

ScotiaFunds®

Scotia Wealth Pools Pinnacle Portfolios

Annual Information Form

May 21, 2021

SCOTIA TRUST FUNDS

Cash Equivalent Funds

Scotia Money Market Fund (Pinnacle Series, Series A, Series I, Series K, Series M and Premium Series¹ units)

Scotia Premium T-Bill Fund (Series A units)²

Scotia T-Bill Fund (Series A units)

Scotia U.S. \$ Money Market Fund (Series A and Series M units)

Income Funds

1832 AM Global Credit Pool (Series I units)[†]

1832 AM Investment Grade Canadian Corporate Bond Pool (Series I units)

1832 AM U.S. \$ Investment Grade U.S. Corporate Bond Pool (Series I, Series K units and Series M units)

Scotia Canadian Bond Fund (Series A, Series I and Series M units)

Scotia Canadian Income Fund (Series A, Series F, Series I, Series K and Series M units)

Scotia Conservative Fixed Income Portfolio (Series A units)

Scotia Global Bond Fund (Series A, Series F and Series I units)

Scotia Low Carbon Canadian Fixed Income Fund (Series A, Series F, Series I, Series K and Series M units)

Scotia Mortgage Income Fund (Series A, Series F, Series I, Series K and Series M units)

Scotia U.S. \$ Bond Fund (Series A, Series F, Series K and Series M units)

Scotia Wealth American Core-Plus Bond Pool (Pinnacle Series, Series F and Series I units)[†]

Scotia Wealth Canadian Core Bond Pool (Pinnacle Series, Series F and Series I units)[†]

Scotia Wealth Canadian Corporate Bond Pool (Series I, Series K and Series M units)[†]

Scotia Wealth Canadian Preferred Share Pool (Series I, Series K and Series M units)[†]

Scotia Wealth Floating Rate Income Pool (Series I, Series K and Series M units)[†]

Scotia Wealth Global High Yield Pool (Pinnacle Series, Series F, Series I and Series M units)[†]

Scotia Wealth High Yield Bond Pool (Series I and Series K units)[†]

Scotia Wealth High Yield Income Pool (Pinnacle Series, Series F, Series I, Series K and Series M units)[†]

Scotia Wealth Income Pool (Pinnacle Series, Series F and Series I units)[†]

Scotia Wealth Short-Mid Government Bond Pool (Series I, Series K and Series M units)[†]

Scotia Wealth Short Term Bond Pool (Series I, Series K and Series M units)[†]
Scotia Wealth Total Return Bond Pool (Series M units)[†]

Balanced Funds

Scotia Canadian Balanced Fund (Series A, Series D and Series F units)
Scotia Diversified Balanced Fund (Series A, Series D and Series F units)
Scotia Diversified Monthly Income Fund (Series A, Series D, Series F and Series M units)
Scotia Dividend Balanced Fund (Series A, Series D and Series I units)
Scotia Global Balanced Fund (Series A, Series D and Series I units)
Scotia Income Advantage Fund (Series A, Series D, Series K and Series M units)
Scotia Low Carbon Global Balanced Fund (Series A and Series F units)
Scotia U.S. \$ Balanced Fund (Series A units)
Scotia Wealth Strategic Balanced Pool (Pinnacle Series and Series F units)[†]

Equity Funds

Canadian and U.S. Equity Funds

1832 AM Canadian All Cap Equity Pool (Series I units)[†]
1832 AM Fundamental Canadian Equity Pool (Series I units)[†]
Scotia Canadian Dividend Fund (Series A, Series F, Series I, Series K and Series M units)
Scotia Canadian Equity Fund (Series A, Series F and Series I units)
Scotia Canadian Growth Fund (Series A, Series F and Series I units)
Scotia Canadian Small Cap Fund (Series A, Series F, Series I, Series K and Series M units)
Scotia Resource Fund (Series A, Series F and Series I units)
Scotia U.S. Dividend Fund (Series A and Series I units)
Scotia U.S. Equity Fund (Series A, Series F and Series I units)
Scotia U.S. Opportunities Fund (Series A, Series F and Series I units)
Scotia Wealth Canadian Equity Pool (Series I, Series K and Series M units)[†]
Scotia Wealth Canadian Growth Pool (Pinnacle Series, Series F and Series I units)[†]
Scotia Wealth Canadian Mid Cap Pool (Pinnacle Series, Series F and Series I units)[†]
Scotia Wealth Canadian Small Cap Pool (Pinnacle Series, Series F, Series I and Series M units)[†]
Scotia Wealth Canadian Value Pool (Pinnacle Series, Series F and Series I units)[†]
Scotia Wealth North American Dividend Pool (Series K and Series M units)[†]
Scotia Wealth Real Estate Income Pool (Series I, Series K and Series M units)[†]
Scotia Wealth U.S. Dividend Pool (Series I, Series K and Series M units)[†]
Scotia Wealth U.S. Large Cap Growth Pool (Pinnacle Series, Series F, Series I and Series M units)[†]
Scotia Wealth U.S. Mid Cap Value Pool (Pinnacle Series, Series F, Series I and Series M units)[†]
Scotia Wealth U.S. Value Pool (Pinnacle Series, Series F and Series I units)[†]

International Equity Funds

1832 AM Emerging Markets Equity Pool (Series I units)[^]
1832 AM International Growth Equity Pool (Series I units)[†]
Scotia European Equity Fund (Series A, Series F and Series I units)
Scotia International Equity Fund (Series A, Series F and Series I units)
Scotia Wealth Emerging Markets Pool (Pinnacle Series, Series F, Series I and Series M units)[†]

Scotia Wealth International Core Equity Pool (Series I, Series K and Series M units)[†]
Scotia Wealth International Equity Pool (Pinnacle Series, Series F and Series I units)[†]
Scotia Wealth International Small to Mid Cap Value Pool (Pinnacle Series, Series F and Series I units)[†]

Global Equity Funds

Scotia Global Dividend Fund (Series A and Series I units)
Scotia Global Equity Fund (Series A, Series F and Series I units)
Scotia Global Growth Fund (Series A, Series F and Series I units)
Scotia Global Small Cap Fund (Series A, Series F and Series I units)
Scotia Low Carbon Global Equity Fund (Series A, Series F, Series I, Series K and Series M units)
Scotia Wealth Global Equity Pool (Pinnacle Series, Series F, Series I and Series M units)[†]
Scotia Wealth Global Infrastructure Pool (Pinnacle Series, Series F, Series I and Series M units)[†]
Scotia Wealth Global Real Estate Pool (Pinnacle Series, Series F and Series I units)[†]
Scotia Wealth World Infrastructure Pool (Series I, Series K and Series M units)[†]

Index Funds

Scotia Canadian Bond Index Fund (Series A, Series D, Series F and Series I units)
Scotia Canadian Equity Index Fund (Series A, Series D, Series F and Series I units)
Scotia CanAm Index Fund (Series A and Series F units)³
Scotia International Equity Index Fund (Series A, Series D, Series F and Series I units)
Scotia Nasdaq Index Fund (Series A, Series D and Series F units)
Scotia U.S. Equity Index Fund (Series A, Series D, Series F and Series I units)

Specialty Fund

Scotia Wealth Premium Payout Pool (Series I, Series K and Series M units)[†]

Portfolio Solutions

Scotia Selected® Portfolios

Scotia Selected Income Portfolio (Series A and Series T units)
Scotia Selected Balanced Income Portfolio (Series A, Series F and Series T units)
Scotia Selected Balanced Growth Portfolio (Series A, Series F and Series T units)
Scotia Selected Growth Portfolio (Series A, Series F and Series T units)
Scotia Selected Maximum Growth Portfolio (Series A, Series F and Series T units)

Scotia Partners Portfolios®

Scotia Partners Income Portfolio (Series A and Series T units)
Scotia Partners Balanced Income Portfolio (Series A, Series F and Series T units)
Scotia Partners Balanced Growth Portfolio (Series A, Series F and Series T units)
Scotia Partners Growth Portfolio (Series A, Series F and Series T units)
Scotia Partners Maximum Growth Portfolio (Series A, Series F and Series T units)

Scotia INNOVA Portfolios®

Scotia INNOVA Income Portfolio (Series A and Series T units)
Scotia INNOVA Balanced Income Portfolio (Series A and Series T units)
Scotia INNOVA Balanced Growth Portfolio (Series A and Series T units)
Scotia INNOVA Growth Portfolio (Series A and Series T units)
Scotia INNOVA Maximum Growth Portfolio (Series A and Series T units)

Scotia Aria® Portfolios

Scotia Aria Conservative Build Portfolio (Premium Series units)
Scotia Aria Conservative Defend Portfolio (Premium Series, Premium TL Series, Premium T Series and Premium TH Series units)
Scotia Aria Conservative Pay Portfolio (Premium Series, Premium TL Series, Premium T Series and Premium TH Series units)
Scotia Aria Moderate Build Portfolio (Premium Series units)
Scotia Aria Moderate Defend Portfolio (Premium Series, Premium TL Series, Premium T Series and Premium TH Series units)
Scotia Aria Moderate Pay Portfolio (Premium Series, Premium TL Series, Premium T Series and Premium TH Series units)
Scotia Aria Progressive Build Portfolio (Premium Series units)
Scotia Aria Progressive Defend Portfolio (Premium Series, Premium TL Series, Premium T Series and Premium TH Series units)
Scotia Aria Progressive Pay Portfolio (Premium Series, Premium TL Series, Premium T Series and Premium TH Series units)
Scotia Aria Equity Build Portfolio (Premium Series units)
Scotia Aria Equity Defend Portfolio (Premium Series, Premium TL Series, Premium T Series and Premium TH Series units)
Scotia Aria Equity Pay Portfolio (Premium Series, Premium TL Series, Premium T Series and Premium TH Series units)

Pinnacle Portfolios

Pinnacle Balanced Portfolio (Series A and Series F units)

SCOTIA CORPORATE CLASS FUNDS*

Scotia Canadian Dividend Class (Series A shares)
Scotia Canadian Equity Blend Class (Series A shares)
Scotia U.S. Equity Blend Class (Series A shares)
Scotia International Equity Blend Class (Series A shares)
Scotia Global Dividend Class (Series A shares)
Scotia Partners Balanced Income Portfolio Class (Series A and Series T shares)
Scotia Partners Balanced Growth Portfolio Class (Series A and Series T shares)
Scotia Partners Growth Portfolio Class (Series A and Series T shares)
Scotia Partners Maximum Growth Portfolio Class (Series A and Series T shares)

Scotia INNOVA Income Portfolio Class (Series A shares)⁴
Scotia INNOVA Balanced Income Portfolio Class (Series A and Series T shares)
Scotia INNOVA Balanced Growth Portfolio Class (Series A and Series T shares)
Scotia INNOVA Growth Portfolio Class (Series A and Series T shares)
Scotia INNOVA Maximum Growth Portfolio Class (Series A and Series T shares)

*Classes of Scotia Corporate Class Inc.

† Prior to May 21, 2021, this “1832 AM” pool was named a “Scotia Private” pool.

‡ Prior to May 21, 2021, this “Scotia Wealth” pool was named a “Scotia Private” pool.

^ Prior to May 21, 2021, this fund was named Scotia Emerging Markets Equity Fund.

¹ Effective August 8, 2016, Premium Series units of this Fund are no longer offered.

² Effective November 10, 2017, units of this Fund are no longer offered.

³ Effective July 24, 2015, units of this Fund are no longer offered.

⁴ Effective April 12, 2013, shares of this Fund are no longer offered. This fund may be re-opened at a later date.

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

Securities of the Funds offered under this annual information form are not registered with the U.S. Securities and Exchange Commission. Securities of the Funds may be offered and sold in the United States only in reliance on exemptions from registration.

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INTRODUCTION

In this document:

Board means the board of directors of the Corporation;

Corporation means Scotia Corporate Class Inc.;

Corporate Funds refers to the ScotiaFunds that are classes of shares of the Corporation and *Corporate Fund* refers to any of them;

Fund or *Funds* means a Corporate Fund or a Trust Fund, as applicable, that is listed in this annual information form and where the context requires, refers to ScotiaFunds, whether a Corporate Fund, a Trust Fund or an LP Fund;

LP Funds refers to any fund structured as a limited partnership established from time to time in which one or more Corporate Funds may invest, and *LP Fund* refers to any of them;

Manager, 1832 LP, we, us, and our refer to 1832 Asset Management L.P.;

Pinnacle Portfolio refers to the Pinnacle Balanced Portfolio;

Portfolios or *Portfolio Funds* refers to the Pinnacle Balanced Portfolio, Scotia INNOVA Portfolios, Scotia Partners Portfolios, Scotia Aria Portfolios and Scotia Selected Portfolios that are listed in this annual information form and *Portfolio* or *Portfolio Funds* refers to any of them;

Scotiabank includes The Bank of Nova Scotia (Scotiabank[®]) and its affiliates, including The Bank of Nova Scotia Trust Company (Scotiabank[®]), 1832 Asset Management L.P., Scotia Securities Inc. and Scotia Capital Inc. (including ScotiaMcLeod[®] and Scotia iTRADE[®], each a division of Scotia Capital Inc.);

ScotiaFunds refers to all of our mutual funds and the series thereof which are offered under separate simplified prospectuses under the ScotiaFunds[®] brand;

Scotia Aria Portfolios refers to Aria Conservative Build, Aria Conservative Defend, Aria Conservative Pay, Aria Moderate Build, Aria Moderate Defend, Aria Moderate Pay, Aria Progressive Build, Aria Progressive Defend, Aria Progressive Pay, Aria Equity Build, Aria Equity Defend and Aria Equity Pay and *Scotia Aria Portfolio* refers to any of them;

Scotia INNOVA Portfolios refers to INNOVA Income Portfolio, INNOVA Income Portfolio Class, INNOVA Balanced Income Portfolio, INNOVA Balanced Income Portfolio Class, INNOVA Balanced Growth Portfolio, INNOVA Balanced Growth Portfolio Class, INNOVA Growth Portfolio, INNOVA Growth Portfolio Class, INNOVA Maximum Growth Portfolio and INNOVA Maximum Growth Portfolio Class and *Scotia INNOVA Portfolio* refers to any of them;

Scotia INNOVA Portfolio Trusts refers to INNOVA Income Portfolio, INNOVA Balanced Income Portfolio, INNOVA Balanced Growth Portfolio, INNOVA Growth Portfolio and INNOVA Maximum Growth Portfolio and *Scotia INNOVA Portfolio Trust* refers to any of them;

Scotia Partners Portfolios refers to Partners Income Portfolio, Partners Balanced Income Portfolio, Partners Balanced Income Portfolio Class, Partners Balanced Growth Portfolio, Partners Balanced Growth Portfolio Class, Partners Growth Portfolio, Partners Growth Portfolio Class, Partners

Maximum Growth Portfolio and Partners Maximum Growth Portfolio Class and *Scotia Partners Portfolio* refers to any of them;

Scotia Partners Portfolio Trusts refers to the Partners Income Portfolio, Partners Balanced Income Portfolio, Partners Balanced Growth Portfolio, Partners Growth Portfolio and Partners Maximum Growth Portfolio and *Scotia Partners Portfolio Trust* refers to any of them;

Scotia Wealth Pools refers to Income Pool, Global High Yield Pool, High Yield Income Pool, American Core-Plus Bond Pool, Canadian Core Bond Pool, Strategic Balanced Pool, Canadian Value Pool, Canadian Mid Cap Pool, Canadian Growth Pool, Canadian Small Cap Pool, U.S. Value Pool, U.S. Large Cap Growth Pool, U.S. Mid Cap Value Pool, International Equity Pool, International Small to Mid Cap Value Pool, Emerging Markets Pool, Global Equity Pool, Global Infrastructure Pool and Global Real Estate Pool and *Scotia Wealth Pool* refers to any of them;

Scotia Selected Portfolios refers to Selected Income Portfolio, Selected Balanced Income Portfolio, Selected Balanced Growth Portfolio, Selected Growth Portfolio and Selected Maximum Growth Portfolio and *Scotia Selected Portfolio* refers to any of them;

securities refers to units or shares of a Fund, as applicable;

securityholder refers to shareholders of a Corporate Fund or to unitholders of a Trust Fund or an LP Fund, as applicable;

SIP means the ScotiaMcLeod Investment Portfolios, a managed account program that investors may be permitted to participate in through ScotiaMcLeod advisors;

Tax Act means the *Income Tax Act* (Canada);

Trust Funds refers to the ScotiaFunds that are structured as trusts and issue units; and

underlying fund refers to an investment fund (either a ScotiaFund or other investment fund including an exchange-traded fund) in which a Fund invests.

NAMES AND FORMATION OF THE FUNDS

This is the annual information form of the Scotia T-Bill Fund, Scotia Premium T-Bill Fund, Scotia Money Market Fund, Scotia U.S. \$ Money Market Fund, Scotia Wealth Short Term Bond Pool, Scotia Wealth Short-Mid Government Bond Pool, Scotia Mortgage Income Fund, Scotia Canadian Bond Fund, 1832 AM Global Credit Pool, 1832 AM Investment Grade Canadian Corporate Bond Pool, 1832 AM U.S. \$ Investment Grade U.S. Corporate Bond Pool, Scotia Canadian Income Fund, Scotia Wealth Canadian Core Bond Pool, Scotia Wealth Canadian Corporate Bond Pool, Scotia U.S. \$ Bond Fund, Scotia Global Bond Fund, Scotia Low Carbon Canadian Fixed Income Fund, Scotia Wealth Total Return Bond Pool, Scotia Conservative Fixed Income Portfolio, Scotia Wealth Floating Rate Income Pool, Scotia Diversified Monthly Income Fund, Scotia Income Advantage Fund, Scotia Canadian Balanced Fund, Scotia Dividend Balanced Fund, Scotia Diversified Balanced Fund, Scotia Global Balanced Fund, Scotia Low Carbon Global Balanced Fund, Scotia U.S. \$ Balanced Fund, Scotia Wealth Canadian Preferred Share Pool, 1832 AM Canadian All Cap Equity Pool, 1832 AM Fundamental Canadian Equity Pool, Scotia Canadian Dividend Fund, Scotia Canadian Equity Fund, Scotia Wealth Canadian Equity Pool, Scotia Canadian Growth Fund, Scotia Canadian Small Cap Fund, Scotia Resource Fund, Scotia Wealth North American Dividend Pool, Scotia Wealth Real Estate Income Pool, Scotia U.S. Dividend Fund, Scotia Wealth U.S. Dividend Pool, Scotia U.S. Equity Fund, Scotia U.S. Opportunities Fund, Scotia Wealth International Core Equity Pool, Scotia International Equity Fund, 1832 AM Emerging Markets Equity Pool, 1832 AM International Growth Equity Pool, Scotia European Equity Fund, Scotia Global Dividend Fund, Scotia Global Growth Fund, Scotia Global Small Cap Fund, Scotia Low Carbon Global Equity Fund, Scotia Global Equity Fund, Scotia Canadian Bond Index Fund, Scotia Canadian Equity Index Fund, Scotia U.S. Equity Index Fund, Scotia CanAm Index Fund, Scotia Nasdaq Index Fund, Scotia International Equity Index Fund, Scotia Wealth Premium Payout Pool, Scotia Selected Income Portfolio, Scotia Selected Balanced Income Portfolio, Scotia Selected Balanced Growth Portfolio, Scotia Selected Growth Portfolio, Scotia Selected Maximum Growth Portfolio, Scotia Partners Income Portfolio, Scotia Partners Balanced Income Portfolio, Scotia Partners Balanced Growth Portfolio, Scotia Partners Growth Portfolio, Scotia Partners Maximum Growth Portfolio, Scotia Aria Conservative Build Portfolio, Scotia Aria Conservative Defend Portfolio, Scotia Aria Conservative Pay Portfolio, Scotia Aria Moderate Build Portfolio, Scotia Aria Moderate Defend Portfolio, Scotia Aria Moderate Pay Portfolio, Scotia Aria Progressive Build Portfolio, Scotia Aria Progressive Defend Portfolio, Scotia Aria Progressive Pay Portfolio, Scotia Aria Equity Build Portfolio, Scotia Aria Equity Defend Portfolio, Scotia Aria Equity Pay Portfolio, Scotia INNOVA Income Portfolio, Scotia INNOVA Balanced Income Portfolio, Scotia INNOVA Balanced Growth Portfolio, Scotia INNOVA Growth Portfolio, Scotia INNOVA Maximum Growth Portfolio, Scotia Wealth Income Pool, Scotia Wealth Global High Yield Pool, Scotia Wealth High Yield Bond Pool, Scotia Wealth High Yield Income Pool, Scotia Wealth American Core-Plus Bond Pool, Scotia Wealth Strategic Balanced Pool, Scotia Wealth Canadian Value Pool, Scotia Wealth Canadian Mid Cap Pool, Scotia Wealth Canadian Growth Pool, Scotia Wealth Canadian Small Cap Pool, Scotia Wealth U.S. Value Pool, Scotia Wealth U.S. Large Cap Growth Pool, Scotia Wealth U.S. Mid Cap Value Pool, Scotia Wealth International Equity Pool, Scotia Wealth International Small to Mid Cap Value Pool, Scotia Wealth Emerging Markets Pool, Scotia Wealth Global Equity Pool, Scotia Wealth Global Infrastructure Pool, Scotia Wealth Global Real Estate Pool, Scotia Wealth World Infrastructure Pool, Pinnacle Balanced Portfolio, Scotia Canadian Dividend Class, Scotia Canadian Equity Blend Class, Scotia U.S. Equity Blend Class, Scotia International Equity Blend Class, Scotia Global Dividend Class, Scotia Partners Balanced Income Portfolio Class, Scotia Partners Balanced

Growth Portfolio Class, Scotia Partners Growth Portfolio Class, Scotia Partners Maximum Growth Portfolio Class, Scotia INNOVA Income Portfolio Class, Scotia INNOVA Balanced Income Portfolio Class, Scotia INNOVA Balanced Growth Portfolio Class, Scotia INNOVA Growth Portfolio Class and Scotia INNOVA Maximum Growth Portfolio Class (in this document we refer to these funds individually as a “**Fund**” or collectively as the “**Funds**”).

The Trust Funds are a family of mutual funds consisting of open-end mutual fund trusts governed under the laws of Ontario. The Corporate Funds are classes of shares of the Corporation.

1832 Asset Management L.P. (the “**Manager**”, “**Trustee**”, “**we**”, “**us**” or “**our**”) is the manager and the trustee of the Trust Funds and is the manager of the Corporate Funds. The head office of the Manager and of the Funds is located at 1 Adelaide Street East, 28th Floor, Toronto, Ontario, M5C 2V9. The Manager can also be contacted via telephone toll-free, at 1-800-268-9269 (416-750-3863 in Toronto) or via email through its website at www.scotiabank.com. Information regarding the Manager can be obtained on its website at www.scotiafunds.com.

The following lists the Funds and describes any changes to the names of the Funds:

1. Scotia T-Bill Fund (“**T-Bill Fund**”)

Prior to October 24, 1998 this Fund was named Scotia Excelsior T-Bill Fund.

2. Scotia Premium T-Bill Fund (“**Premium T-Bill Fund**”)

Prior to October 24, 1998 this Fund was named Scotia Excelsior Premium T-Bill Fund.

3. Scotia Money Market Fund (“**Money Market Fund**”)

Prior to October 24, 1998 this Fund was named Scotia Excelsior Money Market Fund.

4. Scotia U.S. \$ Money Market Fund (“**U.S. \$ Money Market Fund**”)

Prior to November 1, 2007 this Fund was named Scotia CanAm U.S. \$ Money Market Fund.

Prior to October 24, 1998 this Fund was named Scotia CanAm Money Market Fund.

5. Scotia Wealth Short Term Bond Pool (“**Short Term Bond Pool**”)

Prior to May 21, 2021, this Fund was named Scotia Private Short Term Bond Pool.

Prior to November 16, 2018, this Fund was named Scotia Short Term Bond Fund.

6. Scotia Wealth Short-Mid Government Bond Pool (“**Government Bond Pool**”)

Prior to May 21, 2021, this Fund was named Scotia Private Short-Mid Government Bond Pool.

Prior to August 2, 2011 this Fund was named Scotia Short-Mid Government Bond Fund.

- Prior to December 11, 2009 this Fund was named Scotia Cassels Short-Mid Government Bond Fund.
7. Scotia Mortgage Income Fund (“**Mortgage Income Fund**”)
Prior to October 24, 1998 this Fund was named Scotia Excelsior Mortgage Fund.
 8. Scotia Canadian Bond Fund (“**Bond Fund**”)
Prior to November 6, 2020 this Fund was named Scotia Bond Fund.
 9. Scotia Canadian Income Fund (“**Income Fund**”)
Prior to October 24, 1998 this Fund was named National Trust Canadian Bond Fund.
 10. Scotia Wealth Canadian Corporate Bond Pool (“**Corporate Bond Pool**”)
Prior to May 21, 2021, this Fund was named Scotia Private Canadian Corporate Bond Pool.
Prior to August 2, 2011 this Fund was named Scotia Canadian Corporate Bond Fund.
Prior to December 11, 2009 this Fund was named Scotia Cassels Canadian Corporate Bond Fund.
Prior to October 28, 2005 this Fund was named Scotia Canadian Corporate Bond Fund.
 11. Scotia U.S. \$ Bond Fund (“**U.S. \$ Bond Fund**”)
Prior to November 1, 2007 this Fund was named Scotia CanAm U.S. \$ Income Fund.
Prior to October 24, 1998 this Fund was named Scotia CanAm Income Fund.
 12. Scotia Global Bond Fund (“**Global Bond Fund**”)
Prior to November 1, 2007 this Fund was named Scotia CanGlobal Income Fund.
Prior to October 24, 1998 this Fund was named National Trust International RSP Bond Fund.
 13. Scotia Wealth Total Return Bond Pool (“**Total Return Bond Pool**”)
Prior to May 21, 2021, this Fund was named Scotia Private Total Return Bond Pool.
 14. 1832 AM Global Credit Pool (“**Global Credit Pool**”)
Prior to May 21, 2021, this Fund was named Scotia Private Global Credit Pool.
 15. Scotia Conservative Fixed Income Portfolio (“**Conservative Fixed Income Portfolio**”)
Prior to October 19, 2018 this Fund was named Scotia Conservative Income Fund.

16. Scotia Wealth Floating Rate Income Pool (“**Floating Rate Income Pool**”)
Prior to May 21, 2021, this fund was named Scotia Private Floating Rate Income Pool.
Prior to November 16, 2018 this Fund was named Scotia Floating Rate Income Fund.
17. Scotia Diversified Monthly Income Fund (“**Monthly Income Fund**”)
18. Scotia Income Advantage Fund (“**Income Advantage Fund**”)
19. Scotia Canadian Balanced Fund (“**Balanced Fund**”)
Prior to October 24, 1998 this Fund was named National Trust Balanced Fund.
20. Scotia Dividend Balanced Fund (“**Dividend Balanced Fund**”)
Prior to November 29, 2013 this Fund was named Scotia Canadian Dividend Income Fund.
21. Scotia Diversified Balanced Fund (“**Diversified Balanced Fund**”)
Prior to November 6, 2020 this Fund was named Scotia Balanced Opportunities Fund.
Prior to November 29, 2013 this Fund was named Scotia Canadian Tactical Asset Allocation Fund.
Prior to April 23, 2007 this Fund was named Scotia Total Return Fund.
Prior to October 24, 1998 this Fund was named Scotia Excelsior Total Return Fund.
Prior to October 1, 1995 this Fund was named Montreal Trust Excelsior Total Return.
22. Scotia Global Balanced Fund (“**Global Balanced Fund**”)
23. Scotia U.S. \$ Balanced Fund (“**U.S. \$ Balanced Fund**”)
24. Scotia Wealth Canadian Preferred Share Pool (“**Canadian Preferred Share Pool**”)
Prior to May 21, 2021, this Fund was named Scotia Private Canadian Preferred Share Pool.
25. Scotia Canadian Dividend Fund (“**Dividend Fund**”)
Prior to October 24, 1998 this Fund was named National Trust Dividend Fund.
26. Scotia Canadian Dividend Class (“**Dividend Class**”)
27. Scotia Canadian Equity Blend Class (“**Canadian Equity Blend Class**”)
28. Scotia Canadian Equity Fund (“**Canadian Equity Fund**”)
Prior to November 16, 2018 this Fund was named Scotia Canadian Blue Chip Fund.

29. Scotia Wealth Canadian Equity Pool (“**Canadian Equity Pool**”)
Prior to May 21, 2021, this Fund was named Scotia Private Canadian Preferred Share Pool.
Prior to August 2, 2011 this Fund was named Scotia Canadian Equity Fund
Prior to December 11, 2009 this Fund was named Scotia Cassels Canadian Equity Fund.
30. Scotia Canadian Growth Fund (“**Canadian Growth Fund**”)
Prior to October 24, 1998 this Fund was named Scotia Excelsior Canadian Growth Fund.
Prior to October 1, 1995 this Fund was named Montreal Trust Excelsior Fund - Equity Section.
31. Scotia Canadian Small Cap Fund (“**Canadian Small Cap Fund**”)
Prior to October 24, 1998 this Fund was named National Trust Special Equity Fund.
32. Scotia Resource Fund (“**Resource Fund**”)
Prior to November 30, 2001 this Fund was named Scotia Precious Metals Fund.
Prior to October 24, 1998 this Fund was named Scotia Excelsior Precious Metals Fund.
33. 1832 AM Fundamental Canadian Equity Pool (“**Fundamental Canadian Equity Pool**”)
Prior to May 21, 2021, this Fund was named Scotia Private Fundamental Canadian Equity Pool.
34. 1832 AM Canadian All Cap Equity Pool (“**Canadian All Cap Equity Pool**”)
Prior to May 21, 2021, this Fund was named Scotia Private Canadian All Cap Equity Pool.
35. Scotia Wealth North American Dividend Pool (“**North American Dividend Pool**”)
Prior to May 21, 2021, this Fund was named Scotia Private North American Dividend Pool.
Prior to December 2, 2013 this Fund was named Scotia Private North American Equity Pool.
Prior to August 2, 2011 this Fund was named Scotia North American Equity Fund.
Prior to December 11, 2009 this Fund was named Scotia Cassels North American Equity Fund.
36. Scotia Wealth Real Estate Income Pool (“**Real Estate Income Pool**”)
Prior to May 21, 2021, this Fund was named Scotia Private Real Estate Income Pool.
37. Scotia U.S. Dividend Fund (“**U.S. Dividend Fund**”)

38. Scotia U.S. Equity Blend Class (“**U.S. Equity Blend Class**”)
39. Scotia Wealth U.S. Dividend Pool (“**U.S. Dividend Pool**”)
Prior to May 21, 2021, this Fund was named Scotia Private U.S. Dividend Pool.
40. Scotia U.S. Equity Fund (“**U.S. Equity Fund**”)
Prior to November 16, 2018 this Fund was named Scotia U.S. Blue Chip Fund.
Prior to March 7, 2011 this Fund was named Scotia U.S. Growth Fund.
Prior to November 1, 2007 this Fund was named Scotia American Growth Fund.
Prior to October 24, 1998 this Fund was named Scotia Excelsior American Equity Growth Fund.
41. Scotia U.S. Opportunities Fund (“**U.S. Opportunities Fund**”)
Prior to November 19, 2012 this Fund was named Scotia U.S. Value Fund.
Prior to April 23, 2007 this Fund was named Capital U.S. Large Companies Fund.
42. Scotia Wealth International Core Equity Pool (“**International Core Equity Pool**”)
Prior to May 21, 2021, this Fund was named Scotia Private International Core Equity Pool.
Prior to August 2, 2011 this Fund was named Scotia International Equity Fund.
Prior to December 11, 2009 this Fund was named Scotia Cassels International Equity Fund.
43. Scotia International Equity Fund (“**International Equity Fund**”)
Prior to November 16, 2018 this Fund was named Scotia International Value Fund.
Prior to April 23, 2007 this Fund was named Capital International Large Companies Fund.
44. Scotia European Equity Fund (“**European Equity Fund**”)
Prior to November 6, 2020 this Fund was named Scotia European Fund.
Prior to November 1, 2007 this Fund was named Scotia European Growth Fund.
Prior to October 24, 1998 this Fund was named Scotia Excelsior European Fund.
45. Scotia International Equity Blend Class (“**International Equity Blend Class**”)
46. Scotia Global Dividend Fund (“**Global Dividend Fund**”)
47. Scotia Global Dividend Class (“**Global Dividend Class**”)

48. Scotia Global Growth Fund (“**Global Growth Fund**”)
Prior to September 18, 2001 this Fund was named Scotia International Growth Fund.
Prior to October 24, 1998 this Fund was named Scotia Excelsior International Fund.
Prior to October 1, 1995 this Fund was named Montreal Trust Excelsior Fund - International Section.
49. Scotia Global Small Cap Fund (“**Global Small Cap Fund**”)
Prior to April 23, 2007 this Fund was named Capital Global Small Companies Fund.
50. Scotia Global Equity Fund (“**Global Equity Fund**”)
Prior to November 16, 2018 this Fund was named Scotia Global Opportunities Fund.
Prior to April 23, 2007 this Fund was named Capital Global Discovery Fund.
51. Scotia Canadian Bond Index Fund (“**Canadian Bond Index Fund**”)
52. Scotia Canadian Equity Index Fund (“**Canadian Equity Index Fund**”)
Prior to November 6, 2020 this Fund was named Scotia Canadian Index Fund.
Prior to November 1, 2007 this Fund was named Scotia Canadian Stock Index Fund.
Prior to October 24, 1998 this Fund was named National Trust Canadian Index Fund.
53. Scotia U.S. Equity Index Fund (“**U.S. Equity Index Fund**”)
Prior to November 6, 2020 this Fund was named Scotia U.S. Index Fund.
Prior to November 1, 2007 this Fund was named Scotia American Stock Index Fund.
Prior to October 24, 1998 this Fund was named National Trust U.S. Index Fund.
54. Scotia CanAm Index Fund (“**CanAm Index Fund**”)
Prior to November 1, 2007 this Fund was named Scotia CanAm Stock Index Fund.
Prior to October 24, 1998 this Fund was named Scotia CanAm Growth Fund.
55. Scotia Nasdaq Index Fund (“**Nasdaq Index Fund**”)
56. Scotia International Equity Index Fund (“**International Equity Index Fund**”)
Prior to November 6, 2020 this Fund was named Scotia International Index Fund.
Prior to November 1, 2007 this Fund was named Scotia International Stock Index Fund.

