

ScotiaFunds.

Simplified Prospectus

January 20, 2023

Series I units of

1832 AM Canadian Dividend LP
1832 AM Canadian Growth LP
1832 AM Global Completion LP
1832 AM Global Low Volatility Equity LP
1832 AM International Equity LP
1832 AM Tactical Asset Allocation LP
1832 AM Total Return Bond LP
1832 AM U.S. Dividend Growers LP
1832 AM U.S. Low Volatility Equity LP

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

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In this document, unless the context requires otherwise:

Fund or **Funds** means a mutual fund that is offered for sale under this simplified prospectus;

General Partner refers to ScotiaFunds GP Inc.;

Limited Partnership Agreement has the meaning ascribed to it under *Name, Formation and History of the Funds*.

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

NAV and **NAV per unit** – means the net asset value of a Fund and the net asset value per unit, as described under *Calculation of Net Asset Value*.

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 and includes the Funds offered under this simplified prospectus;

Tax Act means the *Income Tax Act* (Canada), as amended from time to time; and

Underlying Fund refers to an investment fund (either a ScotiaFund or other investment fund) in which a Fund invests.

Valuation Date has the meaning ascribed to it under *Calculation of Net Asset Value*.

Introduction

This simplified prospectus contains selected important information to help you make an informed investment decision about the Funds and to understand your rights as an investor. It is divided into two parts. The first part, from pages 2 to 36, contains general information that applies to all of the Funds. The second part, from pages 39 to 84, contains specific information about each of the Funds described in this document.

Additional information about each Fund is available in its most recently filed Fund Facts, its most recently filed annual financial statements and interim financial reports and its most recently filed annual and interim management reports of fund performance. These documents are incorporated by reference into this simplified prospectus. That means they legally form part of this simplified prospectus just as if they were printed in it.

You can get a copy of the Funds' most recently filed Fund Facts, financial statements and management reports of fund performance at no charge by calling 1-800-268-9269 (or 416-750-3863 in Toronto) for English, or 1-800-387-5004 for French, or by requesting them from your dealer.

These documents are available on the Funds' designated website at www.scotiafunds.com, or by contacting ScotiaFunds at fundinfo@scotiabank.com.

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

PART A: General Information

RESPONSIBILITY FOR MUTUAL FUND ADMINISTRATION

Manager

1832 Asset Management L.P. is the manager of the Funds. The head office of the Manager is located at 40 Temperance Street, 16th Floor, Toronto, Ontario, M5H 0B4. The phone number for the Manager is 1-800-268-9269 (or 416-750-3863 in Toronto) for English, or 1-800-387-5004 for French, the e-mail address is fundinfo@scotiabank.com and the website address is www.scotiafunds.com.

As manager, we are responsible for the overall business and operations of the Funds. This includes:

- providing for or arranging for portfolio advisory services, including all decisions as to the purchase and sale of portfolio securities and as to the execution of all portfolio transactions;
- providing or arranging for administrative services, including valuation, fund accounting and securityholder records.

The general partner of the Manager, 1832 Asset Management G.P. Inc., is wholly-owned by The Bank of Nova Scotia.

Directors and Executive Officers of the General Partner of the Manager

The Board of Directors of 1832 Asset Management G.P. Inc., the general partner of the Manager, currently consists of eight members.

Directors are appointed to serve on the Board of Directors of 1832 Asset Management G.P. Inc. until such time as they retire or are removed and their successors are appointed. The directors and executive officers of 1832 Asset Management G.P. Inc. 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 Funds' investments. The Manager will draw upon this experience when necessary in analyzing potential investments for the Funds.

The names and municipalities of residence of each of the directors and executive officers of 1832 Asset Management G.P. Inc., and their current positions and offices held with 1832 Asset Management G.P. Inc. are as follows:

Name and Municipality of Residence	Positions Held with the General Partner of the Manager
John Pereira Richmond Hill, Ontario	Chairman of the Board and Director
Neal Kerr Toronto, Ontario	President and Director
Gregory Joseph Grimsby, Ontario	Chief Financial Officer

Name and Municipality of Residence	Positions Held with the General Partner of the Manager
Raquel Costa Toronto, Ontario	Director
Todd Flick Burlington, Ontario	Director
Craig Gilchrist Toronto, Ontario	Director
Anil Mohan Thornhill, Ontario	Director
Jim Morris Caledon, Ontario	Director
Anna Tung Toronto, Ontario	Director
Simon Mielniczuk Toronto, Ontario	Secretary

