospectus.

PURPOSE FUNDS

You will find more information about each fund in its fund facts, management reports of fund performance, financial statements and ETF Facts. These documents are incorporated by reference into this simplified prospectus, which means they legally form part of this simplified prospectus just as if they were printed as part of this simplified prospectus.

You can get a copy of these documents, at your request, and at no cost, by calling toll-free at 1-877-789-1517, by emailing us at info@purposeinvest.com or by contacting your dealer.

You can also get copies of this simplified prospectus, the fund facts, the management reports of fund performance, the financial statements and the ETF Facts from the Purpose website at www.purposeinvest.com.

These documents and other information about the funds, such as information circulars and material contracts, are also available at www.sedar.com.

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