57. Scotia Wealth Premium Payout Pool (“Premium Payout Pool”)
Prior to May 21, 2021, this Fund was named Scotia Private Premium Payout Pool.
Prior to January 27, 2020 this Fund was named Scotia Private Options Income Pool.
58. Scotia Selected Balanced Income Portfolio (“**Selected Balanced Income Portfolio**”)
Prior to November 29, 2013, this Fund was named Scotia Selected Income & Modest Growth Portfolio.
Prior to November 1, 2007 this Fund was named Scotia Selected Income & Modest Growth Fund.
59. Scotia Selected Balanced Growth Portfolio (“**Selected Balanced Growth Portfolio**”)
Prior to November 29, 2013, this Fund was named Scotia Selected Balanced Income & Growth Portfolio.
Prior to November 1, 2007 this Fund was named Scotia Selected Balanced Income & Growth Fund.
60. Scotia Selected Growth Portfolio (“**Selected Growth Portfolio**”)
Prior to November 29, 2013, this Fund was named Scotia Selected Moderate Growth Portfolio.
Prior to November 1, 2007 this Fund was named Scotia Selected Conservative Growth Fund.
61. Scotia Selected Maximum Growth Portfolio (“**Selected Maximum Growth Portfolio**”)
Prior to November 29, 2013, this Fund was named Scotia Selected Aggressive Growth Portfolio.
Prior to November 1, 2007 this Fund was named Scotia Selected Aggressive Growth Fund.
62. Scotia Selected Income Portfolio (“**Selected Income Portfolio**”)
63. Scotia Partners Income Portfolio (“**Partners Income Portfolio**”)
Prior to November 29, 2013, this Fund was named Scotia Partners Diversified Income Portfolio.
64. Scotia Partners Balanced Income Portfolio (“**Partners Balanced Income Portfolio**”)
Prior to November 29, 2013, this Fund was named Scotia Partners Income & Modest Growth Portfolio.
65. Scotia Partners Balanced Income Portfolio Class (“**Partners Balanced Income Class**”)

66. Scotia Partners Balanced Growth Portfolio (“**Partners Balanced Growth Portfolio**”)
Prior to November 29, 2013, this Fund was named Scotia Partners Balanced Income & Growth Portfolio.
67. Scotia Partners Balanced Growth Portfolio Class (“**Partners Balanced Growth Portfolio Class**”)
68. Scotia Partners Growth Portfolio (“**Partners Growth Portfolio**”)
Prior to November 29, 2013, this Fund was named Scotia Partners Moderate Growth Portfolio.
Prior to November 1, 2007 this Fund was named Scotia Partners Conservative Growth Portfolio.
69. Scotia Partners Growth Portfolio Class (“**Partners Growth Portfolio Class**”)
70. Scotia Partners Maximum Growth Portfolio (“**Partners Maximum Growth Portfolio**”)
Prior to November 29, 2013, this Fund was named Scotia Partners Aggressive Growth Portfolio.
71. Scotia Partners Maximum Growth Portfolio Class (“**Partners Maximum Growth Portfolio Class**”)
72. Scotia Aria Conservative Build Portfolio (“**Aria Conservative Build**”)
73. Scotia Aria Conservative Defend Portfolio (“**Aria Conservative Defend**”)
Prior to December 7, 2017, this Fund was named Scotia Aria Conservative Core Portfolio.
74. Scotia Aria Conservative Pay Portfolio (“**Aria Conservative Pay**”)
75. Scotia Aria Moderate Build Portfolio (“**Aria Moderate Build**”)
76. Scotia Aria Moderate Defend Portfolio (“**Aria Moderate Defend**”)
Prior to December 7, 2017, this Fund was named Scotia Aria Moderate Core Portfolio.
77. Scotia Aria Moderate Pay Portfolio (“**Aria Moderate Pay**”)
78. Scotia Aria Progressive Build Portfolio (“**Aria Progressive Build**”)
79. Scotia Aria Progressive Defend Portfolio (“**Aria Progressive Defend**”)
Prior to December 7, 2017, this Fund was named Scotia Aria Progressive Core Portfolio.
80. Scotia Aria Progressive Pay Portfolio (“**Aria Progressive Pay**”)
81. Scotia Aria Equity Build Portfolio (“**Aria Equity Build**”)

82. Scotia Aria Equity Defend Portfolio (“**Aria Equity Defend**”)
83. Scotia Aria Equity Pay Portfolio (“**Aria Equity Pay**”)
84. Scotia INNOVA Income Portfolio (“**INNOVA Income Portfolio**”)
85. Scotia INNOVA Income Portfolio Class (“**INNOVA Income Portfolio Class**”)
86. Scotia INNOVA Balanced Income Portfolio (“**INNOVA Balanced Income Portfolio**”)
87. Scotia INNOVA Balanced Income Portfolio Class (“**INNOVA Balanced Income Portfolio Class**”)
88. Scotia INNOVA Balanced Growth Portfolio (“**INNOVA Balanced Growth Portfolio**”)
89. Scotia INNOVA Balanced Growth Portfolio Class (“**INNOVA Balanced Growth Portfolio Class**”)
90. Scotia INNOVA Growth Portfolio (“**INNOVA Growth Portfolio**”)
91. Scotia INNOVA Growth Portfolio Class (“**INNOVA Growth Portfolio Class**”)
92. Scotia INNOVA Maximum Growth Portfolio (“**INNOVA Maximum Growth Portfolio**”)
93. Scotia INNOVA Maximum Growth Portfolio Class (“**INNOVA Maximum Growth Portfolio Class**”)
94. Scotia Wealth Income Pool (“**Income Pool**”)
 Prior to May 21, 2021, this Fund was named Scotia Private Income Pool.
 Prior to August 2, 2011 this Fund was named Pinnacle Income Fund.
95. Scotia Wealth Global High Yield Pool (“**Global High Yield Pool**”)
 Prior to May 21, 2021, this Fund was named Scotia Private Global High Yield Pool.
96. Scotia Wealth High Yield Income Pool (“**High Yield Income Pool**”)
 Prior to May 21, 2021, this Fund was named Scotia Private High Yield Income Pool.
 Prior to August 2, 2011 this Fund was named Pinnacle High Yield Income Fund.
97. Scotia Wealth American Core-Plus Bond Pool (“**American Core-Plus Bond Pool**”)
 Prior to May 21, 2021, this Fund was named Scotia Private American Core-Plus Bond Pool.
 Prior to August 2, 2011 this Fund was named Pinnacle American Core-Plus Bond Fund.
98. Scotia Wealth Strategic Balanced Pool (“**Strategic Balanced Pool**”)

- Prior to May 21, 2021, this Fund was named Scotia Private Strategic Balanced Pool.
- Prior to August 2, 2011 this Fund was named Pinnacle Strategic Balanced Fund.
99. Scotia Wealth Canadian Value Pool (“**Canadian Value Pool**”)
- Prior to May 21, 2021, this Fund was named Scotia Private Canadian Value Pool.
- Prior to August 2, 2011 this Fund was named Pinnacle Canadian Value Equity Fund.
100. Scotia Wealth Canadian Mid Cap Pool (“**Canadian Mid Cap Pool**”)
- Prior to May 21, 2021, this Fund was named Scotia Private Canadian Mid Cap Pool.
- Prior to August 2, 2011 this Fund was named Pinnacle Canadian Mid Cap Equity Fund.
101. Scotia Wealth Canadian Growth Pool (“**Canadian Growth Pool**”)
- Prior to May 21, 2021, this Fund was named Scotia Private Canadian Growth Pool.
- Prior to August 2, 2011 this Fund was named Pinnacle Canadian Growth Equity Fund.
102. Scotia Wealth Canadian Small Cap Pool (“**Canadian Small Cap Pool**”)
- Prior to May 21, 2021, this Fund was named Scotia Private Canadian Small Cap Pool.
- Prior to August 2, 2011 this Fund was named Pinnacle Canadian Small Cap Equity Fund.
103. Scotia Wealth U.S. Value Pool (“**U.S. Value Pool**”)
- Prior to May 21, 2021, this Fund was named Scotia Private U.S. Value Pool.
- Prior to August 2, 2011 this Fund was named Pinnacle American Value Equity Fund.
104. Scotia Wealth U.S. Large Cap Growth Pool (“**U.S. Large Cap Growth Pool**”)
- Prior to May 21, 2021, this Fund was named Scotia Private U.S. Large Cap Growth Pool.
- Prior to August 2, 2011 this Fund was named Pinnacle American Large Cap Growth Equity Fund.
105. Scotia Wealth U.S. Mid Cap Value Pool (“**U.S. Mid Cap Value Pool**”)
- Prior to May 21, 2021, this Fund was named Scotia Private U.S. Mid Cap Value Pool.
- Prior to August 2, 2011 this Fund was named Pinnacle American Mid Cap Value Equity Fund.
106. Scotia Wealth International Equity Pool (“**International Equity Pool**”)
- Prior to May 21, 2021, this Fund was named Scotia Private International Equity Pool.

- Prior to August 2, 2011 this Fund was named Pinnacle International Equity Fund.
107. Scotia Wealth International Small to Mid Cap Value Pool (“**International Small to Mid Cap Pool**”)
- Prior to May 21, 2021, this Fund was named Scotia Private International Small to Mid Cap Value Pool.
- Prior to August 2, 2011 this Fund was named Pinnacle International Small to Mid Cap Value Equity Fund.
108. Scotia Wealth Emerging Markets Pool (“**Emerging Markets Pool**”)
- Prior to May 21, 2021, this Fund was named Scotia Private Emerging Markets Pool.
- Prior to August 2, 2011 this Fund was named Pinnacle Emerging Markets Equity Fund.
109. Scotia Wealth Global Equity Pool (“**Global Equity Pool**”)
- Prior to May 21, 2021, this Fund was named Scotia Private Global Equity Pool.
- Prior to August 2, 2011 this Fund was named Pinnacle Global Equity Fund.
110. Scotia Wealth Global Infrastructure Pool (“**Global Infrastructure Pool**”)
- Prior to May 21, 2021, this Fund was named Scotia Private Global Infrastructure Pool.
111. Scotia Wealth Global Real Estate Pool (“**Global Real Estate Pool**”)
- Prior to May 21, 2021, this Fund was named Scotia Private Global Real Estate Pool.
- Prior to August 2, 2011 this Fund was named Pinnacle Global Real Estate Securities Fund.
112. Pinnacle Balanced Portfolio
- Prior to December 2, 2013 this Fund was named Pinnacle Conservative Balanced Growth Portfolio.
113. 1832 AM U.S. \$ Investment Grade U.S. Corporate Bond Pool (“**U.S. \$ Corporate Bond Pool**”)
- Prior to November 14, 2019 this Fund was named 1832 AM Investment Grade U.S. Corporate Bond Pool.
114. 1832 AM International Growth Equity Pool (“**International Growth Equity Pool**”)
- Prior to May 21, 2021, this Fund was named Scotia Private International Growth Equity Pool.
115. Scotia Wealth High Yield Bond Pool (“**High Yield Bond Pool**”)

Prior to May 21, 2021, this Fund was named Scotia Private High Yield Bond Pool.

116. Scotia Wealth World Infrastructure Pool (“**World Infrastructure Pool**”)

Prior to May 21, 2021, this Fund was named Scotia Private World Infrastructure Pool.

117. 1832 AM Investment Grade Canadian Corporate Bond Pool (“**Canadian Corporate Bond Pool**”)

118. Scotia Wealth Canadian Core Bond Pool (“**Canadian Core Bond Pool**”)

Prior to May 21, 2021, this Fund was named Scotia Private Canadian Core Bond Pool.

119. 1832 AM Emerging Markets Equity Pool (“**Emerging Markets Equity Pool**”)

Prior to May 21, 2021, this Fund was named Scotia Emerging Markets Equity Fund.

120. Scotia Low Carbon Canadian Fixed Income Fund (“**Low Carbon Fixed Income Fund**”)

121. Scotia Low Carbon Global Balanced Fund (“**Low Carbon Balanced Fund**”)

122. Scotia Low Carbon Global Equity Fund (“**Low Carbon Equity Fund**”)

Each of the Trust Funds was established under the laws of Ontario and is governed by an amended and restated master declaration of trust dated August 20, 2015, as amended from time to time (the “**Master Declaration of Trust**”). For additional information concerning the Master Declaration of Trust, you should refer to Material Contracts – Master Declaration of Trust in this annual information form.

The Corporation was incorporated by certificate and articles of incorporation (the “**Articles**”) dated April 17, 2012 under the *Canada Business Corporations Act* (“**CBCA**”). The Corporation is authorized to issue a class of special voting shares and 200 classes of mutual fund shares, although we may issue more in the future. Each class is authorized to issue 25 series of shares. The Board is authorized to refer to each class by a name, which appears on the cover of this annual information form.

The Corporation currently offers 13 classes of shares, each one of which offers Series A and some which also offer Series T shares as noted on the cover page. We may offer additional Corporate Funds in the future.

The Manager is the trustee and manager of the Trust Funds and is the manager of the Corporate Funds. The head office of the Manager and of the Funds is located at 1 Adelaide Street East, 28th Floor, Toronto, Ontario, M5C 2V9.

INVESTMENT RESTRICTIONS AND PRACTICES

The simplified prospectus of the Funds contains detailed descriptions of the respective investment objectives, investment strategies and risk factors for each of the Funds. In addition, the Funds are subject to certain restrictions and practices contained in securities laws, including

National Instrument 81-102 – *Investment Funds* (“**NI 81-102**”), which are designed, in part, to ensure that the investments of the Funds are diversified and relatively liquid and to ensure the appropriate administration of the Funds. Except for the deviations described below, each Fund is managed in accordance with these restrictions and practices. The Funds have permission from securities regulatory authorities to deviate from certain provisions of NI 81-102 and from certain provisions of securities laws as described below.

The fundamental investment objectives of a Fund may not be changed without the approval of a majority of voting securityholders of the Fund.

Each Fund will not engage in any undertaking other than the investment of its assets in property for the purposes of the Tax Act. The Funds that are or intend to become registered investments under the Tax Act will not acquire an investment that is not a “prescribed investment” under the Tax Act if, as a result thereof, the Fund would become subject to tax under Part X.2 of the Tax Act.

The Global Bond Fund

The Global Bond Fund may invest:

- (a) up to 20% of its net assets in securities issued or guaranteed as to principal and interest by any government or agency thereof (other than a government of Canada or a province thereof or of the United States, in which investment by all of the Funds is unrestricted) or any of the International Bank for Reconstruction and Development (more commonly known as the World Bank), the Inter-American Development Bank, the Asian Development Bank, the Caribbean Development Bank, the International Finance Corporation, the European Bank for Reconstruction and Development and the European Investment Bank (collectively, “**Permitted Agencies**”), provided that the securities have a minimum AA rating by Standard & Poor’s Corporation or the equivalent rating by any other designated rating organization under NI 81-102; or
- (b) up to 35% of its net assets in securities issued or guaranteed as to principal and interest by Permitted Agencies, provided that the securities have a minimum AAA rating by Standard & Poor’s Corporation or the equivalent rating by any other designated rating organization under NI 81-102.

The restrictions and practices so adopted are incorporated herein by reference and a copy will be furnished upon request addressed to the distributor of the Fund.

The Mortgage Income Fund

In accordance with National Policy Statement No. 29 (“**NP 29**”) and exemptive relief decisions of the securities regulatory authorities that vary the applicability of NP 29 and other applicable securities laws, the Mortgage Income Fund will not:

- invest in mortgages, other than first mortgages on real estate situated in Canada which have been appraised by a qualified appraiser (as hereinafter defined);

- invest in mortgages on raw or undeveloped land or in mortgages with loan-to-value ratios exceeding 80% unless such mortgages are insured under the *National Housing Act* (Canada) or any similar act of a province, or the excess over 80% is insured by an insurance company registered or licensed under the *Insurance Companies Act* (Canada) or insurance acts or similar acts of a Canadian province or territory;
- invest more than the lesser of \$1,000,000 or 5% of its net assets in any one mortgage so long as it has net assets of less than \$50,000,000, and not more than 2% of its net assets in any one mortgage where it has net assets of \$50,000,000 or more, and for the purposes of this paragraph, a series of mortgages on one condominium development shall be considered as one mortgage;
- invest in mortgages on residential properties of more than 8 units or on commercial and industrial properties until it has net assets of at least \$15,000,000, and then not if, as a result of such investment, more than 40% of its net assets would consist of such mortgages (provided that such mortgages in excess of 20% of its net assets must be insured by an agency of the Government of Canada or of a province of Canada);
- invest in mortgages having an amortization period exceeding 30 years, unless the mortgages are insured under the *National Housing Act* (Canada) or any similar act of a province, or in mortgages on residential properties of more than 8 units or on commercial and industrial properties having a remaining term to maturity of more than 10 years, or in mortgages on any other classification of property having a remaining term of more than 5 years except that up to 10% of its net assets may be invested in residential mortgages with maturities up to 10 years; and
- borrow money except to cover the redemption of units prior to a realization of assets for such purpose. Such loans shall not in any event exceed 10% of its net asset value (“NAV”) as at the immediately preceding valuation date and shall be of a temporary nature only.

The term “qualified appraiser” means a bank, trust company, loan company or insurance company, or other person or company which makes appraisals and whose opinions are relied upon in connection with lending or servicing activities, and who in the judgment of the Manager is properly qualified to make such a determination.

The Mortgage Income Fund will not invest in mortgages if such acquisition would have the effect of reducing the Fund’s liquid assets (as hereinafter defined) to an amount less than the amount established by the following formula:

Net Assets of the Fund (market value)	Amount of Liquid Assets
\$1,000,000 or less	\$100,000
\$1,000,000	\$100,000 + 10% on next \$ 1,000,000
\$2,000,000	\$200,000 + 9% on next \$ 3,000,000
\$5,000,000	\$470,000 + 8% on next \$ 5,000,000

\$10,000,000	\$870,000 + 7% on next \$10,000,000
\$20,000,000	\$1,570,000 + 6% on next \$10,000,000
\$30,000,000 or over	\$2,170,000 + 5% on excess

The term “liquid assets” means cash or deposits with a Canadian chartered bank or with any trust company registered under the laws of any province of Canada which are cashable or saleable prior to maturity, debt securities valued at market issued or guaranteed by the Government of Canada or of any province of Canada, and money market instruments maturing prior to one year from the date of issue.

NP No. 29 permits four general methods to be used by Canadian mutual funds for determining the price at which mortgages may be acquired. Where a mutual fund acquires mortgages from a lending institution with which the fund, its management company and/or the insiders of either of them are dealing at arm’s length, such mortgages must be acquired at that principal amount which produces at least the yield prevailing for the sale of comparable unserviced mortgages by major mortgage lenders under similar conditions. In all other cases, mortgages may only be acquired by a fund according to one of the following three methods:

- (i) at that principal amount which will produce a yield to the fund equal to the interest rate at which the lending institution is making commitments to loan on the security of comparable mortgages at the time of purchase by the fund;
- (ii) at that principal amount which will produce the same yield to the fund as the interest rate charged by the lending institution to the mortgagor on the date of commitment provided that the date of commitment is not more than 120 days prior to the date of acquisition of the mortgage by the fund, and the interest rate is equal to the rate at which the lending institution made commitments to loan on the security of comparable mortgages on the date of commitment; or
- (iii) at that principal amount which will produce a yield to the fund of not more than 1/4 of 1% less than the interest rate at which the lending institution is making commitments, at the time of purchase, to loan on the security of comparable mortgages, provided that the lending institution which sells mortgages to the fund has entered into an agreement to repurchase the mortgages from the fund in circumstances benefiting the fund and that such an agreement is considered by the administrators to justify the difference in yield to the fund.

A mutual fund utilizing the technique described in paragraph (iii) above will realize a yield on its mortgage investments which is less than that resulting from the use of the techniques described in paragraph (i) and paragraph (ii) provided that there is no change in interest rates during the period between the commitment for and the purchase of the mortgages. This relationship between the techniques described in paragraph (i) and paragraph (iii) is generally unaffected by movements in interest rates. During periods of constant interest rates, the techniques described in paragraphs (i) and (ii) will produce the same yield to the fund. During periods of rising interest rates, the technique described in paragraph (i) will produce a greater yield than that described in paragraph (ii) and the opposite is the result during periods of decreasing interest rates. The same

relationship will generally apply to the technique described in paragraph (iii) when compared to that described in paragraph (i).

The Mortgage Income Fund has received permission from securities regulatory authorities to (i) purchase mortgages from, or sell mortgages to, certain related parties, and (ii) invest in mortgages on a property in which certain related parties has an interest, as mortgagor, provided that the independent review committee (“**IRC**”) of the Fund has approved the transaction and subject to certain other conditions. The IRC has reviewed the Manager’s policies and procedures related to purchasing mortgages from, or selling mortgages to, related parties and related to investing in mortgages of related parties and has given its approval, as a standing instruction, for the Mortgage Income Fund to purchase mortgages from, or sell mortgages to, related parties and to invest in mortgages on a property in which certain related parties have an interest, as mortgagors.

The Mortgage Income Fund intends to purchase its mortgages from Scotia Mortgage Corporation (“**SMC**”), a wholly-owned subsidiary of The Bank of Nova Scotia (“**Scotiabank**”), and from Scotiabank. Scotiabank has agreed to purchase from the Mortgage Income Fund any mortgage purchased from SMC if the mortgage is in default or is not a valid first mortgage. Consequently, the Mortgage Income Fund intends to use the method described in paragraph (iii) above to determine the price at which mortgages will be purchased. The price upon repurchase by Scotiabank will be equal to the principal outstanding and any accrued and unpaid interest on the mortgage. The Mortgage Income Fund will include information in its management report of fund performance relating to mortgages purchased or sold through Scotiabank, SMC or any other related party.

Analysis of Mortgage Portfolio

Mortgages by contractual interest rates as April 23, 2021:

<u>Number of Mortgages</u>	<u>Rate of Interest (%)</u>	<u>Principal (\$)</u>	<u>Market Value (\$)</u>
57	1.25-1.49	17,594,068	17,323,309
235	1.50-1.74	54,384,298	54,111,420
516	1.75-1.99	111,815,074	112,031,729
251	2.00-2.24	51,607,761	52,125,750
1435	2.25-2.49	371,606,421	370,921,422
797	2.50-2.74	162,117,347	162,311,182
952	2.75-2.99	213,592,655	214,686,093
731	3.00-3.24	160,871,742	161,542,122
299	3.25-3.49	68,866,376	69,262,530
288	3.50-3.74	62,783,919	63,850,253
98	3.75-3.99	22,193,879	22,746,812

	<u>Number of Mortgages</u>	<u>Rate of Interest (%)</u>	<u>Principal (\$)</u>	<u>Market Value (\$)</u>
	12	4.00-4.24	2,179,799	2,280,466
	353	4.25-4.49	52,654,492	53,104,811
	25	5.75-5.99	3,767,765	3,826,144
Total	<u>6,049</u>		<u>1,356,035,596</u>	<u>1,360,124,043</u>

Mortgages by year of maturity as at April 23, 2021

	<u>Year Ended</u>	<u>Number of Mortgages</u>	<u>Principal (\$)</u>	<u>Market Value (\$)</u>
	2021	3110	697,079,212	696,140,889
	2022	1862	402,836,963	405,569,067
	2023	118	18,191,244	18,413,192
	2024	195	47,663,302	48,282,585
	2025	300	83,196,616	84,587,014
	2026	456	105,944,018	106,015,706
	2027	2	214,065	216,013
	2028	4	428,993	427,799
	2031	2	481,183	471,778
Total		<u>6,049</u>	<u>1,356,035,596</u>	<u>1,360,124,043</u>

Mortgages by geographic location as at April 23, 2021

<u>Province</u>	<u>Number of Mortgages</u>	<u>Principal (\$)</u>	<u>Market Value (\$)</u>
Ontario	2150	555,654,740	556,917,547
Alberta	1088	207,810,433	208,295,923
British Columbia	827	261,499,253	262,976,630
Quebec	1034	201,109,593	201,545,030
Saskatchewan	336	57,059,420	57,197,224
Nova Scotia	198	24,084,862	24,211,335
New Brunswick	136	12,988,859	13,050,733
Newfoundland and Labrador	146	17,709,380	17,778,273

Manitoba	105	15,154,433	15,190,307
Prince Edward Island	25	2,460,416	2,457,179
Northwest Territories	4	504,207	503,862
Total	6,049	1,356,035,596	1,360,124,043

Mortgages by type of property as at April 23, 2021

	Number of Mortgages	Principal (\$)	Market Value (\$)
Single family Dwelling	3,470	833,349,695	835,821,584
Condominiums	1,603	298,597,410	299,552,488
Multi-Unit Dwelling of up to 8 Units	976	224,088,491	224,749,971
Total	6,049	1,356,035,596	1,360,124,043

Mortgages having instalments 90 days or more in arrears as at April 23, 2021

There are no mortgages in arrears over 90 days as at April 23, 2021. There is an agreement between Scotiabank, SMC and Scotia Mortgage Income Fund whereby Scotiabank has agreed to repurchase mortgages which originate with Scotiabank or SMC should such mortgages go into default for more than 90 days.

Cash Equivalent Funds

Each of the Scotia Money Market Fund, Scotia Premium T-Bill Fund, Scotia T-Bill Fund and Scotia U.S. \$ Money Market Fund qualifies as a “money market fund” under NI 81-102 and is subject to the investment restrictions that are applicable to money market funds in NI 81-102. Each of these Funds has obtained exemptive relief from certain provisions of NI 81-102 to permit the Fund to continue describing itself as a “money market fund” in its prospectus, a continuous disclosure document or a sales communication, even though the Fund may hold a security that has been downgraded below its designated rating (as defined in NI 81-102). The exemption is subject to certain conditions, including that the security had a designated rating at the time of purchase and continues to hold a temporary acceptable rating (as defined in the decision document of the exemption) after the downgrade, and applies until July 31, 2021.

Self-Dealing Restrictions

Offerings Involving a Related Underwriter

The Funds are considered dealer managed investment funds and follow the dealer manager provisions prescribed by NI 81-102.

The Funds cannot knowingly make an investment during, or for 60 days after, the period in which an affiliate or associate of the Manager, such as Scotia Capital Inc., acts as an underwriter or agent in an offering of equity securities (the “**Prohibition Period**”), unless the offering is being made under a prospectus and such purchases are made in compliance with the approval requirements of National Instrument 81-107 – *Independent Review Committee for Investment Funds* (“**NI 81-107**”).

The Funds, along with other mutual funds managed by the Manager, can rely on exemptive relief from the Canadian securities regulatory authorities from the above requirements in order to:

(a) purchase securities of a Canadian reporting issuer which are (i) equity securities, or (ii) convertible securities, such as special warrants, which automatically permit the holder to purchase, convert or exchange such convertible securities into other equity securities of the reporting issuer once such other equity securities are listed and traded on an exchange, pursuant to a private placement during the Prohibition Period notwithstanding that a related underwriter, such as Scotia Capital Inc., participates in offering the securities of such issuer;

(b) purchase non-government debt securities which do not have an approved rating during the Prohibition Period notwithstanding that a related underwriter, such as Scotia Capital Inc., participates in offering the securities of such issuer; and

(c) invest in equity securities of an issuer that is not a reporting issuer in Canada during the Prohibition Period, whether pursuant to a private placement of the issuer in Canada or in the United States or a prospectus offering of the issuer in the United States of securities of the same class, notwithstanding that a related underwriter, such as Scotia Capital Inc., participates in offering the securities of such issuer.

Transactions with Related Parties

The Funds are subject to certain restrictions when dealing with, or investing in, the Manager or parties related to the Manager. The Funds, along with other mutual funds managed by the Manager, can rely on exemptive relief from the Canadian securities regulatory authorities from the above requirements in order to:

(a) purchase debt securities from, or sell debt securities to, related dealers that are acting as principal dealers in the Canadian debt securities market, provided such purchases are made in compliance with the approval requirements of NI 81-107 and certain other conditions; and

(b) purchase long-term debt securities issued by Scotiabank, an affiliate of the Manager, and other related issuers in the primary and secondary markets, provided such purchases are made in compliance with the approval requirements of NI 81-107 and certain other conditions.

Inter-Fund Trades

The Funds have obtained exemptive relief from the Canadian securities regulatory authorities to engage in inter-fund trading, which would otherwise be prohibited under applicable securities legislation. Inter-fund trading permits related investment funds and managed accounts to trade portfolio securities held by one of them with the others. Under the exemptive relief, the

Funds may engage in inter-fund trading of debt securities and exchange traded securities on certain conditions aimed at ensuring that the trade is made at the market price at the time of the trade and that no additional commissions are paid. The IRC for the Funds and other investment funds managed by the Manager must approve the inter-fund trades in accordance with the approval requirements of NI 81-107.

Derivatives

The Funds may use or invest in derivative instruments consistent with their respective investment objectives and as permitted by applicable securities laws. The Funds may use derivatives to hedge against certain investment risks, such as currency and interest rate fluctuations and stock market volatility. 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, or using, derivatives is subject to certain risks. If permitted by applicable securities legislation, the Funds may enter into over-the-counter bilateral derivatives transactions with counterparties that are related to the Manager.

The CanAm Index Fund will invest in futures contracts to create exposure to the performance of the S&P 500 Index. The International Equity Index Fund will invest in futures contracts to create exposure to the equity performance of stock markets of selected countries. Investing in, or using, derivatives is subject to certain risks.

Exchange-Traded Funds

The Funds may be permitted under securities regulations to invest in certain exchange-traded funds (“ETFs”) listed on a recognized exchange in Canada. The Funds have obtained exemptive relief to invest in certain ETFs created and managed by BlackRock Asset Management Canada Limited, provided: (i) the Funds do not short sell securities of the ETF; (ii) the ETF is not a commodity pool; and (iii) the ETF is not relying on relief regarding the purchase of physical commodities, the purchase, sale or use of specified derivatives or with respect to the use of leverage.

Gold and Precious Metals

Certain Funds may be permitted under securities regulations to invest up to 10% of its net assets, taken at the market value thereof at the time of investment, in gold, silver, platinum or palladium (or the equivalent in certificates or specified derivatives of which the underlying interest is gold, silver, platinum or palladium).

The Funds have the approval of the Canadian securities regulatory authorities to appoint Royal Canadian Mint (“RCM”) to act as the custodian for any physical precious metals held by a Fund and to permit RCM to appoint International Depository Services of Canada Inc. (“IDS Canada”) to act as a sub-custodian to RCM.

Gold Exchange-Traded Funds

Certain Funds have received the approval of the Canadian securities regulatory authorities to invest in exchange-traded funds that are traded on a stock exchange in the United States and that hold or seek to replicate the performance of gold, permitted gold certificates or specified

derivatives, of which the underlying interest is gold or permitted gold certificates, on an unlevered basis (“**Gold ETFs**”), provided such investment is in accordance with the fundamental investment objectives of the Fund and the Fund’s aggregate market value exposure to gold (whether direct or indirect, including through Gold ETFs) does not exceed 10% of the net asset value of the Fund, taken at market value at the time of the transaction.

Investments in Closed-End Funds

Each Fund may be permitted under securities regulations to invest in certain non-redeemable (or closed-end) investment funds (“**Closed-End Funds**”). The Funds have also obtained exemptive relief from the Canadian securities regulatory authorities to invest in Closed-End Funds that are traded on a stock exchange in the United States, provided that certain conditions are met, including that immediately after each such investment no more than 10% of the net asset value of the Fund is invested in Closed-End Funds.

Securities Lending, Repurchase and Reverse Repurchase Transactions

The Funds may enter into securities lending, repurchase and reverse repurchase transactions consistent with their investment objectives and as permitted by applicable securities and tax laws. A securities lending transaction is where a mutual fund lends certain qualified securities to a borrower in exchange for a negotiated fee without realizing a disposition of the securities for tax purposes. A repurchase transaction is where a mutual fund sells a security at one price and agrees to buy it back from the same party at a specified price on a specified date. A reverse repurchase transaction is where a mutual fund buys securities for cash at one price and agrees to sell them back to the same party at a specified price on a specified date. Securities lending, repurchase and reverse repurchase transactions involve certain risks. If the other party to these transactions goes bankrupt or is for any reason unable to fulfill its obligations under the agreement, the Fund may experience difficulties or delays in receiving payment. To address these risks, any securities lending, repurchase or reverse repurchase transactions entered into by a Fund will comply with applicable securities laws, including the requirement that each agreement be, at a minimum, fully collateralized by investment grade securities or cash with a value of at least 102% of the market value of the securities subject to the transaction. The Funds will enter into securities lending, repurchase or reverse repurchase transactions only with parties that we believe, through conducting credit evaluations, have adequate resources and financial ability to meet their obligations under such agreements (“**qualified borrowers**”). In the case of securities lending or repurchase transactions, the aggregate market value of all securities lent and sold by a Fund will not exceed more than 50% of the NAV of that Fund immediately after the Fund enters into such a transaction.

Short Selling

Certain mutual funds may be permitted to engage in a limited amount of short selling under securities regulations. A “short sale” is where a mutual 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 mutual fund and returned to the lender. In the interim, the proceeds from the first sale are deposited with the lender and the mutual fund pays interest to the lender. If the value of the securities declines between the time that the mutual fund borrows the securities and the time it repurchases and returns the securities, the mutual fund makes a profit for the difference

(less any interest the mutual fund is required to pay to the lender). In this way, the mutual fund has more opportunities for gains when markets are generally volatile or declining.

The Funds may engage in short selling only within certain controls and limitations. Securities are sold short only for cash. As well, at the time securities of a particular issuer are sold short by a Fund, the aggregate market value of all securities of that issuer sold short will not exceed 5% of the NAV of the Fund. The aggregate market value of all securities sold short by a Fund will not exceed 20% of the NAV of the Fund. The Fund may deposit assets with lenders in accordance with industry practice in relation to its obligations arising under short sale transactions. The Fund also will hold cash cover (as defined in NI 81-102) in an amount, including the Fund's assets deposited with lenders, 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. The Funds will also abide by all other NI 81-102 restrictions relating to short selling.

SECURITIES OF THE FUNDS

What are Units and Series of Units of the Trust Funds?

A Trust Fund may offer one or more series of units. Each series is intended for different investors. Each series of units of a Trust Fund may have different management fees, where applicable, administration fees and other expenses attributable to that series of units.

Each of the Trust Funds is authorized to issue an unlimited number of series divided into an unlimited number of units, each of which represents an equal undivided interest in the property of that particular Trust Fund. The U.S. \$ Money Market Fund, U.S. \$ Corporate Bond Pool, U.S. \$ Bond Fund and U.S. \$ Balanced Fund are valued and reported for most purposes in U.S. dollars. Certain series of the Trust Funds have a U.S. dollar option and are valued in both Canadian and U.S. dollars.

As a holder of units of a Trust Fund, you have the rights described below. Fractional units carry the rights and privileges and are subject to the restrictions and conditions described for units in the proportions that they bear to one unit, except that any holder of a fractional unit is not entitled to vote in respect of such fractional unit.

When issued, units of each Trust Fund are fully paid and non-assessable and have no pre-emptive or conversion rights. Fractions of units may also be issued. As a holder of units of a Trust Fund, you are entitled to require the Trust Fund to redeem your units at the price described under *How to Sell Securities*. Your units are generally redeemable without restriction. Upon liquidation or termination of a Trust Fund, each unitholder of a series is entitled to participate ratably in the assets of the Trust Fund attributable to that series.

Each unitholder of a Trust Fund is entitled to vote on certain amendments to the Master Declaration of Trust in accordance with such document or where required by securities laws. A separate series vote is required if a particular series is affected in a manner that is different from other series. At a unitholder meeting called to vote on these issues, a unitholder will be entitled to one vote per unit of a Trust Fund.

What are Classes and Series of Shares of the Corporation?

The Corporation issues classes of shares in series and may issue an unlimited number of shares of each series. Each such class is a mutual fund that has a separate set of investment objectives. Each Corporate Fund currently offers Series A shares and some Corporate Funds also offer Series T shares under a simplified prospectus.

Holders of shares of a Corporate Fund have the rights described below. Fractional shares carry the rights and privileges and are subject to the restrictions and conditions described for shares in the proportions that they bear to one share, except that any holder of a fractional share is not entitled to vote in respect of such fractional share.

When issued, shares of each Corporate Fund are fully paid and non-assessable and have no pre-emptive or conversion rights. Fractions of shares may also be issued.

Dividend rights

The Corporation does not pay dividends at regular intervals on Series A shares. Investors holding Series T shares will receive stable monthly distributions, which will usually represent a return of capital, but may also include ordinary dividends and/or capital gains dividends. Any capital gains dividends will generally be allocated amongst all Corporate Funds, although the Board may allocate ordinary or capital gains dividends only to a particular Corporate Fund if the Board believes it is appropriate to do so. Any dividend allocated by the Corporation to a Corporate Fund will generally be shared amongst all series of the Corporate Fund.

No distribution of capital to a series can be made if it exceeds that series' capital.

In the event of the liquidation or dissolution of the Corporation, all Corporate Funds have the right to participate in the remaining property of the Corporation based on the relative NAV of each Corporate Fund. If amounts payable on a return of capital in respect of a series of shares are not paid in full, the shares of all series of a Corporate Fund participate ratably on a return of capital based on the relative NAV of each series of such Corporate Fund.

Redemption

All shares of the Corporation are redeemable on the basis as described under *How to Sell Securities*.

In addition, the Corporation may, in its discretion, redeem securities of any series at their NAV per security: (a) if the total value of a securityholder's holdings of the Corporate Fund falls below a specified amount as fixed by the Manager from time to time; (b) to pay any outstanding fees or expenses owed by the securityholder, whether to the Corporation or another party; (c) if a securityholder fails to meet the eligibility requirements for those securities; (d) if authorized to do so by applicable law or by securities regulators; (e) if necessary to set off any other amount owing by the securityholder to the Corporation; or (f) if the holding of such securities by such securityholder would have an adverse effect on the Corporation or a Corporate Fund.

Conversions

The movement of your investment money from one Corporate Fund to another Corporate Fund, or from one series to another series of the same Corporate Fund, is called a conversion.

If you wish to change your investments within the Corporation, you can convert from one Corporate Fund to another Corporate Fund. If you wish to change fee structures, you may request that your securities of a series of a Corporate Fund be converted into securities of another series of the same Corporate Fund, provided that you meet certain criteria that may be established by the Manager. If after conversion, you no longer satisfy the criteria for that series, your securities may be redeemed by the Corporation, or may be converted into another series if you so direct, and if you meet the criteria for such series.

Voting rights

Securityholders of the Corporate Funds do not have the right to vote except as required by the CBCA or by Canadian securities legislation. Securityholders of a Corporate Fund or a series thereof have the right to vote on matters prescribed by the CBCA, including in particular, the modification of the rights and conditions attaching to a Corporate Fund or a series thereof. A separate Corporate Fund or series vote is required if a particular Corporate Fund or series is affected in a manner that is different from other Corporate Funds or series. At a shareholder meeting called to vote on these issues, a shareholder will be entitled to one vote per share of a Corporate Fund.