Executive Officers of the Manager

The names and municipalities of residence of the executive officers of the Manager, and their current positions and offices held with the Manager are as follows:

Name and Municipality of Residence	Positions Held with the Manager
Neal Kerr Toronto, Ontario	President and Ultimate Designated Person
Gregory Joseph Grimsby, Ontario	Chief Financial Officer
Kevin Brown Milton, Ontario	Chief Compliance Officer
Simon Mielniczuk Toronto, Ontario	Secretary

Master Management Agreement

The Manager acts as the manager of the Funds pursuant to an amended and restated master management agreement dated as of August 20, 2015, as amended, restated or replaced from time to time (the “**Master Management Agreement**”). The Master Management Agreement is between the Manager and the Funds (by the Funds’ General Partner), with effect for each Fund as of the date it was created.

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 unitholder 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. No changes to the Master Management Agreement may be made in respect of a Fund without the approval of unitholders where required by law, regulations, the terms of the Limited Partnership Agreement or policies of securities regulatory authorities. Where such laws, regulations or policies do not require unitholder approval, the provisions of the Master Management Agreement may be amended with the approval of the General Partner of the relevant Fund and the Manager.

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 in respect of a Fund at any time by the Manager giving at least 90 days' prior notice to the Fund of such termination and by the General Partner of the Fund with security holder approval on 90 days' written notice to the Manager prior to the expiry of the term or at any time by the General Partner of the Fund if bankruptcy or insolvency or other proceedings relating to the Manager are commenced and such proceedings are not stayed within 60 days.

Pursuant to the Master Management Agreement, the Manager is not entitled to any management fees from the Funds in respect of the Series I units of the Funds. The Manager receives, pursuant to the Master Management Agreement, the administration fees in respect of Series I units of the Funds, as described in the simplified prospectus.

Underlying Fund Investments

The Funds may invest in Underlying 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 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.

Portfolio Adviser

The Manager and certain portfolio sub-advisers provide investment advice and make investment decisions for the Funds. The sub-advisers for certain Funds are set out further below.

For the Funds advised by the Manager, the following table sets forth the names and titles of the person or persons who make investment decisions for the applicable Funds, and their roles in the investment decision-making process:

Name and Title	Funds Advised	Role in investment decision-making process
Craig Maddock Vice President & Senior Portfolio Manager	1832 AM Global Completion LP 1832 AM Tactical Asset Allocation LP	Head of the Multi-Asset Management Team, responsible for overall investment strategy, asset allocation, and portfolio construction of multi-asset portfolios.
Wesley Blight Portfolio Manager	1832 AM Global Completion LP 1832 AM Tactical Asset Allocation LP	Portfolio Manager on the Multi-Asset Management Team, responsible for portfolio management, asset allocation, and day-to-day management of multi-asset and balanced portfolios.
Mark Fairbairn Portfolio Manager	1832 AM Global Completion LP 1832 AM Tactical Asset Allocation LP	Portfolio Manager on the Multi-Asset Management Team, responsible for portfolio management, asset allocation, and research of multi-asset, international equity portfolios.
Yuko Girard Portfolio Manager	1832 AM Global Completion LP 1832 AM Tactical Asset Allocation LP	Portfolio Manager on the Multi-Asset Management Team, responsible for portfolio management, portfolio construction, asset allocation, and portfolio positioning of multi-asset portfolios.
Ian Taylor Portfolio Manager	1832 AM Global Completion LP 1832 AM Tactical Asset Allocation LP	Portfolio Manager on the Multi-Asset Management Team, responsible for portfolio management, portfolio construction, and tactical asset allocation of multi-asset, and liquid alternative portfolios.
Romas Budininkas (aka Romas Budd) Vice President and Senior Portfolio Manager	1832 AM Total Return Bond LP	Co-Head of the Core Fixed Income Team, responsible for portfolio management, macro fixed income outlook, and portfolio positioning of fixed income funds.
Eric Mencke Vice President & Portfolio Manager	1832 AM Canadian Dividend LP	Portfolio Manager on the Value Equity Team, responsible for fundamental research, security selection, and day-to-day management of Canadian-focused, sustainable equity, and balanced funds.
Philippe Nolet Portfolio Manager	1832 AM Total Return Bond LP	Portfolio Manager on the Core Fixed Income Team, responsible for portfolio construction, technical

		research, and trading of fixed income funds.
Vishal Patel Vice President & Portfolio Manager	1832 AM Canadian Growth LP	Portfolio Manager on the Power Growth Team, responsible for day-to-day management, fundamental research, and final decision-making of Canadian equity, U.S. equity, Canadian small cap equity, and balanced funds.
Rory Ronan Vice President & Portfolio Manager	1832 AM Canadian Dividend LP	Portfolio Manager on the Value Equity Team, responsible for fundamental research, security selection, and day-to-day management of Canadian-focused, sustainable equity, and balanced funds.
Don Simpson Vice President & Portfolio Manager	1832 AM Canadian Dividend LP	Portfolio Manager on the Value Equity Team, responsible for fundamental research, security selection, and day-to-day management of Canadian-focused, sustainable equity, and balanced funds.