However, no vote of securityholders of a Corporate Fund or a series of shares of a Corporate Fund is required (and no rights to dissent arise) for the Corporation to:

- increase any maximum number of authorized shares of a Corporate Fund or a series of shares of the Corporate Fund having rights or privileges equal or superior to the shares of such Corporate Fund;
- effect an exchange or cancellation of all or part of the shares of the Corporate Fund or a series of shares of the Corporate Fund; or
- create a new corporate class fund of the Corporation or a series of a corporate class fund of the Corporation having rights equal or superior to the shares of the Corporate Fund or a series of shares of the Corporate Fund.

In addition, if no shares of a series are outstanding, the Board may change the rights, privileges, restrictions and conditions attaching to such series. In some cases only some of the Corporate Funds or series of a Corporate Fund will vote on a particular matter stated above and in other cases the shareholders of all of the Corporate Funds or series of shares of a Corporate Fund will vote on such matter.

Matters Requiring Securityholder Approval

Subject to any exemption obtained by a Fund from applicable securities laws, the following matters currently require securityholder approval pursuant to securities laws:

1. the appointment of a new manager, unless the new manager is an affiliate of the Manager;
2. a change in the fundamental investment objectives of a Fund;
3. a decrease in the frequency of calculating the NAV per security of a Fund;
4. changing the basis of the calculation of a fee or expense that is charged to a Fund or directly to its securityholders by the Fund or the Manager in a way that could

result in an increase in charges to the Fund or its unitholders, except in certain circumstances as permitted under securities laws;

5. introducing a fee or expense, to be charged to a Fund or directly to its securityholders by the Fund or the Manager in connection with holding securities of the Fund, in a way that could result in an increase in charges to the Fund or its securityholders, except in certain circumstances as permitted under securities laws;
6. where a Fund undertakes a reorganization with, or transfers its assets to, another issuer, and the Fund ceases to continue after the reorganization or transfer of its assets and the transaction results in securityholders of the Fund becoming securityholders of the other issuer. Notwithstanding the foregoing, no securityholder approval will be required for such a change if that change is approved by the IRC of the Fund, the assets of the Fund are being transferred to another mutual fund to which NI 81-102 and NI 81-107 both apply and that is managed by the Manager or an affiliate of the Manager, the reorganization or transfer of assets complies with other relevant securities legislation, and written notice of the reorganization or transfer is sent to the Fund's securityholders at least 60 days' prior to the effective date of the reorganization or transfer;
7. where a Fund undertakes a reorganization with, or acquires assets from, another issuer, continues after such reorganization or acquisition of assets, and the transaction results in the securityholders of the other issuer becoming securityholders of the Fund and the transaction would be a material change to the Fund; and
8. where a Fund is restructured into a non-redeemable investment fund or into an issuer that is not an investment fund.

Because securityholders of the Funds are not charged sales commissions or redemption fees when they invest in or redeem securities of the Funds, securityholder meetings in respect of Series A and Series T shares of the Corporate Funds, and Series A, Series D, Series F, Series I, Series K, Series M, Series T, Pinnacle Series, Premium Series, Premium TL Series, Premium T Series and Premium TH Series units of the Trust Funds, are not required to approve the introduction of a fee or expense or any increase in the fees or expenses charged to the Funds or directly to securityholders if the securityholders of the applicable series are notified of the change in writing at least 60 days before the effective date of the introduction or increase. Further, the Manager may reclassify the securities you hold in one series into the securities of another series of the same Fund provided your pecuniary interest is not adversely affected by such reclassification.

Special Considerations – the U.S. \$ Money Market Fund, U.S. \$ Corporate Bond Pool, U.S. \$ Bond Fund and U.S. \$ Balanced Fund

Currency – The U.S. \$ Money Market Fund, U.S. \$ Corporate Bond Pool, U.S. \$ Bond Fund and U.S. \$ Balanced Fund units are valued in U.S. dollars. Please refer to *What are units and series of units of the Trust Funds?*.

Currency Restriction – Investors must pay for units of the U.S. \$ Money Market Fund, U.S. \$ Corporate Bond Pool, U.S. \$ Bond Fund and U.S. \$ Balanced Fund and receive cash distributions

and redemption proceeds from the U.S. \$ Money Market Fund, U.S. \$ Corporate Bond Pool, U.S. \$ Bond Fund and U.S. \$ Balanced Fund in U.S. dollars.

Special Considerations – U.S. dollar option

Certain series of the following Trust Funds have a U.S. dollar purchase option and units of such series are valued in both Canadian and U.S. dollars:

- Scotia Wealth U.S. Dividend Pool (Series K and Series M)
- Scotia Wealth U.S. Large Cap Growth Pool (Series M)
- Scotia Wealth International Core Equity Pool (Series K and Series M)
- Scotia Wealth Global Infrastructure Pool (Series M)
- Scotia Wealth World Infrastructure Pool (Series K)

Investors may pay for units of the above series of Trust Funds in U.S. dollars. Redemption proceeds will be paid in the currency in which units are purchased. If units of a fund are purchased in Canadian dollars, then redemption proceeds will also be received in Canadian dollars. If units of a fund are purchased in U.S. dollars, then redemption proceeds will also be received in U.S. dollars.

How the Securities are Valued

How much a Fund is worth is called its “net asset value”. When a Fund calculates its NAV, it determines the market value of all of its assets and subtracts all of its liabilities. Separate NAVs are calculated for each series of a Fund at the end of each day based on each series’ share of the Fund’s NAV as determined in accordance with the Master Declaration of Trust (in the case of a Trust Fund) or the Articles of the Corporation (in the case of a Corporate Fund). The series NAV per security is calculated daily by dividing (i) the current market value of the proportionate share of the assets allocated to the series, less the liabilities of the series and the proportionate share of the common expenses allocated to the series, by (ii) the total number of securities of that series outstanding at such time. A security’s NAV is very important because it is the basis on which securities of a Fund are purchased and redeemed. The series NAV per security of a Fund varies from day to day. A Fund calculates the NAV of the securities at the close of business on each Valuation Date. Every day that the Toronto Stock Exchange is open for trading or each other day required for tax, accounting or distribution purposes of each year is a “Valuation Date”. In unusual circumstances, calculation of the NAV per security may be suspended, subject to obtaining any necessary regulatory approval.

Although no assurance can be given, the Manager expects the value of units of the T-Bill Fund, Premium T-Bill Fund, Money Market Fund and U.S. \$ Money Market Fund to be maintained at the issue price of \$10.00 per unit (in Canadian or U.S. dollars as applicable) as all net interest income earned and net capital gains realized by such Funds are calculated at the close of business on each business day and credited to accounts maintained for the benefit of unitholders of record at that time. Net realized capital gains on the U.S. \$ Money Market Fund may be declared payable from time to time. By the close of business on the last business day of the month, all such amounts not previously distributed are distributed in the form of additional units unless a unitholder has requested in writing to receive cash distributions.

The NAV and NAV per security of the Funds is available on the Manager's website at www.scotiafunds.com or, at no cost, by contacting the Manager at fundinfo@scotiabank.com.

Valuation of Portfolio Securities and Liabilities

The net asset value of a Fund must be calculated using the fair value of the Fund's assets and liabilities.

In calculating the net asset value of a Fund or of a particular series of securities of that Fund at any time:

- (a) the value of any cash on hand or on deposit, bills and demand notes and accounts receivable, prepaid expenses, cash dividends or distributions received (or to be received and declared to securityholders of record on a date before the date as of which the net asset value of the Fund and any series net asset value are being determined) and interest, accrued and not yet received, shall be deemed to be the full amount thereof, unless determined that any such deposit, bills, demand notes, account receivable, prepaid expenses, cash dividends received or distributions received (or receivable) or accrued interest is not worth the full face value, in which event the value thereof shall be deemed to be such value as the Manager determines to be reasonable;
- (b) the value of any security which is listed on a stock exchange will be the official closing sale price or, if there is no such sale price, the average of the bid and the ask price at that time by the close of trading of the Toronto Stock Exchange, generally 4:00 p.m. (Toronto time), all as reported by any report in common use or authorized as official by the stock exchange, provided that if such official closing sale price is not within the latest available bid and ask quotations on the Valuation Date then the Manager has the discretion to determine a value which it considers to be fair and reasonable (the "**fair value**") for the security based on market quotations the Manager believes most closely reflect the fair value of the investment. The trading hours for foreign securities that trade in foreign markets may end prior to 4:00 p.m. (Toronto time) and therefore may not take into account, among other things, events that occur after the close of the foreign market. In these circumstances, the Manager may determine what it considers to be a fair value for the foreign securities which may differ from such securities' most recent closing market prices. These adjustments are intended to minimize the potential for market timing strategies which are largely focused on mutual funds with significant holdings in foreign securities;
- (c) the value of the securities of any unlisted mutual fund will be the net asset value per unit or net asset value per share on the Valuation Date or, if the day is not a valuation date of the mutual fund, the net asset value per unit or net asset value per share on the most recent valuation date for the mutual fund;
- (d) the value of any security which is traded on an over-the-counter market will be the closing sale price on the Valuation Date or, if there is no such sale price, the average of the bid and the ask prices at that time, all as reported by the financial press;

- (e) the value of long positions and short positions in clearing corporation options is based on the mid-price and the value of long positions and short positions in debt-like securities and warrants that are traded on a stock exchange or other markets will be the closing sale price on the Valuation Date or, if there is no such sale price, the average of the bid and ask prices at that time, all as reported by any report in common use or authorized as official by the stock exchange or, if no bid or ask price is available, the last reported closing sale price of such security;
- (f) the value of long positions and short positions in clearing corporation options on futures is based on the daily settlement price determined by the respective exchange (if available); if no settlement price is available, the last reported closing sale price on the Valuation Date; or, if no closing sale price is available, the last reported settlement price of such security;
- (g) where a covered clearing corporation option or over-the-counter option is written by the Fund the premium received by the Fund will be reflected as a deferred credit which will be valued at an amount equal to the value of the clearing corporation option or over-the-counter option which would have the effect of closing the position; any difference resulting from revaluation shall be treated as an unrealized gain or loss on investment; the deferred credit shall be deducted in arriving at the net asset value of the Fund; the securities, if any, which are the subject of a written clearing corporation option or over-the-counter option will be valued in a manner listed above for listed securities in paragraph (e) above;
- (h) the value of any standardized futures contract or forward contract shall be the gain or loss, if any, that would arise as a result of closing the position in the standardized futures contract or forward contract, as applicable, on the Valuation Date, unless “daily limits” are in effect, in which case fair market value shall be based on the value of the underlying interest on the Valuation Date as determined in a manner by the Manager in its discretion;
- (i) over-the-counter swap contracts are valued at the amount that the Fund would receive or pay to terminate the swap, based on the current value of the underlying interest on the Valuation Date; centrally cleared swaps listed or traded on a multilateral or trade facility platform, such as a registered exchange, are valued at the daily settlement price determined by the respective exchange (if available);
- (j) the value of any security or other asset for which a market quotation is not readily available or to which, in the opinion of the Manager, the above principles cannot be applied, will be its fair value on the Valuation Date determined in a manner by the Manager in its discretion; and
- (k) the liabilities of a Fund include:
 - (i) all bills, notes and accounts payable;
 - (ii) all administrative expenses payable or accrued (including management fees and administration fees);

- (iii) all contractual obligations for the payment of money or property, including unpaid distributions or dividends;
- (iv) all allowances authorized or approved by the Trustee or directors of the Corporation, as applicable, for taxes; and
- (v) all other liabilities of the Fund; except liabilities represented by outstanding series of units or series of shares, as applicable, of the Fund

For the purpose of any conversion of monies from any other currency to Canadian currency or if the Fund is offered in U.S. dollars, from any other currency to U.S. dollars, the current rate of exchange as quoted to such Fund by the Fund's bankers as nearly as practicable at the time as of which the NAV is being computed is used.

The Manager has not exercised its discretion to deviate from the valuation principles described above in the last three years.

The Manager will deviate from these valuation principles in circumstances where the above methods do not, in the view of the Manager, accurately reflect the fair value of a particular security at any particular time, for example, if trading in a security was halted because of significant negative news about a company.

In accordance with National Instrument 81-106 - *Investment Fund Continuous Disclosure* ("NI 81-106"), the fair value of a portfolio security used to determine the daily price of a Fund's securities for purchases and redemptions by investors will be based on the Fund's valuation principles set out above under the heading "Valuation of Portfolio Securities and Liabilities", which comply with the requirements of NI 81-106 but differ in some respects from the requirements of International Financial Reporting Standards ("IFRS"), which are used for financial reporting purposes only.

The interim financial reports and annual financial statements of a Fund (the "**Financial Statements**") are required to be prepared in compliance with IFRS. The Fund's accounting policies for measuring the fair value of its investments (including derivatives) are identical to those used in measuring its NAV for transactions with securityholders, except as disclosed below.

The fair value of the Fund's investments (including derivatives) is the price that would be received to sell an asset, or the price that would be paid to transfer a liability, in an orderly transaction between market participants as at the date of the Financial Statements (the "**Reporting Date**"). The fair value of the Fund's financial assets and liabilities traded in active markets (such as publicly traded derivatives and marketable securities) are based on quoted market prices at the close of trading on the Reporting Date (the "**Close Price**").

In contrast, for IFRS purposes, the Fund uses the Close Price for both financial assets and liabilities where that price falls within that day's bid-ask spread. If a Close Price does not fall within the bid-ask spread, the Close Price will then be adjusted by the Manager, to a point within the bid-ask spread that, in the Manager's view, is most representative of fair value based on specific facts and circumstances.

As a result of this potential adjustment, or other fair value adjustments the Manager may determine and considers to be fair and reasonable for the security, the fair value of the financial assets and liabilities of the Fund determined under IFRS may differ from the values used to calculate the NAV of the Fund.

The Notes to the Financial Statements of the Funds will include a reconciliation of the differences between the NAV calculated based on IFRS and NI 81-106, if applicable.

HOW TO PURCHASE AND SELL SECURITIES OF THE FUNDS

How to Purchase Securities

The Scotia Premium T-Bill Fund, Scotia CanAm Index Fund and INNOVA Income Portfolio Class are closed to new purchases and to switches of securities from other funds into this Fund. These closures do not affect your ability to switch from these closed Funds to other funds. We may choose to re-open INNOVA Income Portfolio Class to new purchases in the future.

Securities of the Funds are offered for sale on a continuous basis at their NAV per security from time to time, computed in the manner described under *How the Securities are Valued*. The Funds offer a number of series of securities. The series have different management fees and/or distribution policies and are intended for different investors. Certain series of the Trust Funds are only available to investors who participate in particular investment programs. The required minimum investment for a series may differ for individual Funds.

With respect to the Trust Funds:

- Series A and Premium Series units are generally available to all investors. Series A units of the Pinnacle Balanced Portfolio is exclusively available through ScotiaMcLeod®.
- Series D units are generally only available to investors who have accounts with discount brokers, including Scotia iTRADE®. A lower management fee is charged on Series D units due to a reduced trailing commission. If investors hold units of a Fund, other than Series D units, in a discount brokerage account, including a Scotia iTRADE account, such other units will not necessarily be reclassified automatically.
- Series F units are generally only available to investors who have fee-based accounts with authorized brokers and dealers. We, in conjunction with your broker or dealer, are responsible for deciding whether you are eligible for Series F units. Series F units of the Scotia Wealth Pools are generally available to investors who have fee-based accounts with ScotiaMcLeod. We may make Series F units available to other investors from time to time. If you are no longer eligible to hold your Series F units, we may change your units to Series A or Pinnacle Series units as applicable or sell them.
- Series I units are generally only available to mutual funds or managed asset programs managed by the Manager.

- Series K units are only available to investors who participate in the SIP or as otherwise permitted by the Manager. Series K units are only available in the SIP multi-manager mandates or SIP optimized portfolios and are not available as single Funds.
- Series M units are available to investors who have signed a discretionary investment management agreement with 1832 Asset Management L.P. or The Bank of Nova Scotia Trust Company (“**Scotiustrust**”).
- Series T units as well as Premium T Series, Premium TL Series and Premium TH Series units are intended for investors seeking stable monthly distributions. Monthly distributions on those series of units will consist of net income, net realized capital gains and/or a return of capital. Any net income and/or net realized capital gains in excess of the monthly distributions will be distributed by December 31 of each year. The amount of monthly distributions paid varies from series to series and from Fund to Fund. See *Distribution policy* in the profile of each Fund that offers one or more of these series in the simplified prospectus for more details.
- Pinnacle Series units are only available to investors who participate in the Pinnacle Program or as otherwise permitted by the Manager.
- Series K and/or Series M units of the following funds may be bought in Canadian or U.S. dollars:

Scotia Wealth U.S. Dividend Pool (Series K and Series M)
 Scotia Wealth U.S. Large Cap Growth Pool (Series M)
 Scotia Wealth International Core Equity Pool (Series K and Series M)
 Scotia Wealth Global Infrastructure Pool (Series M)
 Scotia Wealth World Infrastructure Pool (Series K).

With respect to the Corporate Funds:

- Series A shares are available to all investors.
- Series T shares are intended for investors seeking stable monthly distributions. Distributions for Series T shares is expected to consist of return of capital but may also include ordinary dividends and/or capital gains dividends. Any capital gains dividends will be included within 60 days following year end.

Purchase orders received by the Manager by the close of trading of the Toronto Stock Exchange, generally 4:00 p.m. (Toronto time), on a Valuation Date will be effective on that day. Orders received after that time will be effective on the next Valuation Date. All orders for securities of a Fund will be forwarded to the Manager on behalf of the Fund for acceptance or rejection and the Manager on behalf of the Fund reserves the right to reject any order in whole or in part. Dealers and brokers must transmit an order for securities to the head office of the Manager and must make such transmittal wherever practical by courier, priority post or telecommunications facility without charge to you on the same day your completed purchase order is received. As a security policy (which may be changed at the discretion of the Manager) the Manager on behalf of the Funds, except as provided below, generally will not accept purchase orders placed by telephone or wire directly by an investor. The decision to accept or reject your purchase order will be made promptly and, in any event, within one business day of receipt of your order by the Manager on behalf of

the Fund. Telephone orders and Internet orders may be placed with Scotia Securities Inc., ScotiaMcLeod or Scotia iTRADE representatives or as permitted by other dealers or brokers. Speak to your registered investment professional for details. If your order is rejected, all monies received with your rejected order will be returned to you immediately.

The minimum amounts for the initial and each additional investment in Series A and Series T shares of a Corporate Fund, and Series A, Series D, Series T, Pinnacle Series, Premium Series, Premium TL Series, Premium T Series and Premium TH Series units of a Trust Fund are shown in the table below.

Fund	Minimum initial investment		Minimum additional investment (including pre-authorized contributions ¹)
	All accounts except Scotia RRIFs	Scotia RRIFs	
Scotia Global Growth Fund	\$100	\$5,000	\$25
Scotia U.S. \$ Money Market Fund ² Scotia U.S. \$ Bond Fund ² Scotia U.S.\$ Balanced Fund ²	\$500	\$5,000	\$25
Scotia Selected Portfolios	\$500	\$2,500	\$25
Scotia Partners Portfolios	\$10,000	\$10,000	\$25
Scotia INNOVA Portfolios	\$50,000	\$50,000	\$25
Scotia Aria Portfolios ³	\$500	\$500	\$25
Scotia Wealth Pools	\$500	\$1,000	\$25
Pinnacle Balanced Portfolio	\$500	\$25,000	\$25
All other Funds	\$500	\$5,000	\$25

¹ If you choose to invest less frequently than monthly using pre-authorized contributions (i.e. bi-monthly, quarterly, semi-annually or annually), the minimum amount for each investment will be determined by multiplying the amounts shown here by twelve and then dividing the product by the number of investments you make over the course of one calendar year. For example, for most Funds, if you choose to invest quarterly, the minimum investment for each quarter will be $\$25 \times 12 \div 4$, or \$75.

² You must use U.S. dollars to buy this Fund. If you tender in Canadian dollars, it will first be converted to U.S. dollars.

³ The minimum initial investment and the minimum additional investment for the Scotia Aria Portfolios is based on an investor's aggregate investment in all Scotia Aria Portfolios.

For Series F units of a Fund (except Scotia Global Growth Fund and Scotia Partners Portfolio Trusts), the minimum initial investment amount is \$500 and the minimum for each additional investment is \$25. The minimum initial investment amount for Series F units of the Scotia Global Growth Fund is \$100 and the minimum for each additional investment is \$25. The minimum initial investment amount for Series F units of the Scotia Partners Portfolio Trusts is \$10,000 and the minimum for each additional investment is \$25.

For Series I units of a Fund, the minimum initial investment amount is generally \$1,000,000.

The minimum initial investment amount in Series K units of a Fund is generally \$500.

The minimum initial investment amount in Series M units of a Fund is generally \$250,000.

We may change the minimum investment amounts for initial and subsequent investments in a fund at any time, from time to time, and on a case by case basis, subject to applicable securities laws. If you buy, sell or switch securities through dealers or brokers other than Scotia Securities Inc. or ScotiaMcLeod you may be subject to higher minimum initial or additional investment amounts.

For Series A units of the Pinnacle Balanced Portfolio and Pinnacle Series units of the Funds, if the value of the investments in your account falls below \$100, we may sell your units and send you the proceeds. For all other series of units, we can redeem or, if applicable, reclassify your units if the value of your investment in any fund drops below the minimum initial investment or if your aggregate assets invested in the Scotia Aria Portfolios, Pinnacle Program or SIP drop below the minimum amounts required for those programs. We will give you 30 days' written notice before selling or reclassifying your units. We also reserve the right to terminate your account with a Corporate Fund after giving 30 days' written notice to you if the NAV of your investment in the Corporate Fund falls below the applicable minimum for an initial purchase.

The NAV per security for the purpose of issuing securities is the NAV per security next determined following receipt of a purchase order. No share or unit certificates, as applicable, will be issued by the Funds.

Securities of the Funds are not transferrable except with the consent of the Manager for the sole purpose of granting a security interest therein.

If the Fund has not received from you within two business days of the Valuation Date payment in full of the purchase price for your order, together with all necessary documents, then under applicable securities regulations and policies, the Fund will be deemed to have received from you and accepted on the next Valuation Date a redemption order for the same number of securities. If the amount of the redemption proceeds exceeds the purchase price of the securities, the surplus will be retained by the Fund. If the redemption proceeds are less than the purchase price, your dealer is required to pay to the Fund the amount of the deficiency. Your dealer will be entitled to reimbursement from you of that amount together with any additional costs and expenses of collection.

Other than the short-term trading fee described below, the Funds do not charge for redemptions, but reserve the right to impose redemption fees from time to time, upon providing securityholders 60 days' written notice of the amount and particulars of such fee. The Manager currently has no intention to impose such fees on any of the series described in this annual information form during the next 12 months.

Sales Charges

Series A and Series T shares, and Series A, Series D, Series F, Series I, Series K, Series M, Series T, Pinnacle Series, Premium Series, Premium TL Series, Premium T Series and Premium TH Series units, of the Funds are “no-load”, meaning that you do not pay a sales commission when you buy, reclassify, switch or sell securities of these series through Scotia Securities Inc., Scotia McLeod or Scotia iTRADE. You may pay a sales commission or other fee if you buy, reclassify, switch or sell units of the Funds through other registered brokers or dealers.

Trailing Commissions and Sales Incentive Programs

The Manager may pay Scotia Securities Inc., ScotiaMcLeod, Scotia iTRADE or other brokers and dealers a trailing commission on Series A and Series T shares, or Series A, Series D, Series T, Premium Series, Premium TL Series, Premium T Series and Premium TH Series units, of the Funds. This fee is calculated daily and paid monthly and, subject to certain conditions, is based on the value of the securities held by clients of a broker or dealer. The Manager does not pay trailing commissions on Series F, Series I, Series K, Series M or Pinnacle Series units. See *Dealer compensation* in the simplified prospectus of the Funds for details about trailing commissions and sales incentive programs.

In addition, Scotiabank may also include sales of securities of the Funds in its general employee incentive programs which involve many different Scotiabank products.

How to Switch Funds

You can switch from one Fund to another mutual fund managed by the Manager and offered under the ScotiaFunds® brand, including the funds described in the annual information form, as long as you are eligible to hold the particular series of the Fund into which you switch. A switch involves moving money from the first ScotiaFund to another ScotiaFund. Generally, a switch may be an order to sell and buy or to convert your securities. When we receive your order, we will sell or convert your securities from the Fund and use the proceeds to buy the other ScotiaFund. The steps for buying and selling a ScotiaFund also apply to switches. A Fund may also charge you a short term or frequent trading fee if you switch your securities within 31 days of buying them, or if you have made multiple switches within 10 calendar days of purchase. See *How to Sell Securities* for details. You may only switch between Funds valued in the same currency.

Switches and Reclassifications Involving Trust Funds

Switching between Trust Funds

You can switch a series of units of one Trust Fund for the same or a different series of units of another Trust Fund as long as you are eligible to hold such series of the other Trust Fund into which you switch. When you switch units between Trust Funds the value of your investment will not change (except for any fees you pay to switch), but the number of units you hold will change. This is because each series of units of each Trust Fund has a different unit price. A switch from a series of units of one Trust Fund for the same or a different series of units of a different Trust Fund will generally be considered a disposition for tax purposes and accordingly, you will realize a capital gain or capital loss.

We have the right, without notice to you, to switch your units of the Premium T-Bill Fund for Series A units of the T-Bill Fund, as applicable, if you do not maintain a minimum investment of \$100,000. You will be deemed not to have maintained the minimum investment if the current market value of your units on the last business day of any month is less than this amount.

Reclassifying between series of units of a Trust Fund

You can reclassify your units of one series of a Trust Fund to another series of units of the same Trust Fund, as long as you are eligible to hold that series. If you reclassify units of one series of a Trust Fund to another series, the value of your investment won't change (except for any fees you pay to reclassify your units), but the number of units you hold will change. This is because each series has a different unit value. Your dealer may charge you a fee to reclassify your units. In general, reclassifying units from one series to another series of the same Trust Fund is not a disposition for tax purposes.

Switches and Reclassifications Involving Corporate Funds

Switching between Corporate Funds

You can switch a series of shares of one Corporate Fund for the same or a different series of shares of another Corporate Fund as long as you are eligible to hold such series of the other Corporate Fund into which you switch. When you switch shares between Corporate Funds the value of your investment will not change (except for any fees you pay to switch), but the number of shares you hold will change. This is because each series of shares of each Corporate Fund has a different share price. A switch from a series of shares of one Corporate Fund for the same or a different series of shares of a different Corporate Fund within the Corporation will generally be considered a disposition for tax purposes and accordingly, you will realize a capital gain or capital loss.

Reclassifying between series of shares of a Corporate Fund

You can reclassify shares of a series to shares of another series within the same Corporate Fund as long as you are eligible to hold the other series of the Corporate Fund. When you reclassify shares between series of the same Corporate Fund, the value of your investment will not change (except for any fees you pay to convert), but the number of shares you hold will change. This is because each series of each Corporate Fund has a different share price. A reclassification between series of shares of the same Corporate Fund will generally not be considered a disposition for tax purposes and accordingly, you will not realize a capital gain or capital loss provided that the two series of shares derive their value in the same proportion from the same property or group of properties.

Switching between Corporate Funds and Trust Funds

Switching between a Corporate Fund and a Trust Fund is considered a disposition for tax purposes. If you hold your securities in a non-registered account, you may realize a capital gain or loss on the disposition. See *Tax Treatment of Your Investment*.

How to Sell Securities

You may at any time sell securities back to a Fund by following the procedures described in the following section, unless at that time the Fund's obligation to purchase your securities has been temporarily suspended by the Fund with, where necessary, the prior consent of the applicable Canadian securities regulators. Your request to have a Fund buy back your securities constitutes a "redemption" by the Fund when completed and may be referred to in this annual information form as a "sell order" to the Fund. The redemption price for the securities which are the subject of your sell order will be the NAV per security next determined following receipt of your sell order by the Fund. Payment for your securities sold will be issued by cheque within two business days after receipt by the Fund of your sell order. **The Manager cannot accept sell orders specifying a forward date or price, and sell orders will not be implemented before the Manager has actually received payment for securities issued to you under a prior purchase order.**

Short-Term Trading Fee

Short-term trading (including "market-timing" trading) can increase a Fund's expenses, which affects all securityholders of the Fund. The Manager has systems in place to monitor for short-term trades. These systems have the capability to detect and mark any redemption or switching that occurs within 31 days of the purchase of the relevant securities. If it is determined that a redemption or switch constitutes a short-term trade, the Fund will charge a fee of 2% of the amount redeemed or switched. This short-term trading fee is retained by the Fund. While the fee will generally be paid out of the redemption proceeds of the Fund in question, the Manager has the right to redeem securities of other Funds in your account without notice to you to pay for the short-term trading fee. The Manager may, in its sole discretion, decide which securities should be redeemed and the manner in which to do so. The Manager may waive the fee in certain circumstances and in its sole discretion.

The short-term trading fee does not apply to: (i) automatic rebalancing that is part of the service offered by the Manager; (ii) any of the Cash Equivalent Funds; (iii) transactions not exceeding a certain minimum dollar amount, as determined by the Manager from time to time; (iv) trade corrections or any other action initiated by the Manager or the applicable portfolio advisor; (v) transfers of securities of one Fund between two accounts belonging to the same securityholder; (vi) regularly scheduled registered retirement income fund ("RRIF") or life income fund ("LIF") payments; (vii) regularly scheduled automatic withdrawal plan payments; (viii) reclassifying securities from one series to another series of the same Fund; redemptions that are carried out to accommodate payment of fees for the SIP, Summit Program or Pinnacle Program; and redemptions, switches or reclassifications of securities purchased through the automatic reinvestment of distributions.

International Financial Data Services (Canada) Limited monitors trading within the Series F and Series I securities of the Scotia Wealth Pools, Series K and Pinnacle Series securities of the Funds, and the Pinnacle Balanced Portfolio on a daily basis and provides the Manager with a daily report on short-term trading activity in the Funds. If securities regulations mandate the adoption of specified policies relating to short-term trading, the Funds will adopt such policies if and when implemented by the securities regulators. If required, these policies will be adopted without amendment to the simplified prospectus or annual information form of the Funds and without notice to you, unless otherwise required by such regulations.

How to Submit a Sell Order

The following is a summary of the procedure that you must follow when submitting a sell order. The Manager, however, may from time to time adopt additional permissible procedures and, if so, will advise all securityholders of such procedures.

Your sell order must be in writing and bear an authorized signature from your bank, trust company or registered dealer or broker and such other evidence of proper authority as the Manager on behalf of a Fund may reasonably require. Any sell order by a corporation, trust, partnership, agent, fiduciary, surviving joint owner or estate must be accompanied by customary documentation evidencing the signatory's authority. Sell orders are effective only when all documentation is in order and received by the head office of the Manager on behalf of a Fund. Any of these requirements may be waived at any time without notice in the absolute discretion of the Manager. Your sell order may be submitted to Scotia Securities Inc., ScotiaMcLeod or Scotia iTRADE in such provinces and territories where Scotia Securities Inc., ScotiaMcLeod or Scotia iTRADE are qualified to sell securities of the Funds. Sell orders may also be submitted to your registered dealer or broker. Dealers and brokers must transmit the particulars of a sell order to a Fund on the same day it is received at no charge to the investor and to make such transmittal wherever practical by courier, priority post or telecommunications facility. As a security policy (which may be changed at the discretion of the Manager), the Manager on behalf of the Funds will generally not accept sell orders placed by telephone, wire or by other electronic means directly from securityholders.

If a securityholder fails to provide the Manager on behalf of a Fund with a duly completed sell order within ten business days of the date on which the NAV was determined for purposes of the sell order, the Manager on behalf of the Fund is deemed to have received and accepted, as of the close of business on the tenth business day, an order for the purchase of the equivalent number of securities being redeemed and will apply the amount of the redemption proceeds to the payment of the issue price of such securities. If such amount is less than the redemption proceeds, the Fund is permitted to retain the excess. If such amount exceeds the redemption proceeds, Scotia Securities Inc., as principal distributor of Series A and Series T shares, and Series A, Series F and Premium Series units, of the Funds, must pay the applicable Fund the amount of the deficiency. Scotia Securities Inc. is entitled to collect such amount together with its costs and interest thereon from dealers or brokers placing the redemption order and those dealers or brokers may collect such amounts from the investor who failed to provide the duly completed sell order. Where no other dealers or brokers have been involved in a redemption order, Scotia Securities Inc. is entitled to collect such amounts described above directly from the investor who failed to provide the duly completed sell order.

All sell orders will be processed in the order in which they are received. Sell orders involving transfers to or from Registered Plans (defined below) may incur delays if the transfer documents are not completed in the sequence prescribed by Canada Revenue Agency, and release of the sale proceeds cannot be made by a Fund until all administrative procedures involved with such Registered Plans are complete.

Each Fund reserves the right to suspend the right of redemption or to postpone the date of payment of redeemed securities: (i) for any period during which normal trading is suspended on any stock exchange, options exchange or futures exchange within or outside Canada on which securities are listed and traded, or on which specified derivatives are traded, which represent more

than 50 percent by value or underlying market exposure of the total assets of the Fund without allowance for liabilities if those securities or specified derivatives are not traded on any other exchange that represents a reasonably practical alternative for the Fund; or (ii) subject to the consent of the applicable securities regulatory authorities, for any period during which the Manager determines that conditions exist as a result of which disposal of the assets owned by the Fund is not reasonably practicable or it is not reasonably practical to determine fairly the value of its assets. In the case of suspension of the right of redemption, you may either withdraw your redemption request or receive payment based on the net asset value per unit next determined after the termination of the suspension.

INVESTMENT OPTIONS

For a description of the various investment options available please see the simplified prospectus of the Funds. Some further details are included below:

Pre-Authorized Contributions

You can set up regular pre-authorized contributions for securities of the Funds held by you provided that you meet the minimum investment amounts indicated under *How to Purchase Securities*. You select the frequency of your purchases, which may be weekly, bi-weekly, semi-monthly, monthly, bi-monthly, quarterly, every four months, semi-annually or annually, by pre-authorizing payments from your bank account at Scotiabank or any other major Canadian financial institution.

You may change the amount of each purchase or the frequency of purchase or you may discontinue the plan at any time without penalty by contacting your registered investment professional. Forms used to begin pre-authorized contributions can be obtained when you place your order with your dealer or broker. Similar automatic investment plans may be available through other dealers and brokers.

Participants in a pre-authorized investment plan or a similar contribution plan will only receive a copy of the applicable Fund Facts after the initial purchase. For subsequent purchases under the plan, participants will not be sent a copy of any Fund Facts unless they request that it be sent at the time they enroll in the plan or subsequently request it from their broker or dealer. For more information, refer to *Pre-authorized contributions* in the simplified prospectus of the Funds.

Pre-authorized contributions are not available for Series M units.

Registered Plans

You may open a Scotia registered retirement savings plan (“RRSP”), RRIF, life income retirement account, locked-in retirement savings plan, LIF, locked-in retirement income fund, prescribed retirement income fund, tax-free savings account (“TFSA”), a registered disability savings plan (“RDSP”) or registered education savings plan (“RESP”) (collectively, together with a deferred profit sharing plan, “Registered Plans”) for securities of the Funds. Minimum initial and subsequent deposits for a Scotia Registered Plan are the same as those set out under *How to Purchase Securities*. These minimum deposits may be varied or waived at any time, without notice, in the discretion of the Manager. Securities of the Funds may also be held in a self-directed

RRSP or RRIF (or other Registered Plans) with any other financial institution as may be approved by the Manager, but such plans may be subject to fees.

You may open a Scotia Registered Plan (or other similar plans that may be offered by the Manager or Scotia Securities Inc.) by completing an application form and declaration of trust which you may obtain directly from Scotia Securities Inc. or from the offices of a participating dealer appointed by the Manager or Scotia Securities Inc. in certain provinces and territories.

You are urged to consult your own tax advisor for full particulars of the tax implications of establishing, amending and terminating Registered Plans under the *Income Tax Act (Canada)* (the “Tax Act”) and applicable provincial tax laws. It is your responsibility as an annuitant or holder of a Registered Plan to determine the consequences to you under relevant income tax laws. The Funds assume no liability as a result of Scotia Registered Plans being made available.

Automatic Withdrawal Plan

Automatic withdrawal plans let you receive regular cash payments from your Funds. The table below shows the minimum balance needed to start the plan and the minimum for each withdrawal.

Fund	Minimum balance to start the plan	Minimum for each withdrawal
Scotia T-Bill Fund		
Scotia Money Market Fund	\$10,000	\$100
Scotia U.S. \$ Money Market Fund ¹		
Scotia Premium T-Bill Fund	\$250,000	\$500
Scotia Wealth Pools ²	\$50,000	n/a
Scotia INNOVA Portfolios	\$50,000	\$50
Pinnacle Balanced Portfolio ³	\$25,000	n/a
All other Corporate Funds	\$10,000	\$50
All other Trust Funds ^{1,4}	\$5,000	\$50

¹ You must use U.S. dollars for Scotia U.S. \$ Money Market Fund, Scotia U.S. \$ Bond Fund and Scotia U.S. \$ Balanced Fund.

² The Manager reserves the right to terminate the plan for any Scotia Wealth Pool if the value of your investment falls below \$25,000.

³ The Manager reserves the right to terminate the plan for Pinnacle Balanced Portfolio if the value of your investment falls below \$5,000.

⁴ For Series K units a minimum SIP account balance of \$150,000 is required to start the plan.

More about the automatic withdrawal plan:

- The automatic withdrawal plan is only available for non-registered accounts.
- You can choose to receive payments monthly, quarterly, semi-annually or annually.
- We will automatically sell the necessary number of securities to make payments to your bank account at any Canadian financial institution.

- If you hold your securities in a non-registered account, you may realize a capital gain or loss. Capital gains are taxable.
- You can change the funds and the amount or frequency of your payments, or cancel the plan by contacting your registered investment professional.
- We can change or cancel the plan, or waive the minimum amounts at any time.
- The automatic withdrawal plan is not available for Series M units.

You may amend or terminate your automatic withdrawal plan without charge upon written notice to the Manager. The amendment or termination will be effective within 30 days of receipt of that notice.

Under a withdrawal plan, if you withdraw more money than your securities are earning, you will eventually use up your investment. Automatic withdrawal plans are not available for Registered Plans.

You may realize tax consequences on any redemption or other transfer of securities. See *Income Tax Considerations for Investors*.

INCOME TAX CONSIDERATIONS FOR INVESTORS

This section is a general, but not an exhaustive, summary of how investments in the Funds are taxed under the Tax Act. It applies to investors (other than trusts) who are residents of Canada, deal with the Funds and the Corporation at arm's length and hold their securities as capital property. This summary is based on the current provisions of the Tax Act and the regulations thereunder, specific proposals to amend the Tax Act and regulations that have been publicly announced by the Minister of Finance (Canada) prior to the date hereof (the "**Tax Proposals**") and the published administrative practices and assessing policies of the Canada Revenue Agency. It has been assumed that the Tax Proposals will be enacted as proposed; however, no assurance can be given in this respect.

This summary does not otherwise take into account or anticipate any change in law or administrative practice, whether by legislative, regulatory, administrative or judicial action. In addition, it does not take into account provincial, territorial or foreign tax considerations. This summary assumes that each Trust Fund will qualify as a "mutual fund trust" and the Corporation will qualify as a "mutual fund corporation" within the meaning of the Tax Act at all material times. If the Trust Fund were not to qualify as a mutual fund trust, the income tax considerations as described below would in some respects be materially different. See *Non-Qualification of a Mutual Fund Trust*. This summary also assumes that the Corporation has elected pursuant to subsection 39(4) of the Tax Act to have all "Canadian securities" (as defined in the Tax Act) held by the Corporation treated as capital property.

This summary is of a general nature only and is not exhaustive of all possible income tax considerations. Accordingly, prospective investors should consult their own tax advisors about their particular circumstances.

Taxation of the Corporation

Although the Corporation can have many different investment objectives and many different pools of portfolio investments, the Corporation is one legal entity and a single taxpayer. As a result, all of the Corporation's revenues, deductible expenses (including expenses common to all series of shares and management fees, and other expenses specified to a particular Corporate Fund or series of a Corporate Fund), and capital gains and capital losses in connection with all of the investment portfolios of the Corporate Funds, will be taken into account in determining the income or loss of the Corporation and applicable taxes payable by the Corporation as a whole.

The Corporation is required to compute its net income and net realized capital gains in Canadian dollars for the purposes of the Tax Act. As a consequence, the Corporation may realize income or capital gains by virtue of changes in the value of a foreign currency relative to the Canadian dollar.

The Corporation is liable for tax under Part I of the Tax Act on its other income (excluding taxable dividends received from taxable Canadian corporations) and net realized taxable capital gains at the rate applicable to mutual fund corporations, less applicable refund or credits. Any income taxes payable by the Corporation on its net income will be allocated among its Corporate Funds in a manner determined by the Board, in its sole discretion. As a result, the assets of a Corporate Fund may be used to satisfy some or all of the taxes payable allocated to it by the Corporation. The Corporation may derive income or gains from investments in foreign countries and, as a result, may also be liable to pay tax to such countries.

Capital gains may be realized by the Corporation in a variety of circumstances, including on the disposition of portfolio assets as a result of shareholders of a Fund converting or switching their shares into shares or units of a different Corporate Fund or a Trust Fund. The "suspended loss" rules in the Tax Act may prevent the Corporation from recognizing capital losses on the disposition of securities in certain circumstances which may increase the amount of net realized capital gains of the Corporation.

Taxes paid by the Corporation on the taxable portion of net realized capital gains are refundable on a formula basis when (i) shares are redeemed, (ii) shares are switched on a taxable basis or (iii) when the Corporation pays capital gains dividends. Capital gains dividends paid by the Corporation are generally allocated amongst all Corporate Funds whether or not the capital gain was attributable to the Corporate Fund or series. However, in special circumstances, the Board, in its sole discretion, may allocate capital gains dividends to only one or more classes. The Corporation is generally subject to tax on taxable dividends received by it from taxable Canadian corporations under Part IV of the Tax Act, which tax will be refundable on a formula basis when the Corporation pays ordinary dividends. Ordinary dividends paid by the Corporation will generally be allocated to the particular Corporate Fund that generated the taxable dividends, although the Board, in its sole discretion, may also allocate amongst all Funds if the Board believes it is appropriate to do so.

Taxation of Shareholders

Taxable Shareholders of the Corporate Funds

(i) Dividends

In the case of shareholders of a Corporate Fund that are individuals, taxable dividends paid by the Corporation (other than capital gains dividends), whether received in cash or reinvested in additional shares, will be included in computing income and are subject to the dividend gross-up and tax credit treatment normally applicable to taxable dividends paid by a taxable Canadian corporation. A Corporate Fund will designate taxable dividends of the Corporate Fund as “eligible dividends” to the extent permitted under the Tax Act.

In the case of shareholders of a Corporate Fund that are corporations, taxable dividends paid by the Corporation, whether received in cash or reinvested in additional securities, will be included in computing income but generally will also be deductible in computing taxable income. In certain circumstances, subsection 55(2) of the Tax Act will treat a taxable dividend received by a shareholder that is a corporation as proceeds of a disposition or a capital gain.

A “private corporation” (as defined in the Tax Act) which is entitled to deduct such dividends in computing its taxable income will normally be subject to the refundable tax under Part IV of the Tax Act. Certain other corporations that are controlled directly or indirectly by or for the benefit of an individual (other than a trust) or a related group of individuals (other than trusts) are also subject to the refundable tax under Part IV of the Tax Act. Amendments to the Tax Act may limit the deferral advantage that could be obtained from earning passive income in a private corporation. Shareholders that are private corporations should consult their own tax advisors.

Corporations, other than private corporations, should consult their own tax advisors as to the possible application of tax under Part IV.1 of the Tax Act.

Capital gains dividends paid by the Corporation will be treated as realized capital gains in the hands of shareholders and will be subject to the general rules relating to the taxation of capital gains that are described below. Capital gains may be realized by the Corporation on the disposition of portfolio assets of the Corporation as a result of shareholders of a series of shares of one Corporate Fund switching their shares of such series into shares of the same series of another Corporate Fund. Capital gains dividends may be paid by the Corporation to shareholders of any particular Corporate Fund or Corporate Funds in order to obtain a refund of capital gains taxes payable by the Corporation, as a whole, whether or not such taxes relate to the investment portfolio attributable to such series.

(ii) Management Fee Rebates

Generally, shareholders of a Fund are required to include in their income for a particular year any management fee rebate paid directly to the shareholders, unless an election is made to reduce the adjusted cost base of their securities by the amount of the rebate. Shareholders should consult their own advisors with respect to the tax treatment of such management fee rebates in their particular situation.

(iii) Switches and Redemptions

Upon the actual or deemed disposition of a share of a Corporate Fund, including on the redemption of a security by a Corporate Fund and on a switch between Corporate Funds (but generally not a reclassification of shares between series of the same Corporate Fund except as described below) a capital gain (or a capital loss) will be realized to the extent that the proceeds of disposition of the share of the Corporate Fund exceed (or are exceeded by) the aggregate adjusted cost base to the

shareholder of the share and any reasonable costs of disposition. Shareholders of a Corporate Fund must calculate the adjusted cost base separately for shares of each series of a Corporate Fund owned. Generally, one-half of a capital gain is included in computing income as a taxable capital gain and one-half of a capital loss is an allowable capital loss which is deducted against taxable capital gains for the year. Generally, any excess of allowable capital losses over taxable capital gains of the shareholder for the year may be carried back up to three years or forward indefinitely and deducted against taxable capital gains in those other years.

The reclassification of securities of a particular series of a Corporate Fund as securities of another series of the same Corporate Fund will generally not be considered to be a disposition for tax purposes and, in that case, a shareholder will realize neither a gain nor a loss as a result of a reclassification, provided that the two series of securities derive their value in the same proportion from the same property or group of properties, which will not be the case if the two series differ as to whether or how they use hedging instruments. Where a reclassification of securities is not considered a disposition for tax purposes, the cost of the acquired securities will be averaged with the adjusted cost base of identical securities of such series owned by the shareholder.

If a shareholder disposes of shares of a Corporate Fund and the shareholder, the shareholder's spouse or another person affiliated with the shareholder (including a corporation controlled by the shareholder) has acquired shares of the Corporate Fund within 30 days before or after the shareholder disposes of the shareholder's shares (such newly acquired shares being considered "substituted property"), the shareholder's capital loss may be deemed to be a "superficial loss". If so, the shareholder's loss will be deemed to be nil and the amount of the loss will instead be added to the adjusted cost base of the shares which are "substituted property".

If a shareholder that is a corporation disposes of shares of a Corporate Fund, the amount of any capital loss otherwise determined may be reduced by the amount of taxable dividends received on such shares under circumstances described in the Tax Act. Similar rules apply where a corporation is a beneficiary of a trust or a member of a partnership that owns shares of a Corporate Fund.

A shareholder that is throughout the relevant taxation year a "Canadian-controlled private corporation", as defined in the Tax Act, may be liable to pay an additional refundable tax of 10 2/3% on its "aggregate investment income", as defined in the Tax Act, for the year, which is defined to include taxable capital gains.

Shareholders that are individuals may be liable for alternative minimum tax in respect of Canadian source dividends, capital gains dividends and capital gains realized by the shareholder.

Non-Taxable Shareholders of the Funds

In general, the amount of dividends (including capital gains dividends) paid or payable to a Registered Plan from the Corporate Fund, or capital gains realized on a disposition of shares of, a Corporate Fund, will not be taxable under the Tax Act. Withdrawals from Registered Plans (other than TFSAs) may be subject to tax.

Taxation of the Trust Funds

Each Trust Fund will be subject to tax under Part I of the Tax Act, in each taxation year, on its net income (computed in Canadian dollars in accordance with the Tax Act), including net

realized taxable capital gains, interest that accrues to it to the end of the year or becomes receivable or is received by it before the end of the year (except to the extent such interest was included in computing its income for a prior year) and dividends received in the year, less the portion thereof that it deducts in respect of amounts paid or payable to unitholders in the year.

Each Trust Fund is required to compute its net income and net realized capital gains in Canadian dollars for the purposes of the Tax Act. As a consequence, each Trust Fund may realize income or capital gains by virtue of changes in the value of a foreign currency relative to the Canadian dollar. Also, where a Trust Fund accepts subscriptions or makes payments for redemptions or distributions in foreign currency, it may experience a foreign exchange gain or loss between the date the order is accepted or the distribution is calculated and the date the Trust Fund receives or makes payment.

All of a Trust Fund's revenues, deductible expenses (including expenses common to all series of the Trust Fund and management fees, performance fees and other expenses specific to a particular series of a Trust Fund), capital gains and capital losses will be taken into account in determining the income or losses of the Trust Fund as a whole. Losses incurred by a Trust Fund cannot be allocated to investors but may, subject to certain limitations, be deducted by the Trust Fund from taxable capital gains or other income realized in other years.

In general, subject to the application of the DFA Rules discussed below, gains and losses realized by a Trust Fund from derivative transactions will be treated for income tax purposes as being on income account unless applicable jurisprudence or CRA administrative policy would support treating such gains and losses as being on capital account. Any such gains and losses will generally be recognized for income tax purposes at the time they are realized by the Trust Fund. Pursuant to the Tax Act, an election to realize gains and losses on "eligible derivatives" (as defined in the Tax Act) of a Trust Fund on a mark-to-market basis may be available. The Manager will consider whether such election, if available, would be advisable for any Trust Fund.

The DFA Rules target financial arrangements (referred to as "**derivative forward agreements**") that seek to deliver a return based on an "underlying interest" (other than certain excluded underlying interests). The DFA Rules are broad in scope and could apply to other agreements or transactions (including certain options). If the DFA Rules were to apply in respect of derivatives utilized by a Trust Fund, gains realized in respect of the property underlying such derivatives could be treated as ordinary income rather than capital gains. The Tax Act exempts the application of the DFA Rules on currency forward contracts or certain other derivatives that are entered into in order to hedge foreign exchange risk in respect of an investment held as capital property.

The "suspended loss" rules in the Tax Act may prevent a Trust Fund from recognizing capital losses on the disposition of securities in certain circumstances which may increase the amount of net realized capital gains of the Trust Fund to be paid or made payable to unitholders.

Each Trust Fund will pay or make payable to unitholders sufficient net income and net realized capital gains in respect of each taxation year so that the Trust Fund will not be liable for income tax under Part I of the Tax Act (after taking into account any applicable losses and any capital gains refund to which the Trust Fund is entitled).

If a Trust Fund experiences a “loss restriction event” and does not qualify as an “investment fund” for the purposes of the tax loss restriction rules in the Tax Act, the Trust Fund (i) will be deemed to have a year-end for tax purposes (which, if the Trust Fund has not distributed sufficient net income and net realized capital gains, if any, for such taxation year, would result in the Trust Fund being liable for income tax on such amounts under Part I of the Tax Act), and (ii) will become subject to the loss restriction rules generally applicable to a corporation that experiences an acquisition of control, including a deemed realization of any unrealized capital losses and restrictions on its ability to carry forward losses. Generally, the Trust Fund would be subject to a loss restriction event if a person becomes a “majority-interest beneficiary”, or a group of persons becomes a “majority-interest group of beneficiaries”, of the Trust Fund, as those terms are defined in the Tax Act. A person would be a majority-interest beneficiary of the Trust Fund if it, together with persons with whom it is affiliated, owns more than 50% of the fair market value of the Trust Fund’s outstanding units. The Tax Act excludes a person or group of persons from becoming a majority-interest beneficiary or a majority-interest group of beneficiaries of a trust that is an “investment fund” as a result of the acquisition or redemption of units by another unitholder of the trust. Generally, a loss restriction event will be deemed not to occur for a Trust Fund if it meets the conditions to qualify as an “investment fund” under the Tax Act, including complying with certain asset diversification requirements.

Non-Qualification of a Mutual Fund Trust

A Trust Fund may not qualify as a “mutual fund trust” under the Tax Act. If a Trust Fund does not qualify as a “mutual fund trust”, the Trust Fund could be subject to tax under Part XII.2 of the Tax Act. Part XII.2 of the Tax Act provides that certain trusts (excluding mutual fund trusts) that have a unitholder who is a “designated beneficiary” will be subject to a special tax at the rate of 40% on the trust’s “designated income”. A designated beneficiary includes a non-resident person. “Designated income” generally includes income from a business carried on in Canada and taxable capital gains from dispositions of “taxable Canadian property”. If a Trust Fund is subject to tax under Part XII.2, unitholders who are not designated beneficiaries may be entitled to a refund of a portion of the Part XII.2 tax paid by the Trust Fund, provided that the Trust Fund makes the appropriate designation. If a Trust Fund does not qualify as a mutual fund trust for purposes of the Tax Act, it may be subject to alternative minimum tax under the Tax Act. As well, a Trust Fund will not be entitled to claim the capital gains refund that would otherwise be available to it if it were a mutual fund trust throughout the year. A Trust Fund that does not qualify as a mutual fund trust will be a “financial institution” for purposes of the “mark-to-market” rules contained in the Tax Act at any time if more than 50% of the fair market value of all interests in the Trust Fund are held at that time by one or more financial institutions. The Tax Act contains special rules for determining the income of a financial institution. If a Trust Fund is not a mutual fund trust and is a registered investment, the Trust Fund may be liable for tax under Part X.2 of the Tax Act if, at the end of any month, the Trust Fund holds property that is not a “qualified investment” for the type of Registered Plan in respect of which the Trust Fund is registered.

Taxation of Unitholders

Taxable Unitholders of the Trust Fund

Unitholders are required to compute their net income and net realized capital gains in Canadian dollars for purposes of the Tax Act and may, as a consequence, realize income or capital gains by virtue of changes in the value of the U.S. dollar relative to the value of the Canadian

dollar in connection with U.S. dollar denominated securities of a Trust Fund purchased in U.S. dollars.

Upon the actual or deemed disposition of a unit of a Trust Fund, including on the redemption of a unit by a Trust Fund and on a switch between Funds (but not a reclassification of units among series of a Trust Fund), a capital gain (or a capital loss) will be realized to the extent that the proceeds of disposition of the unit of the Trust Fund exceed (or are exceeded by) the aggregate adjusted cost base to the unitholder of the unit and any reasonable costs of disposition. Unitholders of a Trust Fund must calculate the adjusted cost base separately for units of each series of a Trust Fund. One-half of a capital gain is included in computing income as a taxable capital gain and one-half of a capital loss is an allowable capital loss which is deducted against taxable capital gains for the year. Generally, any excess of allowable capital losses over taxable capital gains of the unitholder for the year may be carried back up to three years or forward indefinitely and deducted against taxable capital gains in those other years.

A unitholder that is a “Canadian-controlled private corporation”, as defined in the Tax Act, may be liable to pay an additional refundable tax of 10²/₃% on its “aggregate investment income” for the year. Recent amendments to the Tax Act may limit the deferral advantage that could be obtained from earning passive income in a private corporation. Unitholders that are private corporations should consult their own tax advisors.

If a unitholder disposes of units of a Trust Fund and the unitholder, the unitholder’s spouse or another person affiliated with the unitholder (including a corporation controlled by the unitholder) has acquired units of the same Trust Fund within 30 days before or after the unitholder disposes of the unitholder’s units (such newly acquired units being considered “substituted property”), the unitholder’s capital loss may be deemed to be a “superficial loss”. If so, the unitholder’s loss will be deemed to be nil and the amount of the loss will instead be added to the adjusted cost base of the units which are “substituted property”.

Unitholders that are individuals may be liable for alternative minimum tax in respect of Canadian source dividends and capital gains realized by, or distributed to, the unitholder.

Distributions

Unitholders must include in computing their income for the year the amount of net income and the taxable portion of net realized capital gains that are paid or payable to them (including Management Fee Distributions) by a Fund, whether or not such amounts are reinvested in additional units of the Fund.

To the extent that distributions (including Management Fee Distributions) to a unitholder by a Trust Fund in any year exceed the unitholder’s share of net income and net realized capital gains of the Trust Fund for the year, such excess distributions (except to the extent that they are proceeds of disposition) will not be taxable in the hands of the unitholder but will reduce the adjusted cost base of the unitholder’s units of the Trust Fund. To the extent that the adjusted cost base of a unit would otherwise be less than zero, the negative amount will be deemed to be a capital gain realized by the unitholder in the year and the unitholder’s adjusted cost base of such unit will be increased by the amount of such deemed capital gain.

Provided that appropriate designations are made by the Trust Fund, the amount, if any, of foreign source income, net taxable capital gains and taxable dividends from taxable Canadian corporations of the Trust Fund that are paid or payable to a unitholder (including such amounts invested in additional units) will effectively retain their character for tax purposes and be treated as foreign source income, taxable capital gains and taxable dividends earned directly by the unitholder. Foreign source income received by the Trust Fund will generally be net of any taxes withheld in the foreign jurisdictions. The taxes so withheld will be included in the determination of the Trust Fund's income. To the extent that the Trust Fund so designates, the unitholder will be deemed to have paid its proportionate share of such taxes.

In the case of unitholders of a Trust Fund that are corporations, amounts designated as taxable dividends will be included in computing income but generally will also be deductible in computing taxable income. A "private corporation" which is entitled to deduct taxable dividends in computing taxable income will normally be subject to the refundable tax under Part IV of the Tax Act. Certain other corporations that are controlled directly or indirectly by or for the benefit of an individual (other than a trust) or a related group of individuals (other than trusts) are also subject to the refundable tax under Part IV of the Tax Act. Corporations, other than private corporations, should consult their own tax advisors as to the possible application of tax under Part IV.1 of the Tax Act. In certain circumstances, subsection 55(2) of the Tax Act will treat a taxable dividend received by a unitholder that is a corporation as proceeds of disposition or a capital gain.

Amounts that retain their character as taxable dividends on shares of taxable Canadian corporations will be eligible for the normal gross-up and dividend tax credit rules under the Tax Act. An "eligible dividend" will be entitled to an enhanced gross-up and dividend tax credit. To the extent possible, the Trust Fund will pass on to unitholders the benefit of the enhanced dividend tax credit with respect to any eligible dividends received, or deemed to be received, by the Trust Fund to the extent that such dividends are included in distributions to unitholders.

Reclassifications

The reclassification of units of a particular series of a Trust Fund as units of another series of the same Fund will generally not be considered to be a disposition for tax purposes and accordingly, a unitholder will realize neither a gain nor a loss as a result of a reclassification. The cost of the acquired units will be averaged with the adjusted cost base of identical units of such series owned by the unitholder.

The redemption of units by a Trust Fund in order to satisfy the amount of the applicable deferred sales charge payable by a unitholder will be a disposition of such units by the unitholder and will give rise to a capital gain (or capital loss) equal to the amount by which the proceeds of disposition of such units exceed (or is exceeded by) the aggregate of the adjusted cost bases of such units and any reasonable costs of disposition.

Non-Taxable Unitholders of the Trust Fund

In general, distributions paid or payable by a Trust Fund to Registered Plans and capital gains realized by Registered Plans on a disposition of units of a Trust Fund will not be taxable under the Tax Act. Withdrawals from Registered Plans (other than TFSAs) may be subject to tax.

Eligibility for Registered Plans

Trust Funds

Provided that each Trust Fund is either a “registered investment” or a “mutual fund trust” within the meaning of those terms in the Tax Act at all material times, units of each Trust Fund issued hereunder will be qualified investments for Registered Plans. See *Income tax considerations for investors – Units held in a Registered Plan* in the simplified prospectus of the Trust Funds for additional information.

Provided that the annuitant or holder of a RRSP, RRIF or TFSA (i) deals at arm’s length with the Trust Fund, and (ii) does not hold a “significant interest” (as defined in the Tax Act) in the Trust Fund, the units of the Trust Fund will not be a prohibited investment for a RRSP, RRIF or TFSA. The prohibited investment rules will also apply to a trust governed by a RESP or RDSP.

Investors should consult with their tax advisors regarding whether an investment in a Trust Fund will be a prohibited investment for their RRSP, RRIF, TFSA, RESP or RDSP.

Corporate Funds

Provided that the Corporation qualifies as a “mutual fund corporation” as defined in the Tax Act at all material times, shares of the Corporate Funds will be “qualified investments” under the Tax Act for Registered Plans.

Provided that the holder or annuitant of a TFSA, RRSP or RRIF (i) deals at arm’s length with the Corporation for purposes of the Tax Act, and (ii) does not hold a “significant interest” (as defined in the Tax Act) in the Corporation, the shares of any series of the Corporate Fund will not be a prohibited investment for a TFSA, RRSP or RRIF. The prohibited investment rules will also apply to a trust governed by a RESP or RDSP. Investors should consult with their tax advisors regarding whether an investment in a Corporate Fund will be a prohibited investment for their TFSA, RRSP, RRIF, RESP or RDSP.

International Information Reporting Requirements

Under the terms of the intergovernmental agreement between Canada and the U.S. (the “**Canada-U.S. IGA**”) to provide for the implementation of the U.S. Foreign Account Tax Compliance provisions of the U.S. Hiring Incentives to Restore Employment Act of 2010 (“**FATCA**”), and its implementing provisions under Part XVIII of the Tax Act, a Fund will be treated as complying with FATCA and not subject to the 30% withholding tax on certain U.S. sourced income if the Fund complies with the terms of the Canada-U.S. IGA. Under the terms of the Canada-U.S. IGA, the Fund will not have to enter into an individual FATCA agreement with the U.S. Internal Revenue Service (the “**IRS**”) but the Fund will be required to register with the IRS and to report information annually, including tax residency details and financial information, such as account balances, of investors that failed to provide information or required documents to their financial advisor or dealer related to their citizenship and residency for tax purposes if indicia of U.S. status are present or investors that are identified as, or in the case of certain entities as having one or more controlling persons who are, U.S. Persons owning, directly or indirectly, an interest in the Fund to the Canada Revenue Agency (the “**CRA**”). The CRA will in turn provide such information to the IRS.

The Funds will endeavor to comply with the requirements imposed under the Canada-U.S. IGA and its implementing provision under the Tax Act. However, if a Fund cannot satisfy the applicable requirements under the Canada-U.S. IGA or its implementing provision of the Tax Act and is unable to comply with the requirements under FATCA, the Fund may be subject to U.S. withholding tax on U.S. and certain non-U.S. source income. Any potential U.S. withholding taxes or penalties associated with such failure to comply would reduce the Fund's Net Asset Value.

In addition, to meet the objectives of the Organisation for Economic Co-operation and Development Common Reporting Standards (the "CRS"), each Fund is required under Part XIX of the Tax Act to identify and to report annually to the CRA certain information (including residency details and financial information such as account balances) relating to investments held by unitholders or by the "controlling persons" of certain entities who are tax resident in a country other than Canada or the United States. The information is shared with CRS participating jurisdiction in which the securityholder resides for tax purposes under the provision and safeguards of the Multilateral Administrative Assistance in Tax Matters or the relevant bilateral tax treaty.

HOW THE FUNDS ARE MANAGED AND ADMINISTERED

The Manager

The Manager acts as the manager of the Funds pursuant to a master management agreement dated, as amended and restated on August 20, 2015, as amended on November 9, 2015, January 6, 2016, January 21, 2016, June 24, 2016, November 14, 2016, January 10, 2017, September 21, 2017, November 14, 2017, September 27, 2018, October 9, 2018, November 14, 2019, January 15, 2020, January 22, 2020, July 30, 2020, October 29, 2020 and as may be amended from time to time (the "**Master Management Agreement**").

Pursuant to the Master Management Agreement, the Manager is required to provide, or cause to be provided, portfolio management to the Funds, including all decisions as to the purchase and sale of portfolio securities and as to the execution of all portfolio transactions, and all necessary or advisable administrative services and facilities including valuation, fund accounting and securityholder records. The Master Management Agreement provides that the Manager may engage or employ any person as its agent to perform administrative functions on behalf of the Funds, and brokers or dealers in connection with the portfolio transactions of the Funds.

The Master Management Agreement may only be assigned in respect of a Fund upon consent of the other party and in compliance with all applicable laws, regulations and other restrictions of regulatory authorities in Canada, and in the case of a Trust Fund, in compliance with the provisions of the Master Declaration of Trust. No changes to the Master Management Agreement in respect of a Fund may be made without the approval of securityholders where required by applicable securities laws. Where applicable securities laws do not require securityholder approval, the provisions of the Master Management Agreement may be amended with the approval of the Trustee or the Board of Directors, as applicable, and the Manager.

The Manager receives, pursuant to the Master Management Agreement, management fees and, where applicable, administration fees from the Funds in respect of certain series of securities of the Funds, as described in the simplified prospectus of the Funds. The Funds are required to pay tax on the management fees and, where applicable, administration fees, which they pay to the Manager, as well as on most other goods and services they acquire.

In order to encourage very large investments in a Fund and to achieve effective management fees that are competitive for these large investments, the Manager may agree to waive a portion of the management fee that it would otherwise be entitled to receive from a Fund or a securityholder with respect to a securityholder's investment in the Fund. An amount equal to the amount so waived may be distributed to such securityholder by the Fund or the Manager, as applicable (called a "**Management Fee Distribution**" with respect to a Trust Fund and a "**Management Fee Rebate**" with respect to a Corporate Fund). In this way, the cost of Management Fee Distributions or Management Fee Rebates, as applicable, are effectively borne by the Manager, not the Funds or the securityholder as the Funds or the securityholder, as applicable, are paying a discounted management fee. Management Fee Distributions are calculated and credited to the relevant securityholder on each business day and distributed on a monthly basis, first out of net income and net taxable capital gains of the relevant Trust Funds and thereafter out of capital. All Management Fee Distributions or Management Fee Rebates, as applicable, are automatically reinvested in additional securities of the relevant series of a Fund. The payment of Management Fee Distributions or Management Fee Rebates, as applicable, by the Fund or the Manager, as applicable, to a securityholder in respect of a large investment is fully negotiable between the Manager, as agent for the Fund, and the securityholder's registered investment professional or broker or dealer, and is primarily based on the size of the investment in the Fund. The Manager will confirm in writing to the securityholder's registered investment professional or broker or dealer the details of any Management Fee Distribution or Management Fee Rebate arrangement.

Unitholders of Premium T-Bill Fund are entitled to receive a Management Fee Distribution in an amount equal to 0.35% of the NAV of their holdings in the Fund in their account if such NAV is equal to or greater than \$250,000.

Unitholders of Money Market Fund and T-Bill Fund are entitled to receive a Management Fee Distribution in an amount equal to 0.25% of the NAV of their holdings in the Fund in their account if such NAV is equal to or greater than \$100,000.

The Management Fee Distributions paid by the Money Market Fund, Premium T-Bill Fund and T-Bill Fund based on the amount of a unitholder's investment in such a Trust Fund are not discretionary and will be applied automatically when a unitholder's investment in the fund reaches the specified amount.

The Manager will not receive any fees as trustee of the Trust Funds.

For additional information concerning the management of the Funds, you should refer to *How the Funds are Managed and Administered – The Manager* in this annual information form.

Directors and Executive Officers of the Corporation

The names, municipalities of residence, offices and principal occupations during the past five years of the directors and executive officers of the Corporation are as follows:

Name and Municipality of Residence	Positions Held	Principal Occupation
Neal Kerr Toronto, Ontario	Chairman, President and Director	President, the Manager Senior Vice-President, Asset Management, Scotiabank
Gregory Joseph Grimsby, Ontario	Chief Financial Officer	Chief Financial Officer, the Manager Director, Global Asset Management Finance, Scotiabank
Anil Mohan* Thornhill, Ontario	Director	Vice President & Chief Financial Officer, Global Wealth Management, Scotiabank
Jim Morris* Caledon, Ontario	Director	Chief Operating Officer, the Manager and Managing Director, Scotia Global Asset Management, Scotiabank
Anna Tung* Toronto, Ontario	Director	Vice President, Risk Management, Controls & Data Analysis, Scotiabank
Simon Mielniczuk Toronto, Ontario	Secretary	Senior Manager, Legal Services, Global Asset Management, Scotiabank

* Member of the Audit Committee of the Board of Directors

Unless otherwise disclosed above or under *Directors and Executive Officers of the General Partner of the Manager*, during the past five years, all of the directors and executive officers of the Corporation have held their present principal occupations (or similar positions with their present employer or its affiliates).

The directors of the Corporation (other than directors who are directors or officers of 1832 Asset Management G.P. Inc., the general partner of the Manager (the “**General Partner**”), the Manager or their affiliates) are remunerated by the Corporation for acting in such capacity. The fees are allocated proportionately to each class of the Corporation.

Directors and Executive Officers of the General Partner of the Manager

The Board of Directors of the General Partner currently consists of eight members.

Directors are appointed to serve on the Board of Directors of the General Partner until such time as they retire or are removed and their successors are appointed. The directors and executive officers of the General Partner collectively have extensive experience in the analysis and understanding of the risks associated with many of the businesses underlying the securities that may comprise the Fund’s investments. The Manager will draw upon this experience when necessary in analyzing potential investments for the Fund.

The names, municipalities of residence, offices and principal occupations during the past five years for each of the directors and executive officers of the General Partner are as follows:

Name and Municipality of Residence	Positions Held with the General Partner	Principal Occupation
John Pereira Richmond Hill, Ontario	Chairman of the Board and Director	Senior Vice President and Chief Operating Officer, Global Wealth Management, Scotiabank
Neal Kerr Toronto, Ontario	President and Director	President, the Manager Senior Vice President, Asset Management, Scotiabank
Gregory Joseph Grimsby, Ontario	Chief Financial Officer	Chief Financial Officer, the Manager Director, Global Asset Management Finance, Scotiabank
Raquel Costa Toronto, Ontario	Director	Senior Vice President, International Wealth Management, Scotiabank
Todd Flick Burlington, Ontario	Director	Managing Director, Scotia Private Investment Counsel & Jarislowsky, Fraser Ltd. Private Wealth Management, Scotiabank
Craig Gilchrist Toronto, Ontario	Director	Senior Vice President, Managing Director & Head, ScotiaMcLeod, Scotiabank
Anil Mohan Thornhill, Ontario	Director	Vice President & Chief Financial Officer, Global Wealth Management, Scotiabank
Jim Morris Caledon, Ontario	Director	Chief Operating Officer, the Manager and Managing Director, Scotia Global Asset Management, Scotiabank
Anna Tung Toronto, Ontario	Director	Vice President, Risk Management, Controls & Data Analysis, Scotiabank
Simon Mielniczuk Toronto, Ontario	Secretary	Senior Manager, Legal Services, Global Asset Management, Scotiabank

During the past five years, all of the directors and executive officers of the General Partner have held their present principal occupations (or similar positions with their current employer or its affiliates) except for Mr. Kerr who prior to March 2019 was Executive Vice President with CI Investments Inc. and Ms. Costa who prior to August 2019 was Director Ejecutivo, Customers and Core Bank with HSBC Mexico and prior to 2016 was Senior Vice-President, Customer Segments with Santander Bank N/A.

Executive Officers of the Manager

The names and municipalities of residence of the executive officers of the Manager, their principal occupations over the past five years, and the positions and offices held with the Manager are as follows:

Name and Municipality of Residence	Positions Held with the Manager	Principal Occupation
Neal Kerr Toronto, Ontario	President and Ultimate Designated Person	President, the Manager Senior Vice President, Asset Management, Scotiabank
Gregory Joseph Grimsby, Ontario	Chief Financial Officer	Chief Financial Officer, the Manager Director, Global Asset Management Finance, Scotiabank
Dan Donnelly Toronto, Ontario	Chief Compliance Officer	Chief Compliance Officer, the Manager Senior Vice President, Compliance, Canadian Banking & Global Wealth Management, GRM Global Compliance Canadian Banking & Wealth Management, Scotiabank
Simon Mielniczuk Toronto, Ontario	Secretary	Senior Manager, Legal Services, Global Asset Management, Scotiabank

During the past five years, all of the executive officers of the Manager have held their present principal occupations (or similar positions with the current employer or its affiliates) except for Mr. Kerr who prior to March 2019 was Executive Vice President with CI Investments Inc.

The Portfolio Advisors

The portfolio advisors analyze potential investments and make investment decisions. They are responsible for managing the investment portfolios of the Funds. We list below the portfolio advisors, the Funds they manage, and details about the individuals at the portfolio advisors who are principally responsible for managing the Funds. The day-to-day investment decisions made by the portfolio advisors are not subject to the approval of the Manager.

The Manager is responsible for the fees paid to the portfolio advisors. The agreement with each portfolio sub-advisor may be terminated by either the Manager or the portfolio sub-advisor giving up to 90 days' prior notice to the other of such termination. For additional information concerning the management of the Funds, you should refer to *Material Contracts* in this annual information form.

Some of the portfolio advisors are not registered in Canada but rely on the international advisor or international sub-advisor registration exemptions. The name and address of the agent for each of these portfolio advisors is available from the Ontario Securities Commission. These portfolio advisors are not subject to the requirements of the *Securities Act* (Ontario). These portfolio advisors are located outside of Canada and all or a substantial portion of their assets may be situated outside of Canada, which may make it difficult for clients to enforce their legal rights against these portfolio advisors.