The Manager meets with these individuals on an ongoing basis to discuss investment decisions made for the Funds and reports to the Manager’s Oversight Committee.

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.

Portfolio Sub-Advisers

The Manager has appointed sub-advisers for certain Funds, as set out below. Each sub-adviser provides investment advice and makes investment decisions for the applicable Fund. The Manager remains responsible for the investment advice provided by the sub-advisers. Under each of the sub-advisory agreements, the Manager is responsible for the fees paid to the portfolio sub-adviser.

State Street Global Advisors, Ltd.

State Street Global Advisors, Ltd. (“SSGA”), Montreal, Quebec, is the portfolio sub-adviser to 1832 AM Global Low Volatility Equity LP. SSGA is independent of the Manager.

The following table sets forth the names and titles of the person or persons who make investment decisions for the Fund:

Name and Title	Role in investment decision-making process
Emiliano Rabinovich Managing Director, Senior Portfolio Manager	Head of the firm's Global Equity Beta Solutions team. Portfolio Manager responsible for quantitative research, security selection, and day-to-day management.
Kala O'Donnell Vice President, Senior Portfolio Manager	Member of the firm's Global Equity Beta Solutions team. Portfolio Manager responsible for quantitative research, security selection, and day-to-day management.
Karl Schneider Managing Director, Senior Portfolio Manager	Deputy Head of Global Equity Beta Solutions team. Portfolio Manager responsible for quantitative research, security selection, and day-to-day management.

The sub-advisory agreement with SSGA may be terminated by either the Manager or the sub-adviser by giving the other party 60 days' prior written notice. The agreement is also terminable immediately upon notice if certain specified events occur, such as the bankruptcy or loss of registration of the sub-adviser.

Bristol Gate Capital Partners Inc.

Bristol Gate Capital Partners Inc. ("**Bristol**"), Toronto, Ontario, is the portfolio sub-adviser to 1832 AM U.S. Dividend Growers LP. Bristol is independent of the Manager.

The following table sets forth the names and titles of the person or persons who make investment decisions for the Fund:

Name and Title	Role in investment decision-making process
Izet Elmaza Chief Investment Officer	Portfolio Manager responsible for fundamental research, security selection, and day-to-day management.
Achilleas Taxildaris Portfolio Manager	Portfolio Manager responsible for fundamental research, security selection, and day-to-day management.

The sub-advisory agreement with Bristol may be terminated by either the Manager or the sub-adviser by giving the other party 60 days' prior written notice. The agreement is also terminable immediately upon notice if certain specified events occur, such as the bankruptcy or loss of registration of the sub-adviser.

Fiduciary Management, Inc.

Fiduciary Management, Inc. ("**Fiduciary**"), Milwaukee, Wisconsin, is the portfolio sub-adviser to 1832 AM U.S. Low Volatility Equity LP. Fiduciary is independent of the Manager.

The following table sets forth the names and titles of the person or persons who make investment decisions for the Fund:

Name and Title	Role in investment decision-making process
Patrick J. English, CFA Chairman, Chief Executive Officer, and Chief Investment Officer	Portfolio Manager responsible for fundamental research, security selection, and day-to-day management.

Jonathan T. Bloom, CFA Director of Research	Portfolio Manager responsible for fundamental research, security selection, and day-to-day management.
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The sub-advisory agreement with Fiduciary may be terminated by either the Manager or the sub-adviser by giving the other party 60 days' prior written notice. The agreement is also terminable immediately upon notice if certain specified events occur, such as the bankruptcy or loss of registration of the sub-adviser.

Walter Scott & Partners Limited

Walter Scott & Partners Limited (“**Walter Scott**”), Edinburgh, Scotland, is the portfolio sub-adviser to 1832 AM International Equity LP. Walter Scott is independent of the Manager.