Pursuant to the Management Agreement the Manager acts as portfolio advisor to the T-Bill Fund, Premium T-Bill Fund, Money Market Fund, U.S. \$ Money Market Fund, Short Term Bond Pool, Government Bond Pool, Mortgage Income Fund, Bond Fund, Income Fund, Corporate Bond Pool, U.S. \$ Bond Fund, Total Return Bond Pool, Global Bond Fund, Conservative Fixed Income Portfolio, Floating Rate Income Pool, Income Pool, Monthly Income Fund, Income Advantage Fund, Balanced Fund, Global Balanced Fund, Global Dividend Fund, Global Dividend Class, U.S. Dividend Fund, Canadian Equity Blend Class, U.S. Equity Blend Class, International Equity Blend Class, Dividend Balanced Fund, U.S. \$ Balanced Fund, Canadian Preferred Share Pool, Dividend Fund, Dividend Class, Canadian Equity Fund, Canadian Equity Pool, Canadian Growth Fund, Canadian Small Cap Fund, Resource Fund, North American Dividend Pool, Real Estate Income Pool, U.S. Dividend Pool, U.S. Equity Fund, European Equity Fund, International Equity Fund, Global Small Cap Fund, Global Equity Fund, International Core Equity Pool, Premium Payout Pool, U.S. \$ Corporate Bond Pool, High Yield Bond Pool, World Infrastructure Pool and Canadian Corporate Bond Pool. In addition, the Manager is the portfolio advisor to the Scotia Partners Portfolios, the Scotia Selected Portfolios, the Scotia Aria Portfolios, the Scotia INNOVA Portfolios and the Pinnacle Balanced Portfolio. The individuals providing advice are as follows:

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Derek Amery <i>Scotia U.S. \$ Balanced Fund</i> <i>(Co-Manager)</i>	Portfolio Manager	Joined in March 2019 Prior to March 2019 - Head of Canadian Fixed Income, HSBC Global Asset Management (Canada) Limited

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
<p>Oscar Belaiche</p> <p><i>Scotia Diversified Monthly Income Fund (Co-manager)</i></p> <p><i>Scotia Income Advantage Fund (Co-manager)</i></p> <p><i>Scotia Wealth World Infrastructure Pool (Co-manager)</i></p> <p><i>Scotia Wealth Real Estate Income Pool (Co-manager)</i></p>	<p>Portfolio Manager</p>	<p>Joined in October 1997</p>
<p>Domenic Bellissimo</p> <p><i>Scotia Income Advantage Fund (Co-Manager)</i></p> <p><i>1832 AM Investment Grade Canadian Corporate Bond Pool (Co-Manager)</i></p> <p><i>1832 AM U.S. \$ Investment Grade U.S. Corporate Bond Pool (Co-Manager)</i></p>	<p>Portfolio Manager</p>	<p>Joined in June 2005</p>
<p>Maria Jose Benavente Fortes</p> <p><i>Scotia Wealth Real Estate Income Pool (Co-Manager)</i></p>	<p>Portfolio Manager</p>	<p>From January 2019 to Present - Portfolio Manager, the Manager</p> <p>From August 2018 to January 2019 – Associate Portfolio Manager</p> <p>From March 2016 to August 2018 - Portfolio Analyst, the Manager</p> <p>Prior to March 2016 - Equity Research Associate, REITS, BMO Capital Markets</p>
<p>Eric Benner</p> <p><i>Scotia Global Balanced Fund (Co-Manager)</i></p> <p><i>Scotia Global Dividend Fund (Co-Manager)</i></p> <p><i>Scotia Canadian Dividend Fund (Co-Manager)</i></p> <p><i>Scotia Canadian Dividend Class (Co-manager)</i></p> <p><i>Scotia Global Dividend Class</i></p>	<p>Portfolio Manager</p>	<p>Joined in April 2016</p> <p>Prior to April 2016 – Managing Director & Co-Head of Equities, OMERS Capital Markets</p>

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
<p>Romas Budininkas (aka Romas Budd)</p> <p><i>Scotia Canadian Bond Fund</i></p> <p><i>Scotia Global Bond Fund (Co-Manager)</i></p> <p><i>Scotia T-Bill Fund</i></p> <p><i>Scotia Premium T-Bill Fund</i></p> <p><i>Scotia Canadian Income Fund</i></p> <p><i>Scotia Wealth Income Pool (Co-Manager)</i></p> <p><i>Scotia Wealth Total Return Bond Pool (Co-Manager)</i></p> <p><i>Scotia Dividend Balanced Fund (Co-Manager)</i></p> <p><i>Scotia Diversified Monthly Income Fund (Co-Manager)</i></p>	Portfolio Manager	Joined in 1990
<p>Judith Chan</p> <p><i>Scotia Conservative Fixed Income Portfolio</i></p> <p><i>Scotia Canadian Equity Blend Class</i></p> <p><i>Scotia U.S. Equity Blend Class</i></p> <p><i>Scotia International Equity Blend Class</i></p> <p><i>Scotia Partners Portfolios</i></p> <p><i>Scotia Selected Portfolios</i></p> <p><i>Scotia Aria Portfolios</i></p> <p><i>Scotia INNOVA Portfolios</i></p> <p><i>Pinnacle Balanced Portfolio</i></p>	Portfolio Manager	Joined in September 2001
<p>Robert Cohen</p> <p><i>Scotia Resource Fund (Co-Manager)</i></p>	Portfolio Manager	Joined in January 1998
<p>Thomas Dicker</p> <p><i>Scotia Wealth Real Estate Income Pool (Co-Manager)</i></p> <p><i>Scotia Canadian Dividend Fund (Co-Manager)</i></p> <p><i>Scotia Canadian Dividend Class (Co-manager)</i></p> <p><i>Scotia Diversified Monthly Income Fund (Co-Manager)</i></p> <p><i>Scotia Income Advantage Fund (Co-Manager)</i></p>	Portfolio Manager	Joined in April 2011

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Rose Devli <i>Scotia Global Bond Fund (Co-Manager)</i> <i>Scotia U.S. \$ Bond Fund (Co-Manager)</i>	Portfolio Manager	Joined in March 2019 Prior to March 2019 – Portfolio Manager, BMO Global Asset Management
Marc-André Gaudreau <i>Scotia Wealth Floating Rate Income Pool</i> <i>Scotia Wealth High Yield Bond Pool</i>	Portfolio Manager	Joined in November 2012.
William Girard <i>Scotia Money Market Fund</i> <i>Scotia U.S. \$ Money Market Fund</i> <i>Scotia Wealth Canadian Corporate Bond Pool</i> <i>Scotia Wealth Canadian Preferred Share Pool</i>	Portfolio Manager	Joined in 1994
Damian Hoang <i>Scotia U.S. \$ Balanced Fund (Co-Manager)</i> <i>Scotia Wealth Premium Payout Pool</i>	Portfolio Manager	Joined in May 2012
Kevin Kaminski <i>Scotia Wealth International Core Equity Pool (Co-Manager)</i> <i>Scotia Wealth U.S. Dividend Pool (Co-Manager)</i> <i>Scotia Global Equity Fund (Co-Manager)</i> <i>Scotia Global Small Cap Fund (Co-Manager)</i> <i>Scotia International Equity Fund (Co-Manager)</i>	Portfolio Manager	Joined in October 2013
Frank Latshaw <i>Scotia Wealth World Infrastructure Pool (Co-Manager)</i>	Portfolio Manager	Joined in 2004

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
<p>Dana Love</p> <p><i>Scotia Wealth International Core Equity Pool (Co-Manager)</i></p> <p><i>Scotia Wealth U.S. Dividend Pool (Co-Manager)</i></p> <p><i>Scotia Global Equity Fund (Co-Manager)</i></p> <p><i>Scotia Global Small Cap Fund (Co-Manager)</i></p> <p><i>Scotia International Equity Fund (Co-Manager)</i></p>	<p>Portfolio Manager</p>	<p>Joined in October 2013</p>
<p>William Lytwynchuk</p> <p><i>1832 AM Investment Grade Canadian Corporate Bond Pool (Co-Manager)</i></p> <p><i>1832 AM U.S. \$ Investment Grade U.S. Corporate Bond Pool (Co-Manager)</i></p>	<p>Portfolio Manager</p>	<p>Joined in October 2017</p> <p>April 2014 to October 2017 - Credit Trader, CIBC</p> <p>January 2010 to January 2014 - Portfolio Manager, AIG</p>
<p>Danilo Martins</p> <p><i>Scotia Wealth International Core Equity Pool (Co-Manager)</i></p> <p><i>Scotia Wealth U.S. Dividend Pool (Co-Manager)</i></p> <p><i>Scotia Global Equity Fund (Co-Manager)</i></p> <p><i>Scotia Global Small Cap Fund (Co-Manager)</i></p> <p><i>Scotia International Equity Fund (Co-Manager)</i></p>	<p>Portfolio Manager</p>	<p>Joined in March 2017</p> <p>From 2013 to 2016 – Investment Analyst, Invesco Canada Ltd.</p>
<p>Bill McLeod</p> <p><i>Scotia Canadian Dividend Fund (Co-Manager)</i></p> <p><i>Scotia Canadian Dividend Class (Co-manager)</i></p>	<p>Portfolio Manager</p>	<p>Joined in September 2017</p> <p>Prior to September 2017 – Head of Canadian Equities, HSBC Global Asset Management (Canada) Limited</p>

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
<p>Eric Mencke</p> <p><i>Scotia Canadian Balanced Fund (Co-Manager)</i></p> <p><i>Scotia Canadian Equity Fund (Co-Manager)</i></p> <p><i>Scotia Dividend Balanced Fund (Co-Manager)</i></p> <p><i>Scotia U.S. Dividend Fund (Co-Manager)</i></p> <p><i>Scotia Wealth North American Dividend Pool (Co-Manager)</i></p>	<p>Portfolio Manager</p>	<p>Joined in May 2016</p> <p>Prior to May 2016 – Vice President and Portfolio Manager, Invesco Canada Ltd.</p>
<p>Ryan Nicholl</p> <p><i>Scotia Global Balanced Fund (Co-Manager)</i></p> <p><i>Scotia Global Dividend Fund (Co-Manager)</i></p>	<p>Portfolio Manager</p>	<p>Joined in June 2016</p> <p>Prior to June 2016 – Principal OCM Equity, OMERS Capital Markets</p>
<p>Philippe Nolet</p> <p><i>Scotia Wealth Total Return Bond Pool (Co-Manager)</i></p> <p><i>Scotia Global Bond Fund (Co-Manager)</i></p> <p><i>Scotia U.S. \$ Bond Fund (Co-Manager)</i></p>	<p>Portfolio Manager</p>	<p>From January 2018 to Present - Portfolio Manager, the Manager</p> <p>From September 2017 to December 2017 - Portfolio Manager, Sun Life Financial</p> <p>Prior to September 2017 - Portfolio Manager, BMO Global Asset Management</p>
<p>Vishal Patel</p> <p><i>Scotia Canadian Growth Fund</i></p> <p><i>Scotia Canadian Small Cap Fund</i></p> <p><i>Scotia Wealth Canadian Equity Pool</i></p> <p><i>Scotia U.S. Equity Fund</i></p>	<p>Portfolio Manager</p>	<p>Joined in February 2005</p>
<p>Kevin Pye</p> <p><i>Scotia Wealth Short Term Bond Pool</i></p> <p><i>Scotia Mortgage Income Fund</i></p> <p><i>Scotia Wealth Short-Mid Government Bond Pool</i></p> <p><i>Scotia Wealth Income Pool (Co-Manager)</i></p>	<p>Portfolio Manager</p>	<p>Joined in October 2010</p>

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Rory Ronan <i>Scotia Canadian Balanced Fund (Co-Manager)</i> <i>Scotia Dividend Balanced Fund (Co-Manager)</i> <i>Scotia U.S. Dividend Fund (Co-Manager)</i> <i>Scotia Canadian Equity Fund (Co-Manager)</i> <i>Scotia Wealth North American Dividend Pool (Co-Manager)</i>	Portfolio Manager	Joined in April 2018 Prior to April 2018 - Lead Portfolio Manager, CIBC Asset Management Prior to June 2017 - Vice-President, Invesco Canada Ltd.
Don Simpson <i>Scotia Canadian Balanced Fund (Co-Manager)</i> <i>Scotia Dividend Balanced Fund (Co-Manager)</i> <i>Scotia U.S. Dividend Fund (Co-Manager)</i> <i>Scotia Canadian Equity Fund (Co-Manager)</i> <i>Scotia Wealth North American Dividend Pool (Co-Manager)</i>	Portfolio Manager	Joined in November 2012
Jennifer Stevenson <i>Scotia Resource Fund (Co-Manager)</i>	Portfolio Manager	Joined in August 2010
Benjamin Zhan <i>Scotia European Equity Fund</i>	Portfolio Manager	Joined in October 2003

Some of the above individuals may be dually registered as advising representatives of the Manager and Tangerine Investment Management Inc., an affiliate of the Manager.

Allianz Global Investors U.S. LLC (“**Allianz**”), London, United Kingdom, is the portfolio advisor to the Global High Yield Pool. The individuals providing advice are as follows:

Portfolio Manager	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
David Newman	Head of Global High Yield	2017 to present - Managing Director, Head of Global High Yield Allianz Global Investors From 2014 to 2017, Senior Partner, Head of Global High Yield Rogge Global Partners From 2012 to 2014, Partner, Head of Global High Yield Rogge Global Partners From 2009 to 2012 Head of Global High Yield Rogge Global Partners

Axiom International Investors LLC (“**Axiom**”), Greenwich, Connecticut, is the portfolio sub-advisor of 1832 AM Emerging Markets Equity Pool (along with Jarislowsky, Fraser) and 1832 AM International Growth Equity Pool. The individuals providing advice are as follows:

Portfolio Manager	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Andrew Jacobson <i>1832 AM International Growth Equity Pool</i> <i>1832 AM Emerging Markets Equity Pool</i>	CEO/Chief Investment Officer	September 1998 to present - CEO/Chief Investment Officer
Bradley Amoils <i>1832 AM International Growth Equity Pool</i>	Managing Director/ Portfolio Manager	April 2002 to present - Managing Director/Portfolio Manager
José Gerardo Morales <i>1832 AM Emerging Markets Equity Pool</i>	Portfolio Manager	September 2017 to present - Portfolio Manager 2010 to 2016 – Portfolio Manager/CIO, Mirae Asset Global Investment
Andrew Yoon <i>1832 AM Emerging Markets Equity Pool</i>	Portfolio Manager	March 2021 to present – Portfolio Manager 2017 to 2021 – Portfolio Manager/Analyst, Putnam Investments 2014 to 2017 Equity Analyst, Putnam Investments

Baillie Gifford Overseas Limited (“**Baillie Gifford**”), Edinburgh, Scotland, is the portfolio advisor to the Global Growth Fund. The individuals providing advice are as follows:

Portfolio Manager	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Spencer Adair	Investment Manager	From May 2013 to present – Partner, Baillie Gifford From May 2007 to present – Investment Manager, Global Alpha Team, Baillie Gifford
Malcolm MacColl	Investment Manager	From May 2011 to present – Partner, Baillie Gifford From May 2005 to present – Investment Manager, Global Alpha Team, Baillie Gifford
Helen Xiong	Investment Manager	From September 2014 to present – Investment Manager, Baillie Gifford

Barrantagh Investment Management Inc. (“**Barrantagh**”), Toronto, Ontario, is the portfolio advisor of the Canadian Mid Cap Pool. The individuals providing advice are as follows:

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Wally Kusters, CFA	Managing Director	Joined in 2002
John Vinnai, CFA	Vice President/Portfolio Manager	From December 2016 to Present – Vice President/Portfolio Manager, Barrantagh From December 2015 to December 2016 – Associate Vice President/Portfolio Manager, Barrantagh From May 2015 to December 2015 – Portfolio Manager, Barrantagh
Sean Wetmore CFA, CPA	Portfolio Manager	From 2018 to Present – Portfolio Manager, Barrantagh From December 2016 to 2018 – Associate Portfolio Manager, Barrantagh From July 2015 to December 2016 – Equity Research Analyst, Barrantagh
Adam Bredlo CFA, CPA	Portfolio Manager	From 2018 to Present – Portfolio Manager, Barrantagh From December 2016 to 2018 – Associate Portfolio Manager, Barrantagh From July 2015 to December 2016 – Equity Research Analyst, Barrantagh

Coho Partners, Ltd. (“**Coho Partners**”), Berwyn, Pennsylvania, is the portfolio advisor of U.S. Value Pool. The individuals providing advice are as follows:

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Peter A. Thompson	Chief Investment Officer	Joined in 1999 Partner, Chief Investment Officer, Member of the Coho Partners Board of Directors
Nimrit Kang, CFA	Portfolio Manager / Director of Research	Joined in 2017 Partner and member of the Coho Investment Committee Prior to 2017 – Director of Research and Investment Strategy, ICMA-Retirement Corporation
Christopher R. Leonard, CFA	Portfolio Manager / Investment Analyst	Joined in 2012 Partner and member of the Coho Investment Committee
Ruairi G. O’Neill, CFA	Portfolio Manager / Investment Analyst	Joined in 2014 Partner and member of the Coho Investment Committee

Connor, Clark & Lunn Investment Management Ltd. (“**CCLIM**”), Vancouver, British Columbia, is the portfolio advisor to the Diversified Balanced Fund. The individuals providing advice are as follows:

Portfolio Manager	Current Title	Length of Service with Portfolio Advisor (or an affiliated entity) and Principal Occupation in the Last 5 Years
Brian Eby	Director, Portfolio Manager, Co-Head of Fixed Income	Joined in 1998 Portfolio Manager, Team Co-Leader, Fixed Income From 2013 to Present, Co-Head of Fixed Income
David George	Director, Portfolio Manager, Co-Head of Fixed Income	Joined in 2006 From 2020-Present, Director From 2019-Present, Co-Head Fixed Income
Gary Baker	Director, Portfolio Manager, Head of Fundamental Equity	Joined in 2003

Portfolio Manager	Current Title	Length of Service with Portfolio Advisor (or an affiliated entity) and Principal Occupation in the Last 5 Years
Steven Huang	Director, Head of Quantitative Equity	Joined in 1996 From 2016-Present, Head of Quantitative Equity
Lloyd Rowlett	President & Lead Portfolio Manager (Scheer, Rowlett & Associates Investment Management Ltd.)	Joined Scheer, Rowlett & Associates Investment Management Ltd in 1998 From 2021-Present, Co-CIO
Ratul Kapur	Co-CIO & Portfolio Manager	Joined Scheer, Rowlett & Associates Investment Management Ltd in 2017 From 2021-Present, Co-CIO From 2017-Present, Portfolio Manager From 2015 to 2016 - Portfolio Manager, Mackenzie Cundill Investment Management
Nereo Piticco	President, Portfolio Manager (PCJ Investment Counsel Ltd.)	Joined PCJ Investment Counsel Ltd. in 1996 From 2019-Present, President & Portfolio Manager. From 2017-2019 President, Co-CIO & Portfolio Manager
Adam Posman	Portfolio Manager and Chief Investment Officer (PCJ Investment Counsel Ltd.)	Joined PCJ Investment Counsel Ltd. in 2012. From 2019-present, Vice President, Portfolio Manager and CIO 2017-2019 Vice President, Co-CIO & Portfolio Manager

Fiera Capital Corporation (“**Fiera**”), Montreal, Quebec, is the portfolio advisor of the Scotia Wealth Canadian Core Bond Pool. The individuals providing advice are as follows:

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Philippe Ouellette	Senior Portfolio Manager	1995 to present – Senior Portfolio Manager
Peter Osborne	Portfolio Manager	1993 to present – Portfolio Manager
Jeff Seaver	Portfolio Manager	1991 to present – Portfolio Manager
Nicolas Normandeau	Portfolio Manager	2009 to present – Portfolio Manager

First Sentier Investors (Australia) IM Limited (“**First Sentier**”), Sydney, Australia, is the portfolio advisor to the Global Infrastructure Pool. The individuals providing advice are as follows:

Portfolio Manager	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Peter Meany	Head of Global Listed Infrastructure	Joined in 2007

Guardian Capital LP (“**Guardian**”), Toronto, Ontario, is the portfolio advisor of High Yield Income Pool. The individuals providing advice are as follows:

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Steve Kearns	Managing Director	Joined in 1993
Aubrey Basdeo	Head of Canadian Fixed Income	Joined in 2020 2012 to 2019 – Managing Director, Fixed Income Investment Strategist, Blackrock/Barclays Global Investments
Derrick Knie	Senior Credit Analyst	Joined in 2010

Hahn Capital Management, LLC (“**HCM**”), San Francisco, California is the portfolio advisor of U.S. Mid Cap Value Pool. The individuals providing advice are as follows:

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
John Schaeffer	President, CIO and Portfolio Manager	Joined in 2003 Co-CIO, Portfolio Manager and Director of Research, HCM
Michael Whitfield	Director of Research and Co-Portfolio Manager	Joined in 2005 Senior Analyst

Harding Loevner LP (“**Harding**”), Somerville, New Jersey, is the portfolio advisor of Global Equity Pool. The individuals providing advice are as follows:

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Peter Baughan	Co-Lead Portfolio Manager and Analyst	Joined in 1997
Jingyi Li	Co-Lead Portfolio Manager and Analyst	Joined in 2010
Richard Schmidt	Portfolio Manager and Analyst	Joined in 2011
Christopher Mack	Portfolio Manager and Analyst	Joined in 2004

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Scott Crawshaw	Portfolio Manager and Analyst	Joined in 2014

Hillsdale Investment Management Inc. (“**Hillsdale**”), Toronto, Ontario, is the portfolio advisor to the Canadian All Cap Equity Pool. The individuals providing advice are as follows:

Portfolio Manager	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Christopher Guthrie	President & CEO, CIO, Senior Portfolio Manager, Founding Partner	Joined in 1996
Alexander Etsell	Senior Portfolio Manager, Partner	Joined in 2010

Jarislowsky, Fraser Limited (“**Jarislowsky, Fraser**”), Montreal, Quebec, is the portfolio advisor of Scotia Low Carbon Canadian Fixed Income Fund, Scotia Low Carbon Global Balanced Fund, 1832 AM Fundamental Canadian Equity Pool, 1832 AM Emerging Markets Equity Pool (along with Axiom), and Scotia Low Carbon Global Equity Fund. The individuals providing advice are as follows:

Portfolio Manager	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Bernard Gauthier <i>1832 AM Fundamental Canadian Equity Pool</i>	Portfolio Manager, Canadian Equity	Joined in 2008
Chris Kresic <i>Scotia Low Carbon Canadian Fixed Income Fund (Co-Manager)</i> <i>Scotia Low Carbon Global Balanced Fund (Co-Manager)</i>	Head of Fixed Income and Asset Allocation and Portfolio Manager, Fixed Income	Joined in 2010
Charles Nadim <i>1832 AM Fundamental Canadian Equity Pool</i>	Portfolio Manager, Canadian Equity	Joined in 2008
Marc Novakoff <i>1832 AM Emerging Markets Equity Pool</i> <i>Scotia Low Carbon Global Equity Fund (Co-Manager)</i>	Managing Director and Portfolio Manager, Emerging Markets and Global Equities	Joined in 2003

Portfolio Manager	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Kelly Patrick <i>Scotia Low Carbon Global Balanced Fund (Co-Manager)</i> <i>Scotia Low Carbon Global Equity Fund (Co-Manager)</i>	Co-Head of Equities and Portfolio Manager, International & Global Equities	Joined in 2006
Antoine Potter <i>Scotia Low Carbon Canadian Fixed Income Fund (Co-Manager)</i>	Managing Director and Portfolio Manager, Fixed Income	Joined in 2016 Prior to April 2016 - VP Fixed Income, BIMCOR Inc.
Jeremy Schaal <i>Scotia Low Carbon Global Equity Fund (Co-Manager)</i>	Managing Director and Portfolio Manager, U.S. and Global Equities	Joined in 2005

Jensen Investment Management, Inc. (“**Jensen**”), Lake Oswego, Oregon, is the portfolio advisor of U.S. Opportunities Fund. The individuals providing advice are as follows:

Portfolio Manager	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Rob McIver	Managing Director, Portfolio Manager	Joined in 2005
Eric Schoenstein	Managing Director, Portfolio Manager	Joined in 2003
Allen Bond, CFA	Managing Director, Portfolio Manager	Joined in 2007
Kurt Havnaer, CFA	Portfolio Manager	Joined in 2006
Kevin Walkush	Portfolio Manager	Joined in 2007
Adam Calamar, CFA	Portfolio Manager	Joined in 2008

Lazard Asset Management (Canada), Inc. (“**Lazard**”), New York, New York, is the portfolio advisor of International Equity Pool. The individuals providing advice are as follows:

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Mark Little	Managing Director, Portfolio Manager/Analyst	Joined in 1997
Michael Bennett	Managing Director, Portfolio Manager/Analyst	Joined in 1992
Robin Jones	Managing Director, Portfolio Manager/Analyst	Joined in 2002
John Reinsberg	Deputy Chairman, Portfolio Manager/Analyst	Joined in 1992

Lincluden Investment Management (“**Lincluden**”), Oakville, Ontario, is the portfolio advisor of Strategic Balanced Pool. The individuals providing advice are as follows:

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Phillip Evans	President and CEO	Joined in 2004
Gary Stewart	Vice President & Portfolio Manager (Fixed Income)	Joined in 2005
Todd Parsons	Vice President & Portfolio Manager (Fixed Income)	Joined in 2008
James Lampard	Vice President & Portfolio Manager (Equities)	Joined in 2003
Peter Chin	Vice President & Portfolio Manager (Equities)	Joined in 2004
Robert Gill	Vice President & Portfolio Manager (Equities)	Joined in 2014
Chris Dunlop	AVP, Research Analyst (Fixed Income)	Joined in 2010
Geoffrey De Souza	AVP, Research Support (Equities and Fixed Income)	Joined in 2010

Manulife Asset Management (“**MAM**”), Toronto, Ontario, is the portfolio advisor of Canadian Growth Pool. The individuals providing advice are as follows:

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Noman Ali	Senior Managing Director, Senior Portfolio Manager	Joined in 1999
Luciano Orengo	Managing Director, Senior Portfolio Manager	Joined in 2001

MetLife Investment Management, LLC (“**MetLife**”), Philadelphia, Pennsylvania, is the portfolio advisor of American Core-Plus Bond Pool. The individuals providing advice are as follows:

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Andy Kron Schnabel	Portfolio Manager	Joined in January 2007
Scott Moses	Portfolio Manager	Joined in 2008
Todd Howard	Portfolio Manager	Joined in 2008

MFS Investment Management Canada Limited (“**MFS**”), Toronto, Ontario, is the portfolio advisor of Global Real Estate Pool. The individuals providing advice are as follows:

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Rick Gable	Investment Officer, Lead Portfolio Manager	Joined in 2011

PIMCO Canada Corp. (“**PIMCO**”), Toronto, Ontario, is the portfolio advisor to the Global Credit Pool. The individuals providing advice are as follows:

Portfolio Manager	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Mark Kiesel	CIO Global Credit	Joined in 1996

Polen Capital Management (“**Polen Capital**”), Boca Raton, Florida is the portfolio advisor of U.S. Large Cap Growth Pool. The individuals providing advice will be as follows:

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Dan Davidowitz	Portfolio Manager & Analyst	Joined in 2005
Brandon Ladoff	Portfolio Manager & Director of Research	Joined in 2013

Scheer, Rowlett & Associates Investment Management Ltd. (“**Scheer Rowlett**”), Toronto, Ontario, is the portfolio advisor of Canadian Value Pool. The individuals providing advice are as follows:

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Lloyd E. Rowlett	President, Co-CIO and Portfolio Manager	Joined in 1998 2021-Present, Co-CIO
Ratul Kapur	Co-CIO and Portfolio Manager	Joined in 2017 2021-Present, Co-CIO 2017-Present, Portfolio Manager From 2015 to 2016 - Portfolio Manager, Mackenzie Cundill Investment Management
Drew Thiessen	Portfolio Manager	Joined in 2007
Simon Chiu	Portfolio Manager	Joined in 2019 2015-2018, Associate Portfolio Manager, Mackenzie Cundill Investment Management (Mackenzie Investments)
Brenna Phelan	Portfolio Manager	Joined in 2019

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
		2015- 2019, Equity Research Analyst, Raymond James Ltd.

State Street Global Advisors, Ltd. (“**State Street**”), Montreal, Quebec, is the portfolio advisor to the Canadian Bond Index Fund, Canadian Equity Index Fund, U.S. Equity Index Fund, International Equity Index Fund, CanAm Index Fund and Nasdaq Index Fund. The individuals providing advice are as follows:

Portfolio Manager	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Emiliano Rabinovich, CFA <i>Scotia Canadian Equity Index Fund</i> <i>Scotia U.S. Equity Index Fund</i> <i>Scotia International Equity Index Fund</i> <i>Scotia CanAm Index Fund</i> <i>Scotia Nasdaq Index Fund</i>	Managing Director, Senior Portfolio Manager	Joined in 2006 From April 2007 to present –Sr. Portfolio Manager, Global Equity Beta Solutions, SSgA
Christian Hoffmann, CFA <i>Scotia Canadian Bond Index Fund</i>	Vice President, Senior Portfolio Manager	Joined in 2004 From May 2007 to present – Sr. Portfolio Manager, Fixed Income, SSgA

Van Berkom and Associates Inc. (“**VBA**”), Montreal, Quebec, is the portfolio advisor of Canadian Small Cap Pool. The individual providing advice is as follows:

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Gabriel Bouchard-Phillips	Partner and Senior Portfolio Manager	Joined in 2011

Victory Capital Management (“**Victory**”), Brooklyn, OH, is the portfolio advisor of the International Small to Mid Cap Value Pool. The individuals providing advice are as follows:

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Daniel B. LeVan	Chief Investment Officer and Portfolio Manager of Trivalent	Joined in 2007

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
	Investments (a Victory Capital Investment Franchise)	
John W. Evers	Senior Portfolio Manager	Joined in 2007
Peter S. Carpenter	Senior Portfolio Manager	Joined in 2007

Wellington Management Canada ULC (“**Wellington**”), Toronto, Ontario, is the portfolio advisor of Emerging Markets Pool. The individuals providing advice are as follows:

Portfolio Advisor	Current Title	Length of Service with Portfolio Advisor and Principal Occupation in the Last 5 Years
Mary Pryshlak	Senior Managing Director, Partner, and Head of Investment Research	Joined in 2004.
Jonathan White	Managing Director and Director, Research Portfolios	Joined in 1999.

Fund Governance

The Manager is responsible for the day-to-day administration and management of the Funds. The Manager is the portfolio advisor to certain of the Funds, as listed above, and may retain portfolio sub-advisors for the Funds. If portfolio sub-advisors are appointed, the Manager will receive regular reports from its portfolio sub-advisors regarding their compliance with applicable investment guidelines and parameters and compliance with the investment restrictions and practices of the corresponding Funds. The Manager has retained the services of an independent investment consulting firm, NT Global Advisors, Inc. to assist in the monitoring of the portfolio advisors of the Scotia Wealth Pools.

The Manager 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 Manager has adopted a mutual fund sales practice policy that complies with National Instrument 81-105 – *Mutual Fund Sales Practices*. The Manager has also adopted a Personal Trading Policy for employees that addresses potential internal conflicts of interest in respect of the Funds. In addition, the Manager has adopted the Scotiabank Guidelines for Business Conduct, which also addresses the issue of internal conflicts.

Risk management is dealt with on a number of levels. The investment advisory agreements between the Manager and portfolio advisors specify that the Funds must comply with the investment restrictions and practices outlined in applicable securities laws, including NI 81-102, subject to any exemption granted by applicable securities regulatory authorities. The portfolio advisors have established policies and guidelines relating to business practices, risk management

controls and conflicts of interest. In addition, each portfolio advisor has its own code of ethics that addresses such things as personal trading by employees.

Independent Review Committee

The Manager has established the IRC in accordance with NI 81-107 with a mandate to review and provide recommendations or approval, as required, on conflict of interest matters referred to it by the Manager on behalf of a Fund. The IRC is responsible for overseeing the Manager's decisions in situations where the Manager is faced with any present or perceived conflicts of interest, all in accordance with NI 81-107.

The IRC may also approve certain mergers between a Fund and other funds, and any change of the auditor of a Fund. Subject to any corporate and securities law requirements, no securityholder approval will be obtained in such circumstances, but you will be sent a written notice at least 60 days before the effective date of any such transaction or change of auditor. In certain circumstances, securityholder approval may be required to approve certain mergers.

The IRC currently has five members, Stephen J. Griggs (Chair), Steve Donald, Simon Hitzig, Heather A.T. Hunter and Jennifer L. Witterick, each of whom is independent of the Manager.

The IRC prepares and files a report to the securityholders each fiscal year that describes the IRC and its activities for securityholders as well as contains a complete list of the standing instructions. These standing instructions enable the Manager to act in a particular conflict of interest matter on a continuing basis provided the Manager complies with its policies and procedures established to address that conflict of interest matter and reports periodically to the IRC on the matter. This report to the securityholders is available on the Manager's website at www.scotiafunds.com or, at no cost, by contacting the Manager at fundinfo@scotiabank.com.

The compensation and other reasonable expenses of the IRC will be paid out of the assets of the Funds as well as out of the assets of the other investment funds for which the IRC may act as the independent review committee. The main components of compensation are an annual retainer and a fee for each committee meeting attended. The chair of the IRC is entitled to an additional fee. Expenses of the IRC may include premiums for insurance coverage, travel expenses and reasonable out-of-pocket expenses. *Please see Remuneration of Trustee and Members of the IRC* for additional information.

Securities Lending, Repurchase and Reverse Repurchase Transactions

The Funds may enter into securities lending, repurchase and reverse repurchase transactions from time to time as discussed under *Investment Restrictions and Practices – Securities Lending, Repurchase and Reverse Repurchase Transactions* above.

Pursuant to the requirements of NI 81-102, the Manager intends to manage the risks associated with securities lending, repurchase and reverse repurchase transactions by requiring that each securities agreement be, at a minimum, secured by investment grade securities or cash with a value of at least 102% of the market value of the securities subject to the transaction. The amount of collateral will be adjusted daily to ensure this collateral coverage is maintained at all times. All such securities loans will only be with parties the Manager considers to be qualified borrowers. In

the case of securities lending or repurchase transactions, the aggregate market value of all securities lent and sold by a Fund will not exceed more than 50% of the NAV of that Fund immediately after the Fund enters into such a transaction.

Policies and procedures relating to any securities lending, repurchase and reverse repurchase transaction entered into on behalf of a Fund will be developed by the Manager and the Fund's custodian acting as its agent in administering the transaction. Such policies and procedures will set out (i) the objectives and goals for securities lending, repurchase transactions or reverse repurchase transactions and (ii) the risk management procedures, including limits and other controls on such transactions, applicable to the Fund.

The creditworthiness of each qualified borrower to a securities loan will be evaluated by the Manager. Any agreements, policies and procedures that are applicable to a Fund relating to securities lending will be reviewed and approved annually by senior management of the Manager. The Board of Directors will also be kept apprised of any securities lending policies.

Proxy Voting Policies and Procedures of the Manager

We have in place policies and procedures (the “**Proxy Voting Policy**”) to ensure that proxies relating to securities held by a Fund are voted in the best interest of each Fund. The Proxy Voting Policy sets out a process to ensure that the Manager can resolve material conflicts of interest relating to proxy voting that may arise between a Fund and the Manager or its affiliates or individuals making proxy voting decisions. In the case where a material conflict of interest arises, the Proxy Voting Policy permits consulting and following the voting recommendation of a reputable independent proxy voting service provider or consulting with the members of the IRC.

Where the Manager acts as portfolio advisor for a Fund that is not sub-advised, it has retained the services of a third party consultant with expertise on proxy voting matters to provide proxy voting guidance. The Manager reviews each proxy, along with the recommendations made by the consultant with respect to proxy issues and may vote in accordance with such recommendations if appropriate and if consistent with its policies and procedures. Where proxies relate to relatively routine matters, such as voting on the size, nomination and election of the board of directors and the appointment of auditors, proxies are generally voted in accordance with management's recommendations. Where the proxy relates to non-routine matters, such as stock-based compensation plans, executive severance compensation arrangements, shareholders rights plans, corporate restructuring plans, going private transactions in connection with leveraged buyouts, lock-up arrangements, crown jewel defenses, supermajority approval proposals, and stakeholder or shareholder proposals, these matters are brought to the attention of the portfolio manager(s) of the applicable Fund on a case-by-case basis for consideration and final approval. On occasion, the Manager may abstain from voting a proxy or a specific proxy item when it is concluded that the potential benefit of voting the proxy of that issuer is outweighed by the cost of voting the proxy. In addition, the Manager will not vote proxies received for issuers of portfolio securities which are no longer held in a Fund's account.

Certain of the Funds invest in other underlying mutual funds, including mutual funds managed by us. If a securityholder meeting is called for an investment fund that is managed by us, the Manager will not vote the securities of the underlying mutual fund. The Manager may arrange for these securities to be voted by securityholders of the applicable Fund. However, given the costs and complexity of doing so, the Manager may not arrange for a flow-through of voting rights.

Availability of Proxy Voting Information

The Proxy Voting Policy is available upon request and at no charge by calling 1-800-268-9269 (416-750-3863 in Toronto) for English or 1-800-387-5004 for French, or by writing to the Manager at the address on the back cover of this annual information form.

The proxy voting record for each Fund for the most recent 12-month period ending June 30 of each year will be available upon request and at no cost at any time after August 31 of that year. The proxy voting record for each Fund will also be available on the ScotiaFunds website at www.scotiafunds.com.

Proxy Voting Policies and Procedures of the Sub-Advisors

We delegate proxy voting responsibility in respect of the securities held by each sub-advised Fund to the Fund's sub-advisor. Each third-party portfolio sub-advisor's proxy voting policies and procedures guide that portfolio sub-advisor in determining whether and how to vote on any matter for which the relevant Fund received proxy materials. We review the proxy voting policies of each third party portfolio sub-advisor to ensure that the voting rights will be exercised in accordance with the best interests of the Fund.

Index Funds

Oversight of the proxy voting process is the responsibility of an investment committee at State Street. In order to assist in the due diligence process, State Street has retained a firm with expertise in the proxy voting and corporate governance areas. On routine matters, State Street generally votes in support of management's recommendations. However, each proxy is reviewed individually and, in certain circumstances, State Street may vote against management's recommendation on routine matters if State Street believes such recommendation is not in a Fund's best interests. Non-routine matters are dealt with on a case-by-case basis and State Street will generally support management's recommendations if they maximize security holder value. In instances where issues are not addressed by a policy, the Chairman of State Street's investment committee will be consulted for voting guidance. In addressing potential conflicts of interest, the investment committee is guided by its duty to ensure that proxies are voted in a Fund's, and not State Street's, best interests. In circumstances where a potential material conflict cannot be dealt with within an existing proxy voting policy or is of such a nature that State Street believes more active involvement is required, the Chairman presents the proxy to the investment committee who may recommend that an independent third party be retained to determine the appropriate vote.

Diversified Balanced Fund

CCLIM retains the services of an independent proxy review firm for proxy voting guidance. CCLIM reviews each proxy, along with the recommendations made by the independent firm, and determines how to vote. CCLIM does not distinguish between routine and non-routine matters when reviewing proxies and although CCLIM may vote in accordance with the recommendations of management on routine matters, each proxy issue is considered separately and voted in accordance with the best interests of the Fund. Should a conflict of interest arise, CCLIM's compliance officer will be involved with the proxy vote to ensure proxies are voted in a Fund's best interest.

Global Growth Fund

Baillie Gifford has adopted the Principles of Corporate Governance (the “**Guidelines**”) developed by the Organisation for Economic Co-operation and Development (OECD), which cover six areas: the basis for an effective corporate governance framework, the rights of shareholders, the equitable treatment of shareholders, the role of stakeholders, disclosure and transparency and the responsibilities of the board. Its Corporate Governance Team develops and administers these Guidelines. The Corporate Governance and SRI Manager reports to the Chief Investment Officer. In evaluating each proxy for both routine and non-routine matters, the Corporate Governance Team follows the Guidelines. It considers third party analysis, Baillie Gifford’s own research and discussions with company management. If a proxy involves a non-routine matter, the Corporate Governance Team will consult with the appropriate investment team regarding the proposed vote. If a vote is cast contrary to the Guidelines, the reasons for the vote are documented. The Corporate Governance and SRI Manager is responsible for monitoring possible material conflicts of interest with respect to proxy voting. For proxy votes that involve a potential conflict of interest that are inconsistent with (or not covered by) the Guidelines but that are consistent with management’s recommendation, the Management Committee of Baillie Gifford, comprised of five senior Baillie Gifford partners, will review the voting rationale, consider whether business relationships between Baillie Gifford and the company have influenced the proposed inconsistent vote and decide the course of action to be taken in the best interest of the Fund.

Policies on the Use of Derivatives

All of the Funds may use derivatives as described in the simplified prospectus of the Funds. Any use of derivatives by a Fund is governed by the Manager’s own policies and procedures which set out (i) the objectives and goals of derivatives trading and (ii) the risk management practices, including control policies and procedures, applicable to derivatives trading. These policies and procedures are prepared and reviewed annually by senior management of the Manager. The decision as to the use of derivatives, including the oversight of the limits and controls on derivatives trading, is made by senior portfolio managers of the Manager in accordance with our compliance procedures and risk control measures. Risk measurement procedures or simulations generally are used to test the investment portfolio of the Funds under stress conditions. If permitted by applicable securities legislation, the Funds may enter into over-the-counter bilateral derivatives transactions with counterparties that are related to the Manager.

For further information about how the Funds use derivatives, refer to *Investment Restrictions and Practices - Derivatives* above and *About derivatives* in the simplified prospectus of the Funds.

Policies on Short-selling

We have in place policies and procedures relating to short-selling by a Fund (including objectives, goals and risk management procedures). Agreements, policies and procedures that are applicable to a Fund relating to short-selling (including trading limits and controls in addition to those specified above) are reviewed by our senior management. If we authorize a portfolio sub-advisor to engage in short-selling, we delegate responsibility to the Fund’s portfolio sub-advisor. Each third-party portfolio sub-advisor’s policies and procedures must guide that portfolio sub-advisor in relation to short-selling. All policies must require compliance with applicable rules. We

review the policies of each third party portfolio sub-advisor to ensure that short-selling will be conducted in accordance with the best interests of the Fund. The decision to effect any particular short sale is made by the portfolio sub-advisor and reviewed and monitored as part of the portfolio sub-advisor's ongoing compliance procedures and risk control measures. Risk measurement procedures or simulations generally are used to test the portfolio of the Funds under stress conditions.

Principal Distributors

Scotia Securities Inc. is the principal distributor of the Series A and Series T shares of the Corporate Funds and the Series A (with the exception of the Pinnacle Balanced Portfolio), Series F (with the exception of the Pinnacle Balanced Portfolio and the Scotia Wealth Pools), Series T, Premium Series, Premium TL Series, Premium T Series and Premium TH Series units of the Trust Funds, pursuant to a master distributorship agreement.

Scotia Capital Inc. is the principal distributor of the Series A and Series F units of the Pinnacle Balanced Portfolio, Series F units of the Scotia Wealth Pools, Series K and Pinnacle Series units of the Trust Funds pursuant to a master distributorship agreement.

Portfolio Transactions and Brokers

The Manager, or the portfolio sub-advisor of a Fund, makes decisions as to the purchase and sale of securities and other assets of the Fund, as well as decisions regarding the execution of portfolio transactions of the Fund, including the selection of market, broker and the negotiation of commissions. In effecting these portfolio transactions, the Manager, or the portfolio sub-advisor, may place brokerage business with numerous dealers and brokers on the basis of the best execution, which includes a number of considerations such as price, volume, speed and certainty of execution, and total transaction cost. The Manager and each of the portfolio sub-advisors have policies in place regarding broker selection and best execution and the selection of brokers.

The Manager uses the same criteria in selecting all of its dealers and brokers, regardless of whether the dealer or broker is an affiliate of us. In certain circumstances, the Manager receives goods or services from dealers or brokers in exchange for directing brokerage transactions to such dealers or brokers. These types of goods and services include research goods and services ("research goods and services") and order execution goods and services ("order execution goods and services").

The Manager currently has in place brokerage arrangements with its affiliate, Scotia Capital Inc. Scotia Capital Inc. may provide research goods and services, order execution goods and services and mixed-use goods and services in exchange for effecting brokerage transactions.

The Manager receives research goods and services, which include: (i) advice as to the value of securities and the advisability of effecting transactions in securities; and (ii) analyses and reports concerning securities, issuers, industries, portfolio strategy or economic or political factors and trends that may have an impact on the value of securities. The research goods and services that we are provided in exchange for brokerage commissions include advice, analyses and reports that focus on, among other matters, specific stocks, sectors and economies.

The Manager also receives order execution goods and services, such as data analysis, software applications and data feeds. These goods and services may be provided by the executing dealer directly or by a party other than the executing dealer.

In certain instances, the Manager may receive goods and services containing some elements that qualify as research goods and services and/or order execution goods and services and other elements that do not qualify as either of such permitted goods and services. These types of goods and services are considered to be mixed-use (“**mixed-use goods and services**”). If the Manager obtains mixed-use goods and services, we only use brokerage commissions to pay for the portion that is used in our investment or trading decisions or in effecting securities transactions, each on behalf of the Funds or client accounts.

For those Funds for which no portfolio sub-advisor has been appointed, the Manager’s investment management and trade execution teams decide which dealers or brokers are allocated brokerage business based on the competitiveness of the commission costs, their ability to provide best execution of trades and the range of services and quality of research received. The Manager may use research goods and services and order execution goods and services to benefit our Funds and clients other than those whose trades generated the brokerage commission. However, the Manager has policies and procedures in place such that over a reasonable period of time, all clients, including the Funds, receive fair and reasonable benefit in return for the commission generated.

The names of dealers or third parties who have provided research goods and services and/or order execution goods and services since the date of the last annual information form are available upon request by calling us toll-free at 1-800-268-9269 (416-750-3863 in Toronto) for English or 1-800-387-5004 for French, or by email at fundinfo@scotiabank.com or by writing to us at the address on the back cover of this annual information form.

Changes to the Master Declaration of Trust

Certain amendments to the Master Declaration of Trust governing the Trust Funds, such as a change in the fundamental investment objectives of a Trust Fund, or any other change for which the approval of unitholders is required by securities regulatory authorities or pursuant to the Master Declaration of Trust, may not be made without the approval of a majority of votes cast at a meeting of unitholders duly called for that purpose. All other amendments to the Master Declaration of Trust may be made by the trustee without unitholder approval.

Pursuant to the Master Declaration of Trust, where the trustee resigns, is removed or is otherwise incapable of acting, a successor trustee can be appointed by the Manager without the approval of the unitholders. If the Manager fails to appoint a new trustee, provision is made in the Master Declaration of Trust for the unitholders to appoint a successor trustee.

Changes to the Corporate Funds

Certain amendments with respect to the Corporate Funds, such as a change in the fundamental investment objectives of a Corporate Fund, or any other change for which the approval of shareholders is required by securities regulatory authorities or pursuant to the CBCA, may not be made without the approval of a majority of votes cast at a meeting of shareholders duly called for that purpose.

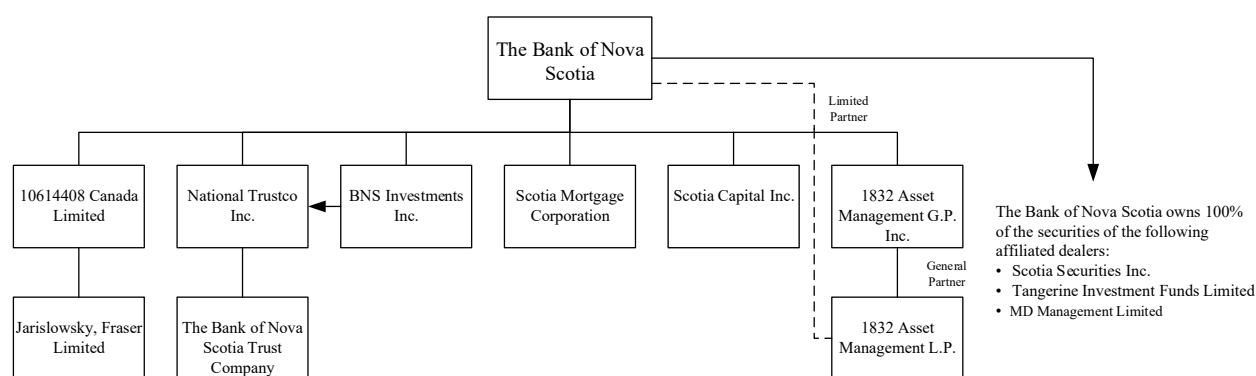
The Promoter

The Manager is the promoter of the Funds. The Manager received, and will receive, remuneration from, and in respect of, the Funds as set out under the headings *The Manager* and *Material Contracts*.

Affiliated Entities

The only affiliated entities that provide services to the Funds and to the Manager in connection with the funds are Jarislowsky, Fraser Limited, Scotiabank, Scotia Capital Inc., The Bank of Nova Scotia Trust Company, Scotia Mortgage Corporation and Scotia Securities Inc. The amount of fees received from a fund by these entities each year is disclosed in the Fund's audited annual financial statements.

The following diagram shows the relationship between the Manager and these entities:



Principal Holders of Securities

As at April 23, 2021, Scotiabank owned all of the issued and outstanding shares of 1832 Asset Management G.P. Inc., which is the general partner of the Manager, and owned directly and indirectly 100% of the Manager.

As at April 23, 2021, the principal holders of securities of each series of securities of the Funds were as follows:

Name of Holder	Issuer	Series of Holdings	Type of Ownership	Number of Securities	Percentage of Series
Antigonish Mall Limited	Scotia U.S. \$ Money Market Fund	Series A units	Beneficial	299,913	13.3%
Highland Global Allocation Fund	Scotia Mortgage Income Fund	Series A units	Beneficial	2,131,800	10.6%
1832 Asset Management L.P.	Scotia Low Carbon Canadian Fixed Income Fund	Series A units	Beneficial	201,234	50.2%
Individual A	Scotia Money Market Fund	Pinnacle Series	Beneficial	7,651	21.3%
Individual B	Scotia Money Market Fund	Pinnacle Series	Beneficial	6,959	19.4%
Individual C	Scotia Money Market Fund	Pinnacle Series	Beneficial	4,782	13.3%
Individual D	Scotia Money Market Fund	Pinnacle Series	Beneficial	4,232	11.8%
Individual E	Scotia Income Advantage Fund	Series D units	Beneficial	6,527	10.1%

Individual F	Scotia Income Advantage Fund	Series D units	Beneficial	8,044	12.5%
Individual G	Scotia Income Advantage Fund	Series D units	Beneficial	14,416	22.4%
Individual H	Scotia Dividend Balanced Fund	Series D units	Beneficial	8,817	13.8%
Individual I	Scotia Dividend Balanced Fund	Series D units	Beneficial	9,797	15.4%
Individual J	Scotia Global Balanced Fund	Series D units	Beneficial	3,194	10.1%
1257077 Alberta Ltd.	Scotia Global Balanced Fund	Series D units	Beneficial	5,252	16.6%
Individual K	Scotia Global Balanced Fund	Series D units	Beneficial	3,706	11.7%
Individual L	Scotia Canadian Bond Index Fund	Series D units	Beneficial	30,002	23.3%
Individual M	Scotia International Equity Index Fund	Series D units	Beneficial	4,504	13.1%
Crillion Investment Corp.	Scotia Mortgage Income Fund	Series F units	Beneficial	1,874,959	19.4%
Marino Enterprises Inc.	Scotia Mortgage Income Fund	Series F units	Beneficial	1,879,894	19.4%
Individual N	Scotia Canadian Income Fund	Series F units	Beneficial	42,670	16.7%
Individual O	Scotia Canadian Income Fund	Series F units	Beneficial	35,607	13.9%
Individual P	Scotia U.S. \$ Bond Fund	Series F units	Beneficial	13,908	37.7%
Individual Q	Scotia U.S. \$ Bond Fund	Series F units	Beneficial	5,007	13.6%
Individual R	Scotia Global Bond Fund	Series F units	Beneficial	214	35.2%
Individual S	Scotia Global Bond Fund	Series F units	Beneficial	345	56.7%
1832 Asset Management L.P.	Scotia Low Carbon Canadian Fixed Income Fund	Series F units	Beneficial	101	100.0%
Individual T1	Scotia Low Carbon Canadian Fixed Income Fund	Series F Units	Beneficial	29,164	13.8%
Individual U1	Scotia Diversified Balanced Fund	Series F units	Beneficial	10,276	14.0%
1832 Asset Management L.P.	Scotia Low Carbon Global Balanced Fund	Series F units	Beneficial	100	100.0%
Individual V1	Scotia Canadian Equity Fund	Series F units	Beneficial	5,683	20.4%
Individual W1	Scotia Canadian Equity Fund	Series F units	Beneficial	3,051	10.9%
Individual X1	Scotia Canadian Growth Fund	Series F units	Beneficial	1,309	12.7%
Individual Y1	Scotia Canadian Growth Fund	Series F units	Beneficial	1,413	13.7%
Individual Z1	Scotia Canadian Small Cap Fund	Series F units	Beneficial	777	12.9%
Individual AA	Scotia Canadian Small Cap Fund	Series F units	Beneficial	745	12.4%
Individual AB	Scotia Canadian Small Cap Fund	Series F units	Beneficial	644	10.7%
Individual AC	Scotia Canadian Small Cap Fund	Series F units	Beneficial	1,942	32.3%

Individual AD	Scotia Resource Fund	Series F units	Beneficial	1,476	23.3%
Individual AE	Scotia Resource Fund	Series F units	Beneficial	857	13.5%
Individual AF	Scotia Resource Fund	Series F units	Beneficial	664	10.5%
Individual AG	Scotia Resource Fund	Series F units	Beneficial	822	13.0%
Individual AH	Scotia Resource Fund	Series F units	Beneficial	841	13.3%
Individual AI	Scotia U.S. Equity Fund	Series F units	Beneficial	10,164	16.6%
Individual AJ	Scotia U.S. Equity Fund	Series F units	Beneficial	9,484	15.5%
Individual AK	Scotia U.S. Equity Fund	Series F units	Beneficial	19,338	31.6%
Individual AL	Scotia U.S. Opportunities Fund	Series F units	Beneficial	43,798	92.0%
Individual AM	Scotia International Equity Fund	Series F units	Beneficial	5,899	59.6%
Global Asset Management Fund Units	Scotia International Equity Fund	Series F units	Beneficial	1,599	16.1%
Individual AN	Scotia European Equity Fund	Series F units	Beneficial	3,876	26.9%
Individual AO	Scotia European Equity Fund	Series F units	Beneficial	3,702	25.7%
Individual AP	Scotia European Equity Fund	Series F units	Beneficial	3,566	24.8%
Kathnan Investments Ltd.	Scotia Global Growth Fund	Series F units	Beneficial	5,433	15.6%
The Eddie and Marilyn Weisz Family Foundation	Scotia Global Growth Fund	Series F units	Beneficial	5,699	16.3%
MLW Holdings Inc.	Scotia Global Growth Fund	Series F units	Beneficial	5,362	15.4%
Individual AQ	Scotia Global Small Cap Fund	Series F units	Beneficial	391	88.2%
1832 Asset Management L.P.	Scotia Global Small Cap Fund	Series F units	Beneficial	52	11.8%
1832 Asset Management L.P.	Scotia Low Carbon Global Equity Fund	Series F units	Beneficial	100	100.0%
Individual AR	Scotia Global Equity Fund	Series F units	Beneficial	10,230	50.5%
Individual AS	Scotia Global Equity Fund	Series F units	Beneficial	5,525	27.2%
Individual AT	Scotia Canadian Bond Index Fund	Series F units	Beneficial	22,202	14.4%
Individual AU	Scotia Canadian Bond Index Fund	Series F units	Beneficial	15,575	10.1%
Dr. Stuart H. Kreisman Inc.	Scotia Canadian Equity Index Fund	Series F units	Beneficial	8,889	10.7%
Individual AV	Scotia Canadian Equity Index Fund	Series F units	Beneficial	13,627	16.4%
2200162 Albert Ltd.	Scotia Canadian Equity Index Fund	Series F units	Beneficial	9,910	11.9%

Individual AW	Scotia International Equity Index Fund	Series F units	Beneficial	989	11.5%
Individual AX	Scotia International Equity Index Fund	Series F units	Beneficial	1,322	15.4%
Individual AY	Scotia International Equity Index Fund	Series F units	Beneficial	5,950	69.4%
Individual AZ	Scotia Selected Balanced Income Portfolio	Series F units	Beneficial	12,381	10.6%
Individual BA	Scotia Selected Balanced Income Portfolio	Series F units	Beneficial	14,171	12.1%
Individual BB	Scotia Selected Balanced Growth Portfolio	Series F units	Beneficial	19,858	12.8%
Individual BC	Scotia Selected Maximum Growth Portfolio	Series F units	Beneficial	4,955	15.2%
Individual BD	Scotia Selected Maximum Growth Portfolio	Series F units	Beneficial	8,409	25.8%
Individual BE	Scotia Selected Maximum Growth Portfolio	Series F units	Beneficial	4,375	13.4%
Individual BF	Scotia Partners Balanced Income Portfolio	Series F units	Beneficial	24,202	16.2%
Individual BG	Scotia Partners Balanced Income Portfolio	Series F units	Beneficial	21,671	14.5%
1082525 AB	Scotia Partners Balanced Growth Portfolio	Series F units	Beneficial	65,153	16.0%
Individual BH	Scotia Partners Balanced Growth Portfolio	Series F units	Beneficial	88,476	21.8%
2505725 Ontario Inc.	Scotia Partners Maximum Growth Portfolio	Series F units	Beneficial	5,283	10.1%
Pinnacle Balanced Portfolio	Scotia Wealth Income Pool	Series F Units	Beneficial	406,883	100.0%
Individual BI	Scotia Wealth High Yield Income Pool	Series F Units	Beneficial	3,334	100.0%
Individual BJ	Scotia Wealth American Core-Plus Bond Pool	Series F Units	Beneficial	40,669	47.6%
Individual BK	Scotia Wealth Canadian Core Bond Pool	Series F Units	Beneficial	11,494	38.3%
1832 Asset Management L.P.	Scotia Wealth Canadian Core Bond Pool	Series F Units	Beneficial	7,680	25.6%
Individual BL	Scotia Wealth Canadian Core Bond Pool	Series F Units	Beneficial	6,429	21.4%
Pinnacle Balanced Portfolio	Scotia Wealth Global High Yield Pool	Series F Units	Beneficial	148,352	100.0%
Individual BM	Scotia Wealth Strategic Balanced Pool	Series F Units	Beneficial	9,637	15.6%
Individual BN	Scotia Wealth Strategic Balanced Pool	Series F Units	Beneficial	8,763	14.2%
Pinnacle Balanced Portfolio	Scotia Wealth Canadian Growth Pool	Series F Units	Beneficial	59,864	100.0%
Scotia INNOVA Growth Portfolio	Scotia Wealth Canadian Small Cap Pool	Series F Units	Beneficial	1,028,463	20.0%
Scotia U.S. Equity Blend Class	Scotia Wealth U.S. Value Pool	Series F Units	Beneficial	398,481	78.9%
Individual BO	Scotia Wealth U.S. Mid Cap Value Pool	Series F Units	Beneficial	6,952	17.1%
Scotia U.S. Equity Blend Class	Scotia Wealth U.S. Large Cap Growth Pool	Series F Units	Beneficial	177,891	73.9%

Pinnacle Balanced Portfolio	Scotia Wealth U.S. Large Cap Growth Pool	Series F Units	Beneficial	62,772	26.1%
Individual BP	Scotia Wealth International Small to Mid Cap Value Pool	Series F Units	Beneficial	10,956	37.8%
Individual BQ	Scotia Wealth Global Real Estate Pool	Series F Units	Beneficial	33,582	46.5%
Individual BR	Pinnacle Balanced Portfolio	Series F Units	Beneficial	26,821	13.1%
Individual BS	Pinnacle Balanced Portfolio	Series F Units	Beneficial	23,800	11.6%
Individual BT	Pinnacle Balanced Portfolio	Series F Units	Beneficial	22,853	11.2%
Individual BU	Pinnacle Balanced Portfolio	Series F Units	Beneficial	21,606	10.6%
Individual BV	Scotia Money Market Fund	Series I Units	Beneficial	89,034	12.1%
Scotia Conservative Fixed Income Portfolio	Scotia Wealth Short Term Bond Pool	Series I units	Beneficial	301,971	100.0%
Scotia INNOVA Balanced Growth Portfolio	Scotia Wealth Short-Mid Government Bond Pool	Series I units	Beneficial	12,047,832	14.4%
Scotia INNOVA Balanced Income Portfolio	Scotia Wealth Short-Mid Government Bond Pool	Series I units	Beneficial	19,361,076	23.1%
Scotia INNOVA Income Portfolio	Scotia Wealth Short-Mid Government Bond Pool	Series I units	Beneficial	15,841,516	18.9%
Dynamic Active Core Bond Private Pool	Scotia Mortgage Income Fund	Series I units	Beneficial	11,182,666	12.6%
Dynamic Canadian Bond Fund	Scotia Mortgage Income Fund	Series I units	Beneficial	29,325,290	32.9%
Scotia INNOVA Balanced Income Portfolio	Scotia Mortgage Income Fund	Series I units	Beneficial	12,863,150	14.4%
Scotia INNOVA Income Portfolio	Scotia Mortgage Income Fund	Series I units	Beneficial	10,374,493	11.7%
Scotia Conservative Fixed Income Portfolio	Scotia Wealth Floating Rate Income Pool	Series I units	Beneficial	211,759	100.0%
SPP Bond	Scotia Canadian Bond Fund	Series I units	Beneficial	630,817	100.0%
Scotia Canadian Balanced Fund	Scotia Canadian Income Fund	Series I units	Beneficial	63,923,481	15.7%
Scotia Diversified Monthly Income Fund	Scotia Canadian Income Fund	Series I units	Beneficial	46,021,294	11.3%
Scotia Low Carbon Global Balanced Fund	Scotia Low Carbon Canadian Fixed Income Fund	Series I units	Beneficial	317,402	100.0%
Individual BW	Scotia Low Carbon Canadian Fixed Income Fund	Series I Units	Beneficial	93,535	44.3%
Individual BX	Scotia Low Carbon Canadian Fixed Income Fund	Series I Units	Beneficial	67,915	32.2%
Scotia Selected Balanced Growth Portfolio	Scotia Wealth Canadian Corporate Bond Pool	Series I units	Beneficial	17,797,440	10.9%
Scotia Diversified Monthly Income Fund	Scotia Wealth Canadian Corporate Bond Pool	Series I units	Beneficial	18,896,964	11.5%
Dynamic Advantage Bond Class	1832 AM Investment Grade Canadian Corporate Bond Pool	Series I units	Beneficial	7,346,608	10.9%

Dynamic Advantage Bond Fund	1832 AM Investment Grade Canadian Corporate Bond Pool	Series I units	Beneficial	9,239,700	13.7%
Dynamic Blue Chip Balanced Fund	1832 AM Investment Grade Canadian Corporate Bond Pool	Series I units	Beneficial	12,460,716	18.5%
Dynamic Strategic Yield Fund	1832 AM Investment Grade Canadian Corporate Bond Pool	Series I units	Beneficial	22,274,152	33.0%
Dynamic Strategic Yield Fund	1832 AM U.S. \$ Investment Grade U.S. Corporate Bond Pool	Series I units	Beneficial	9,081,399	35.3%
Dynamic Strategic Yield Class	1832 AM U.S. \$ Investment Grade U.S. Corporate Bond Pool	Series I units	Beneficial	2,591,145	10.1%
Individual BY	1832 AM U.S. \$ Investment Grade U.S. Corporate Bond Pool	Series I Units	Beneficial	7,394	32.4%
Individual BZ	1832 AM U.S. \$ Investment Grade U.S. Corporate Bond Pool	Series I Units	Beneficial	3,897	17.1%
Dynamic Retirement Income+ Fund	Scotia Wealth Canadian Preferred Share Pool	Series I units	Beneficial	289,214	86.3%
Dynamic Income Opportunities Fund	Scotia Wealth Canadian Preferred Share Pool	Series I units	Beneficial	46,026	13.7%
Scotia Partners Balanced Growth Portfolio	1832 AM Global Credit Pool	Series I units	Beneficial	17,501,163	11.2%
Scotia Canadian Equity Blend Class	Scotia Canadian Equity Fund	Series I units	Beneficial	10,386	100.0%
Scotia INNOVA Balanced Growth Portfolio	1832 AM Fundamental Canadian Equity Pool	Series I units	Beneficial	7,094,282	13.1%
Scotia Partners Growth Portfolio	1832 AM Fundamental Canadian Equity Pool	Series I units	Beneficial	7,365,128	13.6%
Scotia Selected Balanced Growth Portfolio	Scotia Canadian Growth Fund	Series I units	Beneficial	1,599,401	21.0%
Scotia Selected Growth Portfolio	Scotia Canadian Growth Fund	Series I units	Beneficial	1,939,909	25.4%
Scotia Partners Balanced Growth Portfolio	Scotia Canadian Growth Fund	Series I units	Beneficial	836,938	11.0%
Scotia Partners Growth Portfolio	Scotia Canadian Growth Fund	Series I units	Beneficial	1,216,968	15.9%
Scotia Aria Progressive Build Portfolio	1832 AM Canadian All Cap Equity Pool	Series I units	Beneficial	3,820,819	22.3%
Scotia INNOVA Balanced Growth Portfolio	1832 AM Canadian All Cap Equity Pool	Series I units	Beneficial	2,698,216	15.7%
Scotia INNOVA Growth Portfolio	1832 AM Canadian All Cap Equity Pool	Series I units	Beneficial	4,512,506	26.3%
Scotia INNOVA Balanced Growth Portfolio	Scotia Wealth Real Estate Income Pool	Series I units	Beneficial	2,494,830	32.7%
Scotia INNOVA Growth Portfolio	Scotia Wealth Real Estate Income Pool	Series I units	Beneficial	2,041,675	26.7%

Scotia INNOVA Maximum Growth Portfolio	Scotia Wealth Real Estate Income Pool	Series I units	Beneficial	842,234	11.0%
Scotia Partners Balanced Growth Portfolio	Scotia U.S. Opportunities Fund	Series I units	Beneficial	4,823,113	21.9%
Scotia Partners Growth Portfolio	Scotia U.S. Opportunities Fund	Series I units	Beneficial	6,840,241	31.1%
Scotia International Equity Blend Class	Scotia International Equity Fund	Series I units	Beneficial	13,795	100.0%
Scotia Aria Progressive Build Portfolio	1832 AM Emerging Markets Equity Pool	Series I units	Beneficial	3,192,819	10.8%
Scotia Partners Maximum Growth Portfolio	1832 AM Emerging Markets Equity Pool	Series I units	Beneficial	3,220,268	10.9%
Scotia Partners Balanced Growth Portfolio	1832 AM Emerging Markets Equity Pool	Series I units	Beneficial	6,362,337	21.6%
Scotia Partners Growth Portfolio	1832 AM Emerging Markets Equity Pool	Series I units	Beneficial	9,734,356	33.1%
Scotia Selected Balanced Income Portfolio	Scotia Global Dividend Fund	Series I units	Beneficial	13,252,074	11.3%
Scotia Selected Balanced Growth Portfolio	Scotia Global Dividend Fund	Series I units	Beneficial	26,649,153	22.7%
Scotia Selected Growth Portfolio	Scotia Global Dividend Fund	Series I units	Beneficial	24,607,346	21.0%
Scotia INNOVA Balanced Growth Portfolio	Scotia Global Growth Fund	Series I units	Beneficial	1,577,821	11.2%
Scotia Partners Growth Portfolio	Scotia Global Growth Fund	Series I units	Beneficial	2,779,669	19.8%
Scotia Selected Balanced Growth Portfolio	Scotia Global Small Cap Fund	Series I units	Beneficial	3,559,964	25.0%
Scotia Selected Growth Portfolio	Scotia Global Small Cap Fund	Series I units	Beneficial	6,590,019	46.3%
Scotia Selected Maximum Growth Portfolio	Scotia Global Small Cap Fund	Series I units	Beneficial	2,600,031	18.3%
Scotia Low Carbon Global Balanced Fund	Scotia Low Carbon Global Equity Fund	Series I units	Beneficial	340,993	100.0%
Individual CA	Scotia Low Carbon Global Equity Fund	Series I Units	Beneficial	199,688	64.6%
Individual CB	Scotia Low Carbon Global Equity Fund	Series I Units	Beneficial	41,654	13.5%
Scotia Selected Balanced Income Portfolio	Scotia Global Equity Fund	Series I units	Beneficial	6,248,665	10.5%
Scotia Selected Balanced Growth Portfolio	Scotia Global Equity Fund	Series I units	Beneficial	19,316,194	32.6%
Scotia Selected Growth Portfolio	Scotia Global Equity Fund	Series I units	Beneficial	24,107,487	40.7%

Scotia Selected Maximum Growth Portfolio	Scotia Global Equity Fund	Series I units	Beneficial	8,306,913	14.0%
Scotia INNOVA Balanced Growth Portfolio	Scotia Wealth Premium Payout Pool	Series I units	Beneficial	5,882,622	21.6%
Scotia INNOVA Growth Portfolio	Scotia Wealth Premium Payout Pool	Series I units	Beneficial	3,405,556	12.5%
Scotia INNOVA Balanced Income Portfolio	Scotia Wealth Premium Payout Pool	Series I units	Beneficial	5,035,824	18.5%
Scotia INNOVA Balanced Growth Portfolio	1832 AM International Growth Equity Pool	Series I units	Beneficial	3,496,235	10.5%
Scotia INNOVA Growth Portfolio	1832 AM International Growth Equity Pool	Series I units	Beneficial	4,358,980	13.1%
Scotia Partners Balanced Growth Portfolio	1832 AM International Growth Equity Pool	Series I units	Beneficial	4,891,887	14.7%
Scotia Partners Growth Portfolio	1832 AM International Growth Equity Pool	Series I units	Beneficial	3,396,735	10.2%
Individual CC	Scotia Wealth Global High Yield Pool	Series I Units	Beneficial	39,707	45.8%
Scotia INNOVA Balanced Growth Portfolio	Scotia Wealth High Yield Bond Pool	Series I units	Beneficial	6,037,962	10.8%
Scotia Partners Balanced Growth Portfolio	Scotia Wealth High Yield Bond Pool	Series I units	Beneficial	11,292,271	20.2%
Scotia Partners Growth Portfolio	Scotia Wealth High Yield Bond Pool	Series I units	Beneficial	12,489,628	22.3%
Pinnacle Balanced Portfolio	Scotia Wealth American Core-Plus Bond Pool	Series I Units	Beneficial	52,040	56.8%
Scotia Conservative Fixed Income Portfolio	Scotia Wealth American Core-Plus Bond Pool	Series I Units	Beneficial	39,596	43.2%
Individual CD	Scotia Wealth Canadian Core Bond Pool	Series I Units	Beneficial	3,125	10.4%
Pinnacle Balanced Portfolio	Scotia Wealth Canadian Core Bond Pool	Series I Units	Beneficial	538,046	100.0%
Individual CE	Scotia Wealth Canadian Mid Cap Pool	Series I Units	Beneficial	10,997	29.3%
Scotia INNOVA Balanced Growth Portfolio	Scotia Wealth Canadian Small Cap Pool	Series I Units	Beneficial	1,035,725	20.1%
Scotia Aria Progressive Build Portfolio	Scotia Wealth Canadian Small Cap Pool	Series I Units	Beneficial	600,831	11.7%
Scotia INNOVA Balanced Income Portfolio	Scotia Wealth Canadian Small Cap Pool	Series I Units	Beneficial	562,359	10.9%
Individual CF	Scotia Wealth U.S. Value Pool	Series I Units	Beneficial	12,733	14.3%
Pinnacle Balanced Portfolio	Scotia Wealth U.S. Value Pool	Series I Units	Beneficial	106,401	21.1%
Pinnacle Balanced Portfolio	Scotia Wealth U.S. Mid Cap Value Pool	Series I Units	Beneficial	28,700	100.0%
Individual CG	Scotia Wealth International Equity Pool	Series I Units	Beneficial	25,847	16.1%

Individual CH	Scotia Wealth International Equity Pool	Series I Units	Beneficial	7,821,511	16.5%
Scotia INNOVA Balanced Growth Portfolio	Scotia Wealth International Equity Pool	Series I Units	Beneficial	6,422,970	13.5%
Pinnacle Balanced Portfolio	Scotia Wealth International Small to Mid Cap Value Pool	Series I Units	Beneficial	8,904	78.9%
Scotia International Equity Blend Class	Scotia Wealth International Small to Mid Cap Value Pool	Series I Units	Beneficial	2,377	21.1%
Pinnacle Balanced Portfolio	Scotia Wealth Emerging Markets Pool	Series I units	Beneficial	42,688	100.0%
Individual CI	Scotia Wealth Emerging Markets Pool	Series I Units	Beneficial	4,675	22.6%
Individual CJ	Scotia Wealth Emerging Markets Pool	Series I Units	Beneficial	2,602	12.6%
Individual CK	Scotia Wealth Emerging Markets Pool	Series I Units	Beneficial	2,186	10.6%
Pinnacle Balanced Portfolio	Scotia Wealth Global Real Estate Pool	Series I Units	Beneficial	27,888	100.0%
Scotia INNOVA Balanced Growth Portfolio	Scotia Wealth World Infrastructure Pool	Series I units	Beneficial	6,372,988	32.5%
Scotia INNOVA Growth Portfolio	Scotia Wealth World Infrastructure Pool	Series I units	Beneficial	2,146,033	10.9%
Scotia INNOVA Balanced Income Portfolio	Scotia Wealth World Infrastructure Pool	Series I units	Beneficial	3,889,667	19.8%
Scotia INNOVA Balanced Income Portfolio Class	Scotia Wealth World Infrastructure Pool	Series I units	Beneficial	2,116,344	10.8%
1832 Asset Management L.P.	Scotia Canadian Small Cap Fund	Series K Units	Beneficial	100	100.0%
LONG HARBOUR HOLDINGS INC.	Scotia U.S. \$ Money Market Fund	Series M units	Beneficial	10,537,660	11.7%
JANKA HOLDINGS LTD.	Scotia Long Short Equity Fund	Series M units	Beneficial	435,460	14.9%
MICHAEL LAFRAMBOISE HOLDINGS	Scotia Long Short Equity Fund	Series M units	Beneficial	435,460	14.5%
Individual CL	Scotia Partners Maximum Growth Portfolio	Series T units	Beneficial	7,388	12.7%
Individual CM	Scotia Partners Maximum Growth Portfolio	Series T units	Beneficial	6,153	10.5%
Individual CN	Scotia INNOVA Maximum Growth Portfolio	Series T units	Beneficial	12,840	11.7%
Individual CO	Scotia INNOVA Maximum Growth Portfolio	Series T units	Beneficial	11,980	10.9%
Individual CP	Scotia INNOVA Maximum Growth Portfolio	Series T units	Beneficial	11,832	10.7%
Individual CQ	Scotia Money Market Fund	Premium Series units	Beneficial	268,694	10.6%
Individual CR	Scotia Aria Progressive Pay Portfolio	Premium T Series units	Beneficial	69,739	11.3%
Individual CS	Scotia Aria Equity Defend Portfolio	Premium T Series units	Beneficial	6,787	18.7%
Individual CT	Scotia Aria Equity Defend Portfolio	Premium T Series units	Beneficial	12,304	34.0%

Individual CU	Scotia Aria Equity Defend Portfolio	Premium T Series units	Beneficial	5,693	15.7%
Individual CV	Scotia Aria Equity Defend Portfolio	Premium T Series units	Beneficial	4,794	13.2%
Individual CW	Scotia Aria Equity Pay Portfolio	Premium T Series units	Beneficial	15,066	33.4%
Individual CX	Scotia Aria Equity Pay Portfolio	Premium T Series units	Beneficial	5,055	11.2%
Individual CY	Scotia Aria Equity Pay Portfolio	Premium T Series units	Beneficial	5,011	11.1%
Individual CZ	Scotia Aria Equity Pay Portfolio	Premium T Series units	Beneficial	6,784	15.0%
Individual DA	Scotia Aria Equity Defend Portfolio	Premium TH Series units	Beneficial	16,836	47.5%
Individual DB	Scotia Aria Equity Defend Portfolio	Premium TH Series units	Beneficial	13,428	37.9%
Individual DC	Scotia Aria Equity Pay Portfolio	Premium TH Series units	Beneficial	34,077	37.6%
Individual DD	Scotia Aria Equity Pay Portfolio	Premium TH Series units	Beneficial	43,408	47.9%
Individual DE	Scotia Aria Conservative Defend Portfolio	Premium TL Series units	Beneficial	128,453	31.1%
Individual DF	Scotia Aria Conservative Pay Portfolio	Premium TL Series units	Beneficial	93,487	12.5%
Individual DG	Scotia Aria Moderate Defend Portfolio	Premium TL Series units	Beneficial	49,841	19.2%
Individual DH	Scotia Aria Moderate Defend Portfolio	Premium TL Series units	Beneficial	33,039	12.7%
Individual DI	Scotia Aria Progressive Defend Portfolio	Premium TL Series units	Beneficial	32,307	58.5%
Individual DJ	Scotia Aria Progressive Defend Portfolio	Premium TL Series units	Beneficial	7,542	13.6%
Individual DK	Scotia Aria Progressive Pay Portfolio	Premium TL Series units	Beneficial	11,495	11.3%
Individual DL	Scotia Aria Progressive Pay Portfolio	Premium TL Series units	Beneficial	13,505	13.3%
Individual DM	Scotia Aria Progressive Pay Portfolio	Premium TL Series units	Beneficial	13,945	13.7%
Individual DN	Scotia Aria Progressive Pay Portfolio	Premium TL Series units	Beneficial	32,612	32.1%
Individual DO	Scotia Aria Equity Defend Portfolio	Premium TL Series units	Beneficial	5,145	16.5%
Individual DP	Scotia Aria Equity Defend Portfolio	Premium TL Series units	Beneficial	22,719	72.6%
Individual DQ	Scotia Aria Equity Pay Portfolio	Premium TL Series units	Beneficial	14,279	84.2%
1832 Asset Management L.P.	Scotia Aria Equity Pay Portfolio	Premium TL Series units	Beneficial	2,681	15.8%
2341930 Ontario Inc.	Scotia International Equity Blend Class	Series A units	Beneficial	17,919	29.6%
Bescot Construction Inc.	Scotia Partners Maximum Growth Portfolio Class	Series A units	Beneficial	192,937	21.9%
Individual	Scotia Partners Maximum Growth Portfolio Class	Series T units	Beneficial	35,324	25.6%

To protect the privacy of individual investors, we have omitted the name of the individual investor. This information is available on request by contacting us at the telephone number on the back cover of this annual information form.