The following table sets forth the names and titles of the person or persons who make investment decisions for the Fund:

Name and Title	Role in investment decision-making process
Jane Henderson Managing Director	Portfolio Manager responsible for fundamental research, security selection, and day-to-day management.
Charles Macquaker Executive Director – Investment	Portfolio Manager responsible for fundamental research, security selection, and day-to-day management.
Roy Leckie Executive Director – Investment and Client Service	Portfolio Manager responsible for fundamental research, security selection, and day-to-day management.

The sub-advisory agreement with Walter Scott may be terminated by either the Manager or the sub-adviser by giving the other party 60 days' prior written notice. The agreement is also terminable immediately upon notice if certain specified events occur, such as the bankruptcy or loss of registration of the sub-adviser.

The Manager has oversight over the sub-advisers as portfolio adviser of the Funds, but the day-to-day investment decisions are made by the sub-advisers. The Manager meets with the sub-advisers on an ongoing basis to discuss investment decisions made for the Funds and reports to the Manager's Oversight Committee.

Fiduciary Management, Inc. and Walter Scott & Partners Limited are relying on the “international sub-adviser” exemption from the registration requirement in National Instrument 31-103 *Registration Requirements, Exemptions and Ongoing Registrant Obligations* (“**NI 31-103**”) and the Manager is responsible for any loss that arises out of these sub-advisers' failure to meet the standard of care as described under NI 31-103. As these portfolio sub-advisers are resident outside of Canada and all or a substantial portion of their assets may be situated outside of Canada, it may be difficult for investors to enforce their legal rights against these portfolio sub-advisers.

Brokerage Arrangements

The portfolio adviser or sub-adviser of a Fund, as applicable, 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 portfolio adviser or sub-adviser may place brokerage business with numerous dealers and brokers on the basis of best execution, which includes a number of considerations such as price, volume, speed and certainty of execution, and total transaction cost. The portfolio adviser and sub-advisers have policies in place regarding best execution and the selection of brokers.

The portfolio adviser or sub-adviser, as applicable, uses the same criteria in selecting all of its dealers and brokers, regardless of whether the dealer or broker is an affiliate of the Manager. In certain circumstances, the portfolio adviser or sub-adviser may receive 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 portfolio adviser currently has in place brokerage arrangements with its affiliate, Scotia Capital Inc. Since the date of the last simplified prospectus of the Funds, Scotia Capital Inc. has provided research goods and services, order execution goods and services and mixed-use goods and services in exchange for effecting brokerage transactions.

The portfolio adviser or sub-advisers may receive research goods and services including: (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 portfolio adviser or sub-advisers may also receive 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 portfolio adviser or sub-advisers 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 goods and services. If the portfolio adviser or sub-adviser obtains mixed-use goods and services, brokerage commissions are only used to pay for the portion that is used for investment or trading decisions or in effecting securities transactions, each on behalf of the Funds or client accounts.

With respect to the Funds that are not sub-advised, the portfolio adviser’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 portfolio adviser may use research goods and services and order execution goods and services to benefit the Funds and clients other than those whose trades generated the brokerage commission. However, the portfolio adviser 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 commissions generated.

Since the date of the last simplified prospectus of the Funds, the services provided to the portfolio adviser or the sub-advisers to the Funds include industry and company analysis, economic analysis, statistical data about the capital markets or securities, analysis or reports on issuer performance, industries, economic or political factors and trends, and other services, including databases or software to deliver or support those services.

The names of any dealer or third party, who have provided research goods and services and/or order execution goods and services since the date of the last simplified prospectus, are available upon request by calling us toll-free at 1-800-268-9269 (or 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 simplified prospectus.

The General Partner of the Funds

ScotiaFunds GP Inc. (the “**General Partner**”) is the general partner of each Fund. The General Partner contributed \$10 to each Fund in exchange for one general partner unit of each Fund. The General Partner will be allocated 0.01% of the annual net income of each Fund (up to a maximum of \$3,000 per year), and 0.01% of any net loss of each Fund, and will generally be entitled to a return of its capital of \$10 in a Fund upon dissolution of the Fund.