As at April 23, 2021, the directors and officers of the General Partner and the senior officers of the Manager, in aggregate, did not beneficially own more than 10%, directly or indirectly, of any securities of any series of a Fund. As at April 23, 2021, the directors and officers of the General Partner and the senior officers of the Manager, did not own any securities of the Manager or more than one percent of the outstanding common shares and preferred shares of Scotiabank, or any significant amount of any material service provider to the Funds or to the Manager.

As at April 23, 2021, the members of the IRC, in aggregate, did not beneficially own more than 10%, directly or indirectly, any securities of any series of a Fund. As at April 23, 2021, the members of the IRC did not own any securities of the Manager or more than one percent of the outstanding common shares and preferred shares of Scotiabank, or any significant amount of any material service provider to the Funds or to the Manager.

Remuneration of Trustee and Members of the IRC

The Trustee has not received any remuneration in its capacity as trustee of the Trust Funds.

Each member of the IRC receives a fee for attending each meeting of the IRC and each meeting held for education or information purposes, as well as an annual retainer and is reimbursed for reasonable expenses incurred. For the financial year ending December 31, 2020, each member of the IRC received the compensation and reimbursement of reasonable expenses as set out in the table below.

IRC Member	Compensation	Expenses Reimbursed
Stephen Griggs (Chair)	\$67,498	\$0
Simon Hitzig	\$64,999	\$0
Heather Hunter	\$62,999	\$0
Carol S. Perry ¹	\$67,166	\$0
Jennifer L. Witterick	\$64,999	\$0
Steve Donald ²	\$10,333	\$0

¹ Ms. Perry resigned from the IRC on October 31, 2020.

² Mr. Donald was appointed to the IRC on November 1, 2020.

These fees and expenses were allocated among all the investment funds managed by the Manager for which the IRC has been appointed in a manner that, in the Manager's view, is considered fair and reasonable.

Material Contracts

Copies of the Articles, the Master Declaration of Trust, the Master Management Agreement, the master distributorship agreements, the agreements with custodians, investment advisory agreements and the Master Registrar and Transfer Agency Agreement are available for inspection at the head office of the Manager during normal business hours.

Articles of Incorporation

The Corporation was incorporated under the CBCA by Articles dated April 17, 2012.

Master Declaration of Trust

The Trust Funds are governed by the Master Declaration of Trust. The Trust Funds were settled with effect for each Trust Fund as set out below. The Trust Funds will continue until terminated by the Trustee. Subject to applicable securities laws and regulations, the Trustee is empowered to take all steps necessary to effect the termination of such Trust Funds. The Manager is the trustee of all the Trust Funds and may terminate a Trust Fund at any time by giving each unitholder at least 60 days' prior written notice. During this 60 day period, and with the approval of the applicable Canadian securities regulators, the right of unitholders of the Trust Fund to require payment for their units may be suspended.

The T-Bill Fund was created pursuant to a declaration of trust dated October 3, 1991, as amended by a supplemental deed of trust dated May 1, 1996 and as amended and restated on December 1, 1999. The declaration of trust for the T Bill-Fund was further restated by a master declaration of trust dated as of February 14, 2005, as amended and restated as of April 23, 2007 and further amended and restated as of December 11, 2009 (the "**Amended and Restated DOT**").

The Premium T-Bill Fund was created pursuant to a declaration of trust dated July 10, 1992, as amended by a supplemental deed of trust dated May 1, 1996 and as amended and restated on December 1, 1999. The declaration of trust for the Premium T-Bill Fund was further restated by the Amended and Restated DOT.

The Money Market Fund was created pursuant to a declaration of trust dated August 30, 1990, as amended by a supplemental deed of trust dated May 1, 1996 and as amended and restated on December 1, 1999. The declaration of trust for the Money Market Fund was further restated by the Amended and Restated DOT. Schedule A to the Master Declaration of Trust was amended on June 10, 2005 to establish Series I units and on November 3, 2008 to establish Premium Series units of the Fund.

The U.S. \$ Money Market Fund and European Equity Fund were created pursuant to declarations of trust dated September 3, 1996, as amended and restated on October 1, 1999 and December 1, 1999 and, in the case of the European Equity Fund, as amended and restated on November 30, 2000. The declaration of trust for each of the U.S. \$ Money Market Fund and European Equity Fund was further restated by the Amended and Restated DOT. On November 1, 2007, Schedule A to the Master Declaration of Trust was amended to change the names of these Funds. Schedule A to the Master Declaration of Trust was amended on September 14, 2007 to establish Series F units for the European Equity Fund and on November 3, 2008 to establish Series I units.

The Mortgage Income Fund was created pursuant to a declaration of trust dated September 22, 1992, as amended by a supplemental deed of trust dated May 1, 1996 and as amended and restated on December 1, 1999, on November 30, 2000 and on April 22, 2003. The declaration of trust for the Mortgage Income Fund was further restated by the Amended and Restated DOT. Schedule A to the Master Declaration of Trust was amended on October 28, 2005 to establish Scotia Private Client units (which have been renamed as Series M units) for the Fund. On January 15, 2014, Schedule A to the Master Declaration of Trust was amended to establish Series M units.

The Income Fund was created pursuant to a declaration of trust dated November, 1957, as amended and restated on October 24, 1998, on December 1, 1999, on November 30, 2000 and on November 29, 2002. The declaration of trust for the Income Fund was further restated by the Amended and Restated DOT.

The U.S. \$ Bond Fund was created pursuant to a declaration of trust dated November 27, 1991, as amended by a supplemental deed of trust dated May 1, 1996 and as amended and restated on December 1, 1999 and on November 30, 2000. The declaration of trust for the U.S. \$ Bond Fund was further restated by the Amended and Restated DOT. Schedule A to the Master Declaration of Trust was amended on October 31, 2006 to establish Scotia Private Client units for the Fund (which have been renamed as Series M units) and on November 1, 2007 to change the name of the Fund.

The Global Bond Fund was created pursuant to a declaration of trust dated July 4, 1994, as amended and restated on October 24, 1998, on December 1, 1999, on November 30, 2000, on November 30, 2001 and on April 22, 2003. The declaration of trust for the Global Bond Fund was further restated by the Amended and Restated DOT. On November 1, 2007, Schedule A to the Master Declaration of Trust was amended to change the name of the Global Bond Fund.

The Dividend Fund was created pursuant to a declaration of trust dated October 28, 1992, as amended and restated on October 24, 1998, on December 1, 1999, on November 30, 2000 and on April 22, 2003. The declaration of trust for the Dividend Fund was further restated by the Amended and Restated DOT.

The Canadian Equity Fund and U.S. Equity Fund were created pursuant to declarations of trust dated December 31, 1986, as amended by supplemental deeds of trust dated December 30, 1988, July 3, 1989 and May 1, 1996 and as amended and restated on December 1, 1999, on November 30, 2000 and, in the case of the U.S. Equity Fund, as amended and restated on April 22, 2003. The declaration of trust for each of the Canadian Equity Fund and U.S. Equity Fund was further restated by the Amended and Restated DOT. Schedule A to the Master Declaration of Trust was amended in respect of the Canadian Equity Fund on June 10, 2005 to establish Series I units for this Fund and in respect of the U.S. Equity Fund on November 1, 2007, to change the name of this Fund from Scotia American Growth Fund to Scotia U.S. Growth Fund and on March 7, 2011, to change the name from Scotia U.S. Growth Fund to Scotia U.S. Blue Chip Fund (now the U.S. Equity Fund).

The Canadian Growth Fund, Global Growth Fund and Diversified Balanced Fund were created pursuant to a declaration of trust dated February 20, 1961, as amended April 18, 1989 and, in the case of the Diversified Balanced Fund, as amended and restated by a declaration of trust dated October 1, 1995 and, in each case, as amended and restated on December 1, 1999 and November 30, 2000 and, in the case of the Global Growth Fund, as amended on September 18,

2001 and, in the case of the Canadian Growth Fund, as amended and restated on April 22, 2003. The declaration of trust for each of the Canadian Growth Fund, Global Growth Fund and Diversified Balanced Fund was restated by the Amended and Restated DOT. Schedule A to the Master Declaration of Trust was amended in respect of the Global Growth Fund on June 10, 2005 to establish Series I units for this Fund and in respect of the Diversified Balanced Fund on April 23, 2007 to change the name of this Fund.

The CanAm Index Fund was created pursuant to a declaration of trust dated July 9, 1993, as amended and restated on December 1, 1999 and on November 30, 2000. The declaration of trust for the CanAm Index Fund was further restated by the Amended and Restated DOT. On November 1, 2007, Schedule A to the Master Declaration of Trust was amended to change the name of the Fund.

The Resource Fund was created pursuant to a declaration of trust dated July 6, 1993, as amended and restated on December 1, 1999, on November 30, 2000 and on November 30, 2001. The declaration of trust for the Resource Fund was further restated by the Amended and Restated DOT. Schedule A to the Master Declaration of Trust was amended on November 3, 2008 to establish Series I units for this Fund.

The Canadian Equity Index Fund and U.S. Equity Index Fund were created pursuant to declarations of trust dated December 13, 1996, as amended and restated on October 24, 1998, on December 1, 1999 and on November 30, 2000. The declaration of trust for each of the Canadian Equity Index Fund and U.S. Equity Index Fund was further restated by the Amended and Restated DOT. Schedule A to the Master Declaration of Trust was amended on June 10, 2005 to establish Series I units for these Funds and on November 1, 2007 to change the names of these Funds.

The Canadian Small Cap Fund was created pursuant to a declaration of trust dated October 28, 1992, as amended December 17, 1992 and August, 1993, as amended and restated on October 24, 1998, on December 1, 1999, on November 30, 2000, on November 29, 2002 and on April 22, 2003. The declaration of trust for the Canadian Small Cap Fund was further restated by the Amended and Restated DOT.

The Balanced Fund was created pursuant to a declaration of trust dated May 7, 1990, as amended and restated on October 24, 1998, on December 1, 1999 and on November 30, 2000. The declaration of trust for the Balanced Fund was further restated by the Amended and Restated DOT.

The Income Pool, High Yield Income Pool, Strategic Balanced Pool, Canadian Value Pool, Canadian Growth Pool, Canadian Small Cap Pool, U.S. Value Pool, International Equity Pool and Global Equity Pool were created pursuant to declarations of trust dated September 3, 1997.

The Canadian Bond Index Fund and International Equity Index Fund were created pursuant to declarations of trust dated September 20, 1999, as amended and restated on November 30, 2000 and, in the case of International Equity Index Fund, as amended and restated on April 22, 2003. The declaration of trust for each of the Canadian Bond Index Fund and International Equity Index Fund was further restated by the Amended and Restated DOT. Schedule A to the Master Declaration of Trust was amended in respect of the Canadian Bond Index Fund on June 10, 2005 to establish Series I units for this Fund and in respect of the International Equity Index Fund on November 1, 2007 to change the name of this Fund.

Each of the U.S. Opportunities Fund, International Equity Fund, Global Equity Fund, Global Small Cap Fund and Nasdaq Index Fund was created pursuant to a declaration of trust dated November 30, 2000. The declaration of trust for these Funds was restated by the Amended and Restated DOT. Schedule A to the Master Declaration of Trust was amended in respect of the U.S. Opportunities Fund, International Equity Fund, Global Equity Fund and Global Small Cap Fund on December 14, 2006 to establish Series I units and on April 23, 2007 to change the names of these Funds.

The U.S. Large Cap Growth Pool was created pursuant to a declaration of trust dated January 18, 2001.

The American Core-Plus Bond Pool, Canadian Mid Cap Pool, U.S. Mid Cap Value Pool, International Small to Mid Cap Pool and Global Real Estate Pool were created pursuant to declarations of trust dated January 28, 2002.

Each of the Scotia Partners Portfolio Trusts, with the exception of Partners Income Portfolio, was created pursuant to a declaration of trust dated November 29, 2002. The declaration of trust for each of the Scotia Partners Portfolio Trusts was restated by the Amended and Restated DOT. On November 1, 2007, Schedule A to the Master Declaration of Trust was amended to change the name of the Partners Growth Portfolio.

Each of the Scotia Selected Portfolios, with the exception of Selected Income Portfolio, was created pursuant to a declaration of trust dated April 22, 2003. The declaration of trust for each of the Scotia Selected Portfolios was restated by the Amended and Restated DOT. On November 1, 2007, Schedule A to the Master Declaration of Trust was amended to change the names of the Scotia Selected Portfolios.

The Corporate Bond Pool was created pursuant to a declaration of trust dated October 30, 2003. The declaration of trust for Corporate Bond Pool was restated by the Amended and Restated DOT. On October 28, 2005, Schedule A to the Master Declaration of Trust was amended to change the name of the Corporate Bond Pool. Schedule A to the Master Declaration of Trust was amended on June 4, 2008 to establish Series I units.

Each of the Monthly Income Fund, Canadian Equity Pool, North American Dividend Pool and International Core Equity Pool was created pursuant to an amendment dated June 10, 2005 to Schedule A to the Amended and Restated DOT. Schedule A to the Master Declaration of Trust was amended on November 3, 2008 to establish Series I units for the Canadian Equity Pool and International Core Equity Pool.

The Government Bond Pool was created pursuant to an amendment dated September 30, 2007 to Schedule A to the Amended and Restated DOT. Schedule A to the Master Declaration of Trust was amended on November 3, 2008 to establish Series I units for the Government Bond Pool.

The Scotia Canadian Bond Fund was created pursuant to an amendment dated August 17, 2009 to Schedule A to the Amended and Restated DOT.

On October 1, 1999, the declaration of trust with respect to each of the Money Market Fund, Income Fund, Dividend Fund, Canadian Equity Fund and U.S. Equity Fund was amended

to establish an additional series of units, on November 29, 2002 the declaration of trust of the Canadian Small Cap Fund was amended to establish an additional series of units, and on October 28, 2005 Schedule A to the Master Declaration of Trust with respect to the Mortgage Income Fund was amended to establish an additional series of units in each case called the Scotia Private Client units (which have been renamed “Series M” units), which are intended for sale to clients of the Manager and Scotiatrust.

On December 1, 1999, the declarations of trust respecting each of the Trust Funds that were created prior to September 20, 1999 were amended and restated to bring them into conformity with current administrative practices.

On November 30, 2000, the declaration of trust with respect to each of the Funds that was created prior to November 30, 2000 other than the T-Bill Fund, Premium T-Bill Fund, Money Market Fund and U.S. \$ Money Market Fund was amended to establish an additional series of units, the Series F units, which are offered for sale to investors who have fee based accounts with authorized brokers and dealers, including ScotiaMcLeod, a division of Scotia Capital Inc., or as otherwise permitted by the Manager.

On November 29, 2002, the declaration of trust of the Income Fund was amended to establish an additional series of units of the Fund, the Series I units.

On April 22, 2003, the declaration of trust with respect to each of the Mortgage Income Fund, Global Bond Fund, Dividend Fund, Canadian Growth Fund, Canadian Small Cap Fund, U.S. Equity Fund and International Equity Index Fund was also amended to establish Series I units.

Pinnacle Balanced Portfolio was created pursuant to a master declaration of trust dated April 22, 2005. On November 1, 2009, the master declaration of trust was assigned to the Manager by Scotia Capital Inc. On November 24, 2011, the Pinnacle Balanced Portfolio continued under the standard terms and conditions of the Master Declaration of Trust.

On April 22, 2005, the declarations of trust of the Scotia Wealth Pools were amended and restated by an amended and restated declaration of trust. On April 16, 2007, the amended and restated declaration of trust for the Scotia Wealth Pools was further amended and restated.

On April 23, 2007, the Master Declaration of Trust was amended and restated to facilitate the establishment of the IRC for the Trust Funds.

On December 22, 2008 the amended and restated master declaration of trust for the Scotia Wealth Pools was amended and restated to establish Class A, Class F and Class I units and to re-designate all prior series of units as Class A units. On August 2, 2011, the amended and restated master declaration of trust for the Scotia Wealth Pools was amended and restated to re-designate Class A units as Pinnacle Class units. And on November 24, 2011, the Scotia Wealth Pools were continued under the Master Declaration of Trust and all “classes” of units were re-designated as “series”.

On January 5, 2009, the Scotia INNOVA Portfolio Trusts were created by an amendment to Schedule A to the Master Declaration of Trust.

On September 8, 2010 a supplemental trust indenture to the amended and restated master declaration of trust for the Scotia Wealth Pools created Class I units of Income Pool, High Yield Income Pool, Canadian Value Pool, Canadian Mid Cap Pool, Canadian Growth Pool and U.S. Large Cap Growth Pool and Manager Class units of High Yield Income Pool and U.S. Mid Cap Value Pool.

On December 11, 2009, the Master Declaration of Trust and Schedule A thereto were amended to change the name of the “Scotia Private Client” series to “Manager Class” units and to remove the word “Cassels” from the names of certain of the Funds as described above.

On August 23, 2010, the Master Declaration of Trust and Schedule A thereto were amended to establish Global Balanced Fund, Dividend Balanced Fund, Global Dividend Fund, Short Term Bond Pool and Partners Income Portfolio.

The Emerging Markets Pool was created pursuant to a declaration of trust dated September 8, 2010.

On July 6, 2011, the Master Declaration of Trust and Schedule A thereto were amended to establish Scotia Income Advantage Fund and Scotia U.S. \$ Balanced Fund.

On August 2, 2011, the Master Declaration of Trust and Schedule A thereto were amended by Declaration of the Trustee to reflect the change of the name of Scotia Canadian Corporate Bond Fund to Scotia Private Canadian Corporate Bond Pool, Scotia Short-Mid Government Bond Fund to Scotia Private Short-Mid Government Bond Pool, Scotia Canadian Equity Fund to Scotia Private Canadian Equity Pool, Scotia North American Equity Fund to Scotia Private North American Equity Pool and Scotia International Equity Fund to Scotia Private International Core Equity Pool.

On November 24, 2011, pursuant to the Master Declaration of Trust and Schedule A thereto, Scotia Wealth Canadian Preferred Share Pool and Scotia Wealth U.S. Dividend Pool were created.

On March 12, 2012, Schedule A to the Master Declaration of Trust was amended to reflect the offering of Series I units of the Scotia Wealth Canadian Preferred Share Pool.

On May 11, 2012, Schedule A to the Master Declaration of Trust was amended to establish Series I units of Scotia Wealth U.S. Dividend Pool, the Series I units.

On November 19, 2012, the Master Declaration of Trust and Schedule A thereto were amended to establish Scotia Wealth Real Estate Income Pool, Scotia U.S. Dividend Fund and Scotia Selected Income Portfolio.

On July 11, 2013, Schedule A to the Master Declaration of Trust was amended to reflect the offering of Series M units of Scotia Income Advantage Fund.

On November 8, 2013, the Master Declaration of Trust and Schedule A thereto were amended to reflect the change of the name of Scotia Canadian Dividend Income Fund to Scotia Dividend Balanced Fund, Scotia Canadian Tactical Asset Allocation Fund to Scotia Balanced Opportunities Fund, Scotia Private North American Equity Pool to Scotia Private North American Dividend Pool, Scotia Selected Income & Modest Growth Portfolio to Scotia Selected Balanced

Income Portfolio, Scotia Selected Balanced Income & Growth Portfolio to Scotia Selected Balanced Growth Portfolio, Scotia Selected Moderate Growth Portfolio to Scotia Selected Growth Portfolio, Scotia Selected Aggressive Growth Portfolio to Scotia Selected Maximum Growth Portfolio, Scotia Partners Diversified Income Portfolio to Scotia Partners Income Portfolio, Scotia Partners Income & Modest Growth Portfolio to Scotia Partners Balanced Income Portfolio, Scotia Partners Balanced Income & Growth Portfolio to Scotia Partners Balanced Growth Portfolio, Scotia Partners Moderate Growth Portfolio to Scotia Partners Growth Portfolio and Scotia Partners Aggressive Growth Portfolio to Scotia Partners Maximum Growth Portfolio.

On December 30, 2013, Schedule A to the Master Declaration of Trust was amended to reflect the offering of Series I units of Scotia Short Term Bond Pool.

On January 15, 2014, the Master Declaration of Trust and Schedule A thereto were amended to establish Scotia Conservative Fixed Income Portfolio and Scotia Wealth Floating Rate Income Pool.

On September 12, 2014, Schedule A to the Master Declaration of Trust was amended to reflect the offering of Series D units of Scotia Diversified Monthly Income Fund, Scotia Income Advantage Fund, Scotia Canadian Balanced Fund, Scotia Dividend Balanced Fund, Scotia Diversified Balanced Fund, Scotia Global Balanced Fund, Scotia Canadian Bond Index Fund, Scotia Canadian Equity Index Fund, Scotia U.S. Equity Index Fund, Scotia Nasdaq Index Fund and Scotia International Equity Index Fund.

On November 19, 2014, the Master Declaration of Trust and Schedule A thereto were amended to establish the Scotia Aria Portfolios, with the exception of Aria Equity Build, Aria Equity Defend and Aria Equity Pay.

On June 1, 2015, the Master Declaration of Trust and Schedule A thereto were amended to establish Premium Payout Pool

On June 24, 2016, Schedule A to the Master Declaration of Trust was amended to reflect the offering of Series K units of Money Market Fund, Mortgage Income Fund, Income Fund, Corporate Bond Pool, Government Bond Pool, Short Term Bond Pool, Floating Rate Income Pool, Income Advantage Fund, Canadian Preferred Share Pool, Dividend Fund, Canadian Equity Pool, Canadian Small Cap Fund, North American Dividend Pool, U.S. Dividend Pool, Global Real Estate Pool, International Core Equity Pool, and High Yield Income Pool.

On November 14, 2016, the Master Declaration of Trust and Schedule A thereto were amended to establish Total Return Bond Pool, Global Credit Pool, Fundamental Canadian Equity Pool and Canadian All Cap Equity Pool and to reflect the offering of Series M units of U.S. \$ Money Market Fund, Bond Fund and Canadian Small Cap Pool.

On September 21, 2017, Schedule A to the Master Declaration of Trust was amended to establish Series M units of U.S. Large Cap Growth Pool.

On November 14, 2017, the Master Declaration of Trust and Schedule A thereto were amended to establish Global High Yield Pool and Global Infrastructure Pool and to change the names of Scotia Aria Conservative Defend Portfolio, Scotia Aria Moderate Defend Portfolio and Scotia Aria Progressive Defend Portfolio.

On September 27, 2018, Schedule A to the Master Declaration of Trust was amended to reflect the name change of Scotia Conservative Income Fund to Scotia Conservative Fixed Income Portfolio, the offering of Series M units by Scotia Diversified Monthly Income Fund and Scotia Wealth Global Equity Pool, the offering of Series F units by Scotia Wealth Global High Yield Pool, Scotia Wealth Emerging Markets Pool, Scotia Wealth Global Infrastructure Pool and Pinnacle Balanced Portfolio, and the offering of Series T units by Scotia Selected Income Portfolio, Scotia Selected Balanced Income Portfolio, Scotia Selected Balanced Growth Portfolio, Scotia Selected Growth Portfolio and Scotia Selected Maximum Growth Portfolio.

On October 9, 2018, the Master Declaration of Trust and Schedule A thereto were amended to establish 1832 AM U.S. \$ Investment Grade U.S. Corporate Bond Pool, 1832 AM International Growth Equity Pool, Scotia Aria Equity Build Portfolio, Scotia Aria Equity Defend Portfolio and Scotia Aria Equity Pay Portfolio.

On November 9, 2018, the Master Declaration of Trust and Schedule A thereto were amended to reflect the following name changes to be effective on November 16, 2018: Scotia Floating Rate Income Fund to Scotia Private Floating Rate Income Pool, Scotia Short Term Bond Fund to Scotia Private Short Term Bond Pool, Scotia Canadian Blue Chip Fund to Scotia Canadian Equity Fund, Scotia U.S. Blue Chip Fund to Scotia U.S. Equity Fund, Scotia International Value Fund to Scotia International Equity Fund and Scotia Global Opportunities Fund to Scotia Global Equity Fund.

On November 14, 2019, the Master Declaration of Trust and Schedule A thereto were amended to establish Scotia Wealth High Yield Bond Pool and Scotia Wealth World Infrastructure Pool, and to reflect the name change of 1832 AM Investment Grade U.S. Corporate Bond Pool to 1832 AM U.S. \$ Investment Grade U.S. Corporate Bond Pool.

On January 15, 2020, Schedule A to the Master Declaration of Trust was amended to reflect the name change of Scotia Private Options Income Pool to Scotia Private Premium Payout Pool and the offering of Series K and Series M units by 1832 AM U.S. \$ Investment Grade U.S. Corporate Bond Pool, Scotia U.S. \$ Bond Fund and Scotia Wealth World Infrastructure Pool.

On January 22, 2020, the Master Declaration of Trust and Schedule A thereto were amended to establish 1832 AM Investment Grade Canadian Corporate Bond Pool, Scotia Wealth Canadian Core Bond Pool and 1832 AM Emerging Markets Equity Pool.

On July 30, 2020, Schedule A to the Master Declaration of Trust was amended to reflect the offering of Pinnacle Series units by Scotia Money Market Fund and the offering of Series I units by Scotia Wealth Global High Yield Pool, Scotia Wealth Global Infrastructure Pool and Scotia Wealth Canadian Core Bond Pool.

On October 29, 2020, the Master Declaration of Trust and Schedule A thereto were amended to establish Scotia Low Carbon Canadian Fixed Income Fund, Scotia Low Carbon Global Balanced Fund and Scotia Low Carbon Global Equity Fund, and to reflect the following name changes to be effective on November 6, 2020: Scotia Bond Fund to Scotia Canadian Bond Fund, Scotia Balanced Opportunities Fund to Scotia Diversified Balanced Fund, Scotia European Fund to Scotia European Equity Fund, Scotia Canadian Index Fund to Scotia Canadian Equity Index Fund, Scotia U.S. Index Fund to Scotia U.S. Equity Index Fund and Scotia International Index Fund to Scotia International Equity Index Fund.

On May 21, 2021, the Master Declaration of Trust and Schedule A thereto were amended to reflect (i) the name changes of the following funds by replacing “Scotia Private” with “1832 AM”: 1832 AM Global Credit Pool, 1832 AM Canadian All Cap Equity Pool, 1832 AM Fundamental Canadian Equity Pool and 1832 AM International Growth Equity Pool; (ii) the name changes of the following funds by replacing “Scotia Private” with “Scotia Wealth”: Scotia Wealth American Core-Plus Bond Pool, Scotia Wealth Canadian Core Bond Pool, Scotia Wealth Canadian Corporate Bond Pool, Scotia Wealth Canadian Preferred Share Pool, Scotia Wealth Floating Rate Income Pool, Scotia Wealth Global High Yield Pool, Scotia Wealth High Yield Bond Pool, Scotia Wealth High Yield Income Pool, Scotia Wealth Income Pool, Scotia Wealth Short-Mid Government Bond Pool, Scotia Wealth Short Term Bond Pool, Scotia Wealth Total Return Bond Pool, Scotia Wealth Strategic Balanced Pool, Scotia Wealth Canadian Equity Pool, Scotia Wealth Canadian Growth Pool, Scotia Wealth Canadian Mid Cap Pool, Scotia Wealth Canadian Small Cap Pool, Scotia Wealth Canadian Value Pool, Scotia Wealth North American Dividend Pool, Scotia Wealth Real Estate Income Pool, Scotia Wealth U.S. Dividend Pool, Scotia Wealth U.S. Large Cap Growth Pool, Scotia Wealth U.S. Mid Cap Value Pool, Scotia Wealth U.S. Value Pool, Scotia Wealth Emerging Markets Pool, Scotia Wealth International Core Equity Pool, Scotia Wealth International Equity Pool, Scotia Wealth International Small to Mid Cap Value Pool, Scotia Wealth Global Equity Pool, Scotia Wealth Global Infrastructure Pool, Scotia Wealth Global Real Estate Pool, Scotia Wealth World Infrastructure Pool and Scotia Wealth Premium Payout Pool; and (iii) the name change of Scotia Emerging Markets Equity Fund to 1832 AM Emerging Markets Equity Pool.

Master Management Agreement

The Master Management Agreement is between the Manager, as the manager, the Corporation on behalf of the Corporate Funds, the LP Funds by their respective general partners, and 1832 LP, in its capacity as trustee of the Trust Funds, with effect for each Fund as of the date it was created. The initial term of the Manager in respect of a Fund is five years and is automatically renewed for a further five years unless terminated in accordance with the provisions of the Agreement. The Master Management Agreement may be terminated at any time by the Manager giving at least 90 days’ prior notice to a Fund of such termination and by the trustee of a Trust Fund or the Board in respect of a Corporate Fund or the general partner of an LP Fund with securityholder approval on 90 days’ written notice to the Manager prior to the expiry of the term or at any time by the trustee of the Trust Funds, the Board in respect of Corporate Funds or the general partners of LP Funds if bankruptcy or insolvency or other proceedings relating to the Manager are commenced and such proceedings are not stayed within 60 days.

Master Distributorship Agreements

The master distributorship agreement, as amended and restated as of May 18, 2012, and as may be amended from time to time (the “**SSI Master Distributorship Agreement**”), is between Scotia Securities Inc. and the Manager on behalf of each Fund in respect of the Series A and Series T shares of the Corporate Funds, and in respect of the Series A (excluding Series A units of the Pinnacle Balanced Portfolio), Series F (excluding Series F units of the Pinnacle Balanced Portfolio and Scotia Wealth Pools), Series T, Premium Series, Premium TL Series, Premium T Series and Premium TH Series units of the Trust Funds, with effect for each such Fund as of the date the Fund was created. Provided that the terms of the SSI Master Distributorship Agreement are satisfied, Scotia Securities Inc. may appoint participating dealers. The SSI Master Distributorship Agreement may be terminated at any time upon the request of the distributor or by agreement of

the distributor and the Manager, or after six months following a securityholders' meeting approving the termination.

The master distributorship agreement, as amended and restated as of June 24, 2016, and as may be amended from time to time (the "**Scotia Capital Master Distributorship Agreement**"), is between Scotia Capital Inc. and the Manager on behalf of each Trust Fund in respect of the Series A and Series F units of the Pinnacle Balanced Portfolio, Series F units of the Scotia Wealth Pools, Series K and Pinnacle Series units of the Trust Funds, with effect for each such Trust Fund as of the date the Trust Fund was created. The Scotia Capital Master Distributorship Agreement may be terminated at any time on 60 days' notice by either party to the other party.

Custodian Agreements

Except as set out below, State Street Trust Company Canada ("**State Street**"), Toronto, Ontario acts as custodian of each Fund's portfolio securities pursuant to a custodian agreement, as amended and restated April 27, 2004, and as may be amended from time to time (the "**State Street Custodian Agreement**"). The State Street Custodian Agreement permits State Street to appoint sub-custodians on the same terms and conditions it has with the funds, and may be terminated by either party giving at least 90 days' prior notice to the other of such termination. Except as set out below, State Street Bank and Trust Company ("**SSBTC**"), Boston, Massachusetts, U.S.A. acts as principal sub-custodian of the Funds.

Scotiabank acts as custodian of the portfolio securities of Dividend Class, Canadian Equity Blend Class, U.S. Equity Blend Class, Global Dividend Class, International Equity Blend Class, Conservative Fixed Income Portfolio, Low Carbon Balanced Fund, Scotia Selected Portfolios, Scotia Partners Portfolios, Scotia INNOVA Portfolios, Scotia Aria Portfolios and Pinnacle Portfolios, pursuant to the custodian agreement, as amended and restated on January 15, 2014, and as further amended from time to time (the "**Scotiabank Custodian Agreement**"), between each applicable Fund, the Manager and Scotiabank. The applicable Funds pay all reasonable fees and expenses of Scotiabank for custodial services, including safekeeping and administrative services. The Scotiabank Custodian Agreement permits Scotiabank to appoint sub-custodians on the same terms and conditions it has with each of the Funds, and may be terminated by either party giving at least 60 days' prior notice to the other of such termination. As of the date of this annual information form, The Bank of New York, New York, U.S.A., acts as principal sub-custodian of the Funds for which Scotiabank is custodian.

In the event a Fund holds physical precious metals, RCM, Ottawa, Ontario will act as custodian for these assets pursuant to a Precious Metal Storage and Custody Agreement, dated March 10, 2021 (the "**Precious Metals Custodian Agreement**"). The Precious Metals Custodian Agreement permits RCM to appoint sub-custodians on the same terms and conditions it has with the Funds, and may be terminated by either party giving at least 60 days' prior notice to the other party of such termination. IDS Canada, Toronto, Ontario, acts as principal sub-custodian for assets of the Funds held pursuant to the Precious Metals Custodian Agreement.

Securities Lending Agent Agreements

In the event a Fund, for which State Street acts as custodian, engages in a securities lending, repurchases or reverse repurchase transaction then SSBTC will be appointed as the Fund's securities lending agent.

In the event a Fund, for which Scotiabank acts as custodian, engages in a securities lending, repurchases or reverse repurchase transaction then Scotiabank will be appointed as the Fund's securities lending agent.

The agreements entered into with the securities lending agents are expected to provide that:

- collateral equal to 102% of the market value of the loaned securities will be required to be delivered in connection with a securities lending transaction;
- the Fund will indemnify and hold harmless the securities lending agent from any loss or liability (including the reasonable fees and disbursements of counsel) incurred by the securities lending agent in rendering services under the agreement or in connection with any breach of the terms of the agreement or any loan by the Fund or the Manager on behalf of the Fund, except such loss or liability which results from the security lending agent's failure to exercise the standard of care required by the agreement; and
- the agreement can be terminated by any party on 5 business days' written notice.

Investment Advisory Agreements

Allianz is the portfolio advisor to the Global High Yield Pool pursuant to an investment advisory agreement dated as of December 8, 2017, as amended on December 20, 2017.

Axiom International Investors LLC is the portfolio sub-advisor to 1832 AM International Growth Equity Pool and 1832 AM Emerging Markets Equity Pool pursuant to an investment advisory agreement dated as of October 15, 2018, as amended on February 10, 2020.

Baillie Gifford is the portfolio advisor to the Global Growth Fund pursuant to an investment advisory agreement dated as of October 1, 2014.

Barrantagh is the portfolio advisor to the Canadian Mid Cap Pool pursuant to an investment advisory agreement dated as of June 1, 2017.

CCLIM is the portfolio advisor to the Diversified Balanced Fund pursuant to an investment advisory agreement dated as of January 26, 2004, as amended October 3, 2011.

Coho is the portfolio advisor of the U.S. Value Pool pursuant to an investment advisory agreement dated as of July 5, 2016.

First Sentier is the portfolio advisor to the Global Infrastructure Pool pursuant to an investment advisory agreement dated as of January 15, 2018.

Guardian is the portfolio advisor of High Yield Income Pool pursuant to an investment advisory agreement dated as of September 3, 1997.

HCM is the portfolio advisor of the U.S. Mid Cap Value Pool pursuant to an investment advisory agreement dated as of October 3, 2011.

Harding is the portfolio advisor of the Global Equity Pool pursuant to an investment advisory agreement dated as of September 3, 1997.

Hillsdale is the portfolio advisor of the Canadian All Cap Equity Pool pursuant to an investment advisory agreement dated as of November 18, 2016.

Jarislowsky, Fraser is the portfolio advisor of the Fundamental Canadian Equity Pool, Emerging Markets Equity Pool, Low Carbon Fixed Income Fund, Low Carbon Balanced Fund and Low Carbon Equity Fund pursuant to an investment advisory agreement dated as of November 18, 2016, as amended on July 24, 2020 and as will be amended.

Jensen is the portfolio advisor of the U.S. Opportunities Fund pursuant to an investment advisory agreement dated as of January 19, 2021.

Lazard is the portfolio advisor of the International Equity Pool pursuant to an investment advisory agreement dated as of January 21, 2021.

Lincluden is the portfolio advisor of the Strategic Balanced Pool pursuant to an investment advisory agreement dated as of February 2, 2015.

MAM is the portfolio Advisor of the Canadian Growth Pool pursuant to an investment advisory agreement dated as of September 3, 1997.

MetLife is the portfolio advisor of the American Core-Plus Bond Pool pursuant to an investment advisory agreement dated as of November 1, 2007.

MFS is the portfolio advisor of the Global Real Estate Pool pursuant to an investment advisory agreement dated as of September 25, 2020.

PIMCO is the portfolio advisor of the Global Credit Pool pursuant to an investment advisory agreement dated as of December 5, 2016.

Polen Capital is the portfolio advisor of the U.S. Large Cap Growth Pool pursuant to an investment advisory agreement dated as of January 2, 2014.

Scheer Rowlett is the portfolio advisor to the Canadian Value Pool pursuant to an investment advisory agreement dated as of February 5, 2009.

State Street is the portfolio advisor to the Canadian Bond Index Fund, Canadian Equity Index Fund, U.S. Equity Index Fund, International Equity Index Fund, CanAm Index Fund and Nasdaq Index Fund pursuant to an amended and restated investment advisory agreement dated as of January 25, 2008, as amended.

VBA is the portfolio advisor to the Canadian Small Cap Pool pursuant to an investment advisory agreement effective August 1, 2013.

Victory is the portfolio advisor of the International Small to Mid Cap Pool pursuant to an investment advisory agreement dated as of November 1, 2007.

Wellington is the portfolio advisor of the Emerging Markets Pool pursuant to an investment advisory agreement dated as of October 8, 2020.

Fund Mergers

Effective July 12, 2019, Scotia Latin American Fund and Scotia Pacific Rim Fund merged with Scotia International Equity Fund.

Effective September 13, 2013, Scotia Private Advantaged Income Pool merged with Scotia Income Advantage Fund, Scotia Global Climate Change Fund merged with Scotia Global Growth Fund, Scotia Vision Conservative 2010 Portfolio and Scotia Vision Aggressive 2010 Portfolio merged with Scotia Selected Income Portfolio, Scotia Vision Conservative 2015 Portfolio, Scotia Vision Aggressive 2015 Portfolio and Scotia Vision Conservative 2020 Portfolio merged with Scotia Selected Balanced Income Portfolio, Scotia Vision Aggressive 2020 Portfolio and Scotia Vision Conservative 2030 Portfolio merged with Scotia Selected Balanced Growth Portfolio and Scotia Vision Aggressive 2030 Portfolio merged with Scotia Selected Growth Portfolio.

Effective April 20, 2007, Scotia Young Investors Fund merged with Global Growth Fund and Capital U.S. Small Companies Fund merged with Global Small Cap Fund.

Effective December 9, 2005, Scotia Selected Conservative Growth RSP Fund merged with Selected Growth Portfolio, Scotia Selected Aggressive Growth RSP Fund merged with Selected Maximum Growth Portfolio, Capital U.S. Large Companies RSP Fund merged with U.S. Opportunities Fund, Capital International Large Companies RSP Fund merged with International Value Fund (now International Equity Fund), Capital Global Discovery RSP Fund merged with Global Opportunities Fund (now Global Equity Fund) and Capital Global Small Companies RSP Fund merged with Global Small Cap Fund.

Effective December 15, 2001, Scotia Canadian Short-Term Income Fund merged with Mortgage Income Fund, Scotia Global Income Fund merged with Global Bond Fund, Scotia Canadian Mid-Large Cap Fund merged with Canadian Blue Chip Fund (now Canadian Equity Fund) and Scotia Emerging Markets Fund merged with Latin American Fund (now merged with International Equity Fund).

Effective October 24, 1998, Scotia Excelsior Money Market Fund merged with National Trust Money Market Fund, Scotia Excelsior Income Fund merged with National Trust Canadian Bond Fund, Scotia Excelsior Dividend Fund merged with National Trust Dividend Fund and Scotia Excelsior International Fund merged with National Trust International Equity Fund. Each of the Funds adopted a name utilizing the word "Scotia". Effective October 24, 1998, Scotia Securities Inc. replaced National Trust as the trustee and manager of each of the above National Trust funds.

In October 1995, Scotia Global Growth Fund merged with Montreal Trust Excelsior Fund International Section and was renamed Scotia Excelsior International Fund (now Global Growth Fund, following the merger with National Trust International Equity Fund).

In October 1995, Montreal Trust Excelsior Fund - Money Market Section merged with Scotia Money Market Fund and was re-named Scotia Excelsior Money Market Fund (now Money Market Fund, following the merger with National Trust Money Market Fund).

In October 1995, Montreal Trust Excelsior Fund - Income Section merged with Scotia Income Fund and was re-named Scotia Excelsior Income Fund (now Income Fund, following the merger with National Trust Canadian Bond Fund).

Change of Investment Objectives

On November 30, 2001, Resource Fund changed its investment objectives following the receipt of unitholder approval on October 1, 2001. The current investment objectives of the Resource Fund are set out in the simplified prospectus of the Fund.

On April 20, 2007, the U.S. Opportunities Fund, International Equity Fund, Global Equity Fund and Global Small Cap Fund changed their investment objectives following the receipt of unitholder approval on April 5, 2007. The current investment objectives of these Funds are set out in the simplified prospectus of the Funds.

On September 4, 2015 U.S. \$ Bond Fund changed its investment objectives following the receipt of unitholder approval on August 27, 2015. The current investment objectives of the U.S. \$ Bond Fund are set out in the simplified prospectus of the Fund.

Legal and Administrative Proceedings

The Manager is not aware of any material litigation outstanding, threatened or pending by or against the Funds, the Manager or the Trustee.

The Manager entered into a settlement agreement with the Ontario Securities Commission (the “OSC”) on April 24, 2018 (the “**Settlement Agreement**”). The Settlement Agreement states that, between November 2012 and October 2017, the Manager failed to (i) comply with National Instrument 81-105 *Mutual Fund Sales Practices* (“**NI 81-105**”) by not meeting the minimum standards of conduct expected of industry participants in relation to certain sales practices; (ii) have systems of controls and supervision over sales practices sufficient to provide reasonable assurances the Manager was complying with its obligations under NI 81-105; and (iii) maintain adequate books, records and other documents to demonstrate compliance with NI 81-105. The Manager agreed to (i) pay an administrative penalty of \$800,000 to the OSC; (ii) submit to a review of its sales practices, procedures and controls by an independent consultant; and (iii) pay costs of the OSC’s investigation in the amount of \$150,000. Other than the foregoing, the Manager has had no disciplinary history with any securities regulator.

Related Party Transactions

The Manager receives management fees and, where applicable, administration fees from the Funds as described above under *The Manager*. The fees received by the Manager are disclosed in the financial statements of the Funds.

SMC administers mortgages purchased by the Mortgage Income Fund pursuant to a mortgage sales and servicing agreement between the Mortgage Income Fund and SMC dated September 23, 1992, as amended from time to time. In consideration of the mortgage administration services provided by SMC, the Mortgage Income Fund pays SMC a fee equal to an annualized rate of 0.15% of the average NAV of the mortgages held by that Fund.

Scotiabank may earn some income as a result of the purchase by the Money Market Fund or U.S. \$ Money Market Fund of certificates of deposit or short-term paper issued or guaranteed by Scotiabank or the purchase of mortgages from Scotiabank or SMC. When mortgages are sold by SMC to the Mortgage Income Fund or when certificates of deposit or short-term paper issued or guaranteed by Scotiabank are purchased by the Money Market Fund or U.S. \$ Money Market Fund, they will be sold at commercial rates available on an arm's length basis. Such purchases by the Money Market Fund or U.S. \$ Money Market Fund will not be of a substantial quantity and will not result in a substantial benefit to Scotiabank.

Scotiabank may earn some income as a result of providing custodial services, including safekeeping and administrative services, and securityholder recordkeeping services to the Funds and as a result of acting as agent in respect of securities lending, repurchase and reverse repurchase transactions.

The Manager will earn income as a result of providing portfolio management services to certain Funds. Scotia Capital Inc. will earn brokerage fees as a result of providing trade execution services for certain Funds from time to time.

Funds that invest in underlying funds that are managed by the Manager or an associate or affiliate of the Manager will not vote any of the securities of those underlying funds. The Manager may, however, arrange for securityholders to vote their share of those securities.

Portfolio Advisor Changes

Prior to January 19, 2021, Strategic Global Advisors, LLC was the portfolio advisor to International Equity Pool

Prior to January 19, 2021, 1832 Asset Management L.P. was the primary portfolio advisor to U.S. Opportunities Fund and there was no sub-advisor.

.Prior to October 13, 2020, LMCG Investments, LLC was the portfolio advisor to Emerging Markets Pool.

Prior to September 25, 2020, Macquarie Investment Management (formerly Delaware Investment Advisers) was the portfolio advisor to Global Real Estate Pool.

Prior to July 16, 2018, Hermes European Equities Limited was the portfolio advisor to European Equity Fund.

Prior to November 1, 2016, Beutel Goodman & Company Ltd. was the portfolio advisor to the Income Fund.

Prior to August 12, 2016, CI Investments Inc. was the portfolio advisor to the Global Balanced Fund, the Global Dividend Fund, the Global Dividend Class and U.S. Dividend Fund.

Prior to February 2, 2015, Thornburg Investment Management, Inc. was the portfolio advisor to International Core Equity Pool.

Prior to January 2, 2014, Trilogy Global Advisors, LLC was portfolio advisor to the Emerging Markets Pool.

Prior April 1, 2013, Fiera Capital Corporation was portfolio advisor to the Income Pool.

From February 21, 2012 (on or about) to January 27, 2014 (on or about) Aurion Capital Management Inc. was a sub-advisor to the INNOVA Income Portfolio and INNOVA Balanced Income Portfolio.

Prior to March 16, 2011, the Manager was the portfolio advisor to CanAm Index Fund and Nasdaq Index Fund.

Prior to March 8, 2011, Pzena Investment Management, LLC was the portfolio advisor to International Equity Fund.

Prior to March 8, 2011, GlobeFlex Capital L.P. was the portfolio advisor to Global Small Cap Fund.

Prior to March 8, 2011, Thornburg Investment Management, Inc. was the portfolio advisor to Global Equity Fund.

Prior to March 8, 2011, GCIC Ltd. was the portfolio advisor to U.S. Opportunities Fund.

Prior to December 31, 2010, Metropolitan West was the portfolio advisor to U.S. Opportunities Fund.

Prior to August 30, 2010, AllianceBernstein Canada, Inc. was the portfolio advisor to European Equity Fund.

Prior to November 1, 2009, Scotia Capital Inc. was the portfolio advisor to the Scotia Selected Portfolios and Scotia Partners Portfolios.

Prior to November 1, 2009, Scotia Cassels Investment Counsel limited was the portfolio advisor to the T-Bill Fund, Premium T-Bill Fund, Money Market Fund, U.S. \$ Money Market Fund, Mortgage Income Fund, Income Fund, U.S. \$ Bond Fund, Global Bond Fund, Government Bond Pool, Corporate Bond Pool, Monthly Income Fund, Balanced Fund, Dividend Fund, Canadian Equity Pool, Canadian Equity Fund, Canadian Growth Fund, Canadian Small Cap Fund, Resource Fund, North American Dividend Pool, U.S. Equity Fund, CanAm Index Fund, Nasdaq Index Fund and International Core Equity Pool.

Prior to September 5, 2009, Aurion Capital Management Inc. was portfolio advisor to the Canadian Growth Pool.

Prior to August 5, 2009, Connor, Clark & Lunn Investment Management Ltd. was portfolio advisor to the Strategic Balanced Pool. And prior to February 2, 2015, Gryphon Investment counsel Inc. was portfolio advisor to this Fund.

Prior to February 5, 2009, BonaVista Asset Management Ltd. was portfolio advisor to the Canadian Value Pool.

Prior to June 1, 2017, CCLIM was portfolio advisor to the Canadian Mid Cap Pool. Prior to January 2, 2008, Foyston, Gordon & Payne Inc. was portfolio advisor to this Fund. And prior to October 3, 2011, Montrusco Bolton Investments Inc. was portfolio advisor to this Fund.

Prior to November 1, 2007, Delaware Investment Advisors (now Macquarie) was portfolio advisor to the American Core-Plus Bond Pool.

Prior to November, 1 2007, The Boston Company Asset Management, LLC was portfolio advisor to the International Small to Mid Cap Value Pool.

Prior to April 23, 2007, Capital International Asset Management (Canada), Inc. was the portfolio advisor to the U.S. Opportunities Fund, International Equity Fund, Global Equity Fund and Global Small Cap Fund and prior to October 29, 2004, Scotia Capital Inc. was the portfolio advisor to these Funds.

Prior to October 22, 2007, AllianceBernstein Canada, Inc. was portfolio advisor to the Global Real Estate Pool. Prior to July 1, 2009, Citigroup Alternative Investments LLC was portfolio advisor to this Fund. Prior to December 7, 2010, Forum Partners Europe (UK) LLP was portfolio advisor to this Fund. Prior to December 28, 2011, FSX Securities Canada, Inc. was Portfolio advisor to this Fund. And prior to April 1, 2015 CBRE Clarion Securities, LLC was portfolio advisor to this Fund.

Prior to February 19, 2007, Capital International Asset Management (Canada), Inc. was the portfolio advisor to the Global Growth Fund.

Prior to June 27, 2005, Bank of Ireland Asset Management (U.S.) Limited was the portfolio advisor to the European Equity Fund.

Prior to March 21, 2005, State Street Research and Management Company was portfolio advisor to the U.S. Mid Cap Value Pool. Prior to October 3, 2005, BlackRock Financial Management, Inc. was portfolio advisor to this Fund. Prior to October 3, 2011, Integrity Asset Management, LLC was portfolio advisor to this Fund. And prior to May 1, 2014, Cramer, Rosenthal McGlynn was Portfolio advisor to this Fund.

Prior to March 21, 2005, Bank of Ireland Asset Management (U.S.) Limited was portfolio advisor to the International Equity Pool. Prior to January 6, 2009, Wellington Management Company, LLC was portfolio advisor to this Fund. And prior to February 2, 2015, Thornburg Investment Management, Inc. was Portfolio advisor to this Fund.

Prior to January 26, 2004, Montrusco Bolton Investments Inc. was the portfolio advisor to the Diversified Balanced Fund and Global Growth Fund.

Prior to March 17, 2003, Scotia Cassels Investment Counsel Limited was the portfolio advisor to the European Equity Fund.

Prior to December 2, 2002, Equinox Capital Management, LLC was portfolio advisor to U.S. Value Pool. Prior to April 29, 2011, Metropolitan West Capital Management, LLC was portfolio advisor to this Fund. And prior to July 5, 2016, Herndon Capital Management, LLC was portfolio advisor to this Fund.

Prior to December 2, 2002, Dresner RCM Global Investors, LLC was portfolio advisor to U.S. Large Cap Growth Pool. And prior to January 2, 2014, American Century Investment Management, Inc. was portfolio advisor to this Fund.

Prior to March 1, 2002, Barclays Global Investors Canada Limited was the portfolio advisor to the Canadian Bond Index Fund, Canadian Equity Index Fund, U.S. Equity Index Fund and International Equity Index Fund.

Prior to September 18, 2001, Montrusco Bolton Investments Inc. was the portfolio advisor to the Canadian Growth Fund and Scotia Cassels Investment Counsel Limited was the portfolio advisor to the Canadian Bond Index Fund, Canadian Equity Index Fund, U.S. Equity Index Fund and International Equity Index Fund.

Prior to October 3, 2005, UBS Global Asset Management (Canada) Co. was the portfolio advisor to this Fund.

Prior to December 16, 1997, Ultravest Asset Management Counsellors Inc. was portfolio advisor to Canadian Small Cap Pool. Prior to December 2, 2002, Acuity Investment Management, Inc. was portfolio advisor to this Fund. And prior to August 1, 2013, Mawer Investment Management Ltd was portfolio advisor to this Fund.

Fund Manager Changes

Prior to October 24, 1998, Income Fund, Global Bond Fund, Balanced Fund, Dividend Fund, Canadian Equity Index Fund, Canadian Small Cap Fund and U.S. Equity Index Fund were managed by National Trust Company.

Prior to October 1, 1995, Diversified Balanced Fund, Canadian Growth Fund and Global Growth Fund were managed by Montreal Trust Company of Canada.

Prior to November 1, 2009, the Scotia Wealth Pools and Pinnacle Portfolios were managed by ScotiaMcLeod.

Auditor, Transfer Agent and Registrar

PricewaterhouseCoopers LLP, Chartered Professional Accountants, PwC Tower, 18 York Street, Suite 2600, Toronto, Ontario, M5J 0B2, is the auditor of the Funds.

The auditor of the Funds may only be changed with the approval of the IRC and upon providing securityholders of the Funds with 60 days' advance written notice and as permitted by applicable securities laws, and, for the Trust Funds, in accordance with the provisions of the Master Declaration of Trust for the Trust Funds.

The Manager acts as the registrar and transfer agent for the Funds, with the exception of Series F and Series I units of the Scotia Wealth Pools, Series K and Pinnacle Series units of the Funds, and the Pinnacle Balanced Portfolio. The Manager has made arrangements to have certain registrar and transfer agency functions performed by Scotiabank.

International Financial Data Services (Canada) Limited acts as registrar for the Series F and Series I units of the Scotia Wealth Pools, Series K and Pinnacle Series units of the Funds, and the Pinnacle Balanced Portfolio.

CERTIFICATE OF THE TRUST FUNDS AND THE MANAGER AND PROMOTER OF THE TRUST FUNDS

May 21, 2021

1832 AM Global Credit Pool	Scotia Wealth North American Dividend Pool	Scotia Aria Progressive Build Portfolio
1832 AM Investment Grade Canadian Corporate Bond Pool	Scotia U.S. Dividend Fund	Scotia Aria Progressive Defend Portfolio
1832 AM U.S. \$ Investment Grade U.S. Corporate Bond Pool	Scotia Wealth U.S. Dividend Pool	Scotia Aria Progressive Pay Portfolio
Scotia T-Bill Fund	Scotia U.S. Equity Fund	Scotia Aria Equity Build Portfolio
Scotia Premium T-Bill Fund	Scotia U.S. Opportunities Fund	Scotia Aria Equity Defend Portfolio
Scotia Money Market Fund	Scotia Wealth International Core Equity Pool	Scotia Aria Equity Pay Portfolio
Scotia U.S. \$ Money Market Fund	1832 AM Emerging Markets Equity Pool	Scotia INNOVA Income Portfolio
Scotia Wealth Short Term Bond Pool	1832 AM International Growth Equity Pool	Scotia INNOVA Balanced Income Portfolio
Scotia Income Advantage Fund	Scotia European Equity Fund	Scotia INNOVA Balanced Growth Portfolio
Scotia Low Carbon Canadian Fixed Income Fund	Scotia International Equity Fund	Scotia INNOVA Growth Portfolio
Scotia Wealth Short-Mid Government Bond Pool	Scotia Global Dividend Fund	Scotia INNOVA Maximum Growth Portfolio
Scotia Mortgage Income Fund	Scotia Global Equity Fund	Scotia Wealth Income Pool
Scotia Canadian Bond Fund	Scotia Global Growth Fund	Scotia Wealth Global High Yield Pool
Scotia Canadian Income Fund	Scotia Global Small Cap Fund	Scotia Wealth High Yield Bond Pool
Scotia Wealth Canadian Corporate Bond Pool	Scotia Low Carbon Global Equity Fund	Scotia Wealth High Yield Income Pool
Scotia U.S. \$ Bond Fund	Scotia Wealth Real Estate Income Pool	Scotia Wealth American Core-Plus Bond Pool
Scotia Global Bond Fund	Scotia Canadian Bond Index Fund	Scotia Wealth Strategic Balanced Pool
Scotia Conservative Fixed Income Portfolio	Scotia Canadian Equity Index Fund	Scotia Wealth Canadian Core Bond Pool
Scotia Wealth Floating Rate Income Pool	Scotia U.S. Equity Index Fund	Scotia Wealth Canadian Value Pool
Scotia Wealth Total Return Bond Pool	Scotia CanAm Index Fund	Scotia Wealth Canadian Mid Cap Pool
Scotia Diversified Monthly Income Fund	Scotia Nasdaq Index Fund	Scotia Wealth Canadian Growth Pool
Scotia Canadian Balanced Fund	Scotia International Equity Index Fund	Scotia Wealth Canadian Small Cap Pool
Scotia Dividend Balanced Fund	Scotia Wealth Premium Payout Pool	Scotia Wealth U.S. Value Pool
Scotia Diversified Balanced Fund	Scotia Selected Income Portfolio	Scotia Wealth U.S. Large Cap Growth Pool
Scotia Global Balanced Fund	Scotia Selected Balanced Income Portfolio	Scotia Wealth U.S. Mid Cap Value Pool
Scotia Low Carbon Global Balanced Fund	Scotia Selected Balanced Growth Portfolio	Scotia Wealth International Equity Pool
Scotia U.S. \$ Balanced Fund	Scotia Selected Growth Portfolio	Scotia Wealth International Small to Mid Cap Value Pool
Scotia Wealth Canadian Preferred Share Pool	Scotia Selected Maximum Growth Portfolio	Scotia Wealth Emerging Markets Pool
1832 AM Canadian All Cap Equity Pool	Scotia Partners Income Portfolio	Scotia Wealth Global Equity Pool
1832 AM Fundamental Canadian Equity Pool	Scotia Partners Balanced Income Portfolio	Scotia Wealth Global Infrastructure Pool
Scotia Canadian Dividend Fund	Scotia Partners Balanced Growth Portfolio	Scotia Wealth Global Real Estate Pool
Scotia Canadian Equity Fund	Scotia Partners Growth Portfolio	Scotia Wealth World Infrastructure Pool
Scotia Wealth Canadian Equity Pool	Scotia Partners Maximum Growth	Pinnacle Balanced Portfolio
Scotia Canadian Growth Fund	Scotia Aria Conservative Build Portfolio	
Scotia Canadian Small Cap Fund	Scotia Aria Conservative Defend Portfolio	
Scotia Resource Fund	Scotia Aria Conservative Pay Portfolio	
	Scotia Aria Moderate Build Portfolio	
	Scotia Aria Moderate Defend Portfolio	
	Scotia Aria Moderate Pay Portfolio	

(collectively, the “Trust Funds”)

This annual information form, together with the 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 all provinces and territories of Canada and do not contain any misrepresentations.

"Neal Kerr"

Neal Kerr

President (*Signing in the capacity of
Chief Executive Officer*)
1832 Asset Management G.P. Inc., as general
partner for and on behalf of 1832 Asset
Management L.P., as manager, trustee and
promoter of the Trust Funds

"Gregory Joseph"

Gregory Joseph

Chief Financial Officer
1832 Asset Management G.P. Inc., as general
partner for and on behalf of 1832 Asset
Management L.P., as manager, trustee and
promoter of the Trust Funds

ON BEHALF OF

the Board of Directors of 1832 Asset Management G.P. Inc., as general partner for and on behalf of 1832
Asset Management L.P., as manager, trustee and promoter of the Trust Funds

"John Pereira"

John Pereira

Director

"Jim Morris"

Jim Morris

Director

**CERTIFICATE OF THE CORPORATE FUNDS AND THE MANAGER AND
PROMOTER OF THE CORPORATE FUNDS**

May 21, 2021

Scotia Canadian Dividend Class
Scotia Canadian Equity Blend Class
Scotia U.S. Equity Blend Class
Scotia Global Dividend Class
Scotia INNOVA Income Portfolio Class
Scotia INNOVA Balanced Income Portfolio Class
Scotia INNOVA Balanced Growth Portfolio Class
Scotia INNOVA Growth Portfolio Class
Scotia INNOVA Maximum Growth Portfolio Class
Scotia International Equity Blend Class
Scotia Partners Balanced Income Portfolio Class
Scotia Partners Balanced Growth Portfolio Class
Scotia Partners Growth Portfolio Class
Scotia Partners Maximum Growth Portfolio Class
(collectively, the “**Corporate Funds**”)

This annual information form, together with the 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 all provinces and territories of Canada and do not contain any misrepresentations.

“Neal Kerr”

Neal Kerr

Chairman and President

*(Signing in the capacity of Chief Executive
Officer)*

Scotia Corporate Class Inc.

“Gregory Joseph”

Gregory Joseph

Chief Financial Officer

Scotia Corporate Class Inc.

ON BEHALF OF

the Board of Directors of Scotia Corporate Class Inc.

“Anna Tung”

Anna Tung

Director

“Jim Morris”

Jim Morris

Director

“Neal Kerr”

Neal Kerr

President (*Signing in the capacity of Chief Executive Officer*) 1832 Asset Management G.P. Inc., as general partner for and on behalf of 1832 Asset Management L.P., as manager and promoter of the Corporate Funds

“Gregory Joseph”

Gregory Joseph

Chief Financial Officer, 1832 Asset Management G.P. Inc., as general partner for and on behalf of 1832 Asset Management L.P., as manager and promoter of the Corporate Funds

ON BEHALF OF

the Board Of Directors of 1832 Asset Management G.P. Inc., as general partner for and on behalf of 1832 Asset Management L.P., as manager and promoter of the Corporate Funds

“John Pereira”

John Pereira

Director

“Jim Morris”

Jim Morris

Director

CERTIFICATE OF THE PRINCIPAL DISTRIBUTOR

(Series A and Series T shares and Series A (with the exception of the Pinnacle Balanced Portfolio), Series F (with the exception of the Pinnacle Balanced Portfolio and the Scotia Wealth Pools), Series T, Premium Series, Premium TL Series, Premium T Series and Premium TH Series units)

May 21, 2021

Scotia T-Bill Fund	Scotia Resource Fund	Scotia Partners Balanced Income Portfolio
Scotia Premium T-Bill Fund	Scotia U.S. Dividend Fund	Scotia Partners Balanced Growth Portfolio
Scotia Money Market Fund	Scotia U.S. Equity Fund	Scotia Partners Growth Portfolio
Scotia U.S. \$ Money Market Fund	Scotia U.S. Opportunities Fund	Scotia Partners Maximum Growth Portfolio
Scotia Mortgage Income Fund	Scotia International Equity Fund	Scotia Aria Conservative Build Portfolio
Scotia Canadian Bond Fund	Scotia European Equity Fund	Scotia Aria Conservative Defend Portfolio
Scotia Canadian Income Fund	Scotia Global Dividend Fund	Scotia Aria Conservative Pay Portfolio
Scotia U.S. \$ Bond Fund	Scotia Global Equity Fund	Scotia Aria Moderate Build Portfolio
Scotia Global Bond Fund	Scotia Global Growth Fund	Scotia Aria Moderate Defend Portfolio
Scotia Conservative Fixed Income Portfolio	Scotia Global Small Cap Fund	Scotia Aria Moderate Pay Portfolio
Scotia Diversified Monthly Income Fund	Scotia Low Carbon Global Equity Fund	Scotia Aria Progressive Build Portfolio
Scotia Income Advantage Fund	Scotia Canadian Bond Index Fund	Scotia Aria Progressive Defend Portfolio
Scotia Low Carbon Canadian Fixed Income Fund	Scotia Canadian Equity Index Fund	Scotia Aria Progressive Pay Portfolio
Scotia Canadian Balanced Fund	Scotia U.S. Equity Index Fund	Scotia Aria Equity Build Portfolio
Scotia Dividend Balanced Fund	Scotia CanAm Index Fund	Scotia Aria Equity Defend Portfolio
Scotia Diversified Balanced Fund	Scotia Nasdaq Index Fund	Scotia Aria Equity Pay Portfolio
Scotia Global Balanced Fund	Scotia International Equity Index Fund	Scotia INNOVA Income Portfolio
Scotia Low Carbon Global Balanced Fund	Scotia Selected Income Portfolio	Scotia INNOVA Balanced Income Portfolio
Scotia U.S. \$ Balanced Fund	Scotia Selected Balanced Income Portfolio	Scotia INNOVA Balanced Growth Portfolio
Scotia Canadian Dividend Fund	Scotia Selected Balanced Growth Portfolio	Scotia INNOVA Growth Portfolio
Scotia Canadian Equity Fund	Scotia Selected Growth Portfolio	Scotia INNOVA Maximum Growth Portfolio
Scotia Canadian Growth Fund	Scotia Selected Maximum Growth Portfolio	
Scotia Canadian Small Cap Fund	Scotia Partners Income Portfolio	

(collectively, the “Trust Funds”)

Scotia Canadian Dividend Class
Scotia Canadian Equity Blend Class
Scotia U.S. Equity Blend Class
Scotia Global Dividend Class
Scotia INNOVA Income Portfolio Class
Scotia INNOVA Balanced Income Portfolio Class
Scotia INNOVA Balanced Growth Portfolio Class
Scotia INNOVA Growth Portfolio Class
Scotia INNOVA Maximum Growth Portfolio Class
Scotia International Equity Blend Class
Scotia Partners Balanced Income Portfolio Class
Scotia Partners Balanced Growth Portfolio Class
Scotia Partners Growth Portfolio Class
Scotia Partners Maximum Growth Portfolio Class
(collectively, the “Corporate Funds”)

To the best of our knowledge, information and belief, this annual information form, together with the 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 province and territory of Canada and do not contain any misrepresentations.

Scotia Securities Inc.
as principal distributor of the Series A and Series T
shares of the Corporate Funds and Series A, Series F,
Series T, Premium Series, Premium TL Series,
Premium T Series and Premium TH Series units of
the Trust Funds

“Anil Mohan”

Anil Mohan
Director

CERTIFICATE OF THE PRINCIPAL DISTRIBUTOR

(Series A and Series F units of the Pinnacle Balanced Portfolio, Series F units of the Scotia Wealth Pools, Series K and Pinnacle Series units)

May 21, 2021

Pinnacle Balanced Portfolio (the “ Pinnacle Portfolios ”)	Scotia Wealth U.S. Mid Cap Value Pool Scotia Wealth International Equity Pool Scotia Wealth International Small to Mid Cap Value Pool	Scotia Wealth Short Term Bond Pool Scotia Mortgage Income Fund Scotia U.S. \$ Bond Fund Scotia Income Advantage Fund Scotia Wealth Canadian Preferred Share Pool
Scotia Wealth Income Pool Scotia Wealth Global High Yield Pool Scotia Wealth High Yield Income Pool Scotia Wealth American Core-Plus Bond Pool	Scotia Wealth Emerging Markets Pool Scotia Wealth Global Equity Pool Scotia Wealth Global Infrastructure Pool Scotia Wealth Global Real Estate Pool	Scotia Canadian Dividend Fund Scotia Wealth Canadian Equity Pool Scotia Canadian Small Cap Fund Scotia Wealth North American Dividend Pool
Scotia Wealth Strategic Balanced Pool Scotia Wealth Canadian Core Bond Pool Scotia Wealth Canadian Value Pool Scotia Wealth Canadian Mid Cap Pool Scotia Wealth Canadian Growth Pool Scotia Wealth Canadian Small Cap Pool Scotia Wealth U.S. Value Pool Scotia Wealth U.S. Large Cap Growth Pool	(collectively, the “ Scotia Wealth Pools ”) Scotia Money Market Fund 1832 AM U.S. \$ Investment Grade U.S. Corporate Bond Pool Scotia Canadian Income Fund Scotia Wealth Canadian Corporate Bond Pool Scotia Wealth Floating Rate Income Pool Scotia Wealth High Yield Bond Pool Scotia Wealth Short-Mid Government Bond Pool	Scotia Wealth U.S. Dividend Pool Scotia Wealth Real Estate Income Pool Scotia Wealth International Core Equity Pool Scotia Wealth Premium Payout Pool Scotia Wealth World Infrastructure Pool Scotia Low Carbon Canadian Fixed Income Fund Scotia Low Carbon Global Equity Fund
		(collectively, and together with the Pinnacle Portfolios and Scotia Wealth Pools, the “ Funds ”)

To the best of our knowledge, information and belief, this annual information form, together with the 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 province and territory of Canada and do not contain any misrepresentations.

Scotia Capital Inc.
as principal distributor of the Series A units of the
Pinnacle Portfolios, Series F and Pinnacle Series
units of the Scotia Wealth Pools and Series K units
of the Funds

“*Alex Besharat*”

Alex Besharat
Director

ScotiaFunds®

Scotia Wealth Pools Pinnacle Portfolios

Managed by:

1832 Asset Management L.P.
1 Adelaide Street East
28th Floor
Toronto, Ontario
M5C 2V9
www.scotiafunds.com
1.800.268.9269
fundinfo@scotiabank.com

Additional information about the Funds is available in the Funds' Fund Facts, management reports of fund performance and financial statements.

You can get a copy of the Funds' financial statements and management reports of fund performance free of charge by calling 1-800-268-9269 (416-750-3863 in Toronto) for English or 1-800-387-5004 for French, or from your registered investment professional or on our website at www.scotiafunds.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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