The General Partner may resign as general partner of a Fund provided that a new general partner is appointed and 60 days’ notice of the new general partner is given to unitholders of the Fund. The Limited Partnership Agreement of a Fund may be amended in the manner described under *What are units of the Funds?*

The name and municipality of residence of each of the directors and executive officers of the General Partner of the Funds, and their current positions and offices held with the General Partner of the Funds are as follows:

Name and municipality of residence	Position held with the General Partner
Neal Kerr Toronto, Ontario	President and Ultimate Designated Person
Gregory Joseph Grimsby, Ontario	Chief Financial Officer
Anil Mohan Thornhill, Ontario	Director
Jim Morris Caledon, Ontario	Director
Simon Mielniczuk Toronto, Ontario	Secretary

Custodian

State Street Trust Company Canada (“**State Street**”), Toronto, Ontario, is the custodian of the Funds. The custodian holds the investments of the Funds and keeps them safe to ensure that they are used only for the benefit of investors. The custodian is permitted to appoint sub-custodians on the same terms and conditions it has with the Funds under its custodian agreement. State Street Bank and Trust Company (“SSBTC”), Boston, Massachusetts, U.S., acts as principal sub-custodian of the Funds.

State Street and SSBTC are independent of the Manager.

A change of custodian will, in certain events, require the prior approval of securities regulatory authorities. Where a Fund makes use of clearing corporation options, the Fund may deposit portfolio securities or cash as margin in respect of such transactions with a dealer, or in the case of over-the-counter options or forward contracts, with the other party thereto, in any such case in accordance with the policies of Canadian securities authorities. Where a Fund effects a short sale, the Fund may deposit assets as security with its custodian or dealer from whom the Fund borrowed the securities forming part of the short sale.

The custodian agreement may be terminated by either party giving at least 90 days' prior notice to the other of such termination.

Precious Metals Custodian

In the event a Fund holds physical precious metals, Royal Canadian Mint (“**RCM**”), Ottawa, Ontario, will act as custodian for these assets. RCM is permitted to appoint sub-custodians on the same terms and conditions it has with the Funds under its precious metals custodian agreement. International Depository Services of Canada Inc. (“**IDS Canada**”), Toronto, Ontario, acts as principal sub-custodian for these assets of the Funds.

The precious metals custodian agreement may be terminated by either party giving at least 60 days' prior notice to the other party of such termination.

Auditor

The auditor of the Funds is KPMG LLP, whose principal office is located in Toronto, Ontario.

Registrar

The Manager acts as the registrar and transfer agent for the Funds. The registrar makes arrangements to keep a record of all securityholders of the Funds, process orders and issue tax slips to securityholders. The register of the Funds is kept in Mississauga, Ontario and Montreal, Quebec.

The Manager has made arrangements to have certain registrar and transfer agency functions performed by the Bank of Nova Scotia. The general partner of the Manager, 1832 Asset Management G.P. Inc., is wholly-owned by The Bank of Nova Scotia.

Securities Lending Agent

State Street Bank and Trust Company has been appointed as the Funds' securities lending agent. SSBTC is the principal sub-custodian of the Funds and its principal office is located in Boston, Massachusetts. SSBTC is independent of the Manager.

The securities lending agent will act on behalf of the Funds in administering securities lending transactions, repurchase transactions and reverse repurchase transactions entered into by a Fund.

The agreement entered into with the securities lending agent provides 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 aggregate market value of all securities loaned pursuant to securities lending transactions by a Fund will not exceed 50% of the net asset value of that Fund immediately after the Fund enters into the 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 five business days' written notice.

Independent Review Committee and Fund Governance

Independent Review Committee

The Manager has established the independent review committee (the "IRC") in accordance with National Instrument 81-107 *Independent Review Committee for Investment Funds* ("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 unitholder 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, unitholder approval may be required to approve certain mergers.

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

The IRC prepares and files a report to unitholders each fiscal year that describes the IRC and its activities for unitholders 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 unitholders is available on the Funds' designated website at www.scotiafunds.com or, at no cost, by contacting the Manager at fundinfo@scotiabank.com.

Fund Governance

The Manager, as manager of the Funds, is responsible for the day-to-day administration and management of the Funds. The Manager is the portfolio adviser for some of the Funds and retains various portfolio sub-advisers for the rest of the Funds. The Manager receives regular reports from its portfolio sub-advisers regarding their compliance with applicable investment guidelines and parameters and compliance with the investment restrictions and practices of the Funds.

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 adopted a Personal Trading Policy for employees that addresses potential internal conflicts of interest in respect of the Funds. In addition, The Bank of Nova Scotia has adopted Guidelines for Business Conduct, which also addresses the issue of internal conflicts.

Risk management is dealt with on a number of levels. The sub-advisory agreements between the Manager and the portfolio sub-advisers specify that the Funds must comply with the investment restrictions and practices outlined in applicable securities legislation, including National Instrument 81-102 *Investment Funds* (“NI 81-102”), subject to any exemption granted by applicable securities authorities. The portfolio sub-advisers have established policies and guidelines relating to business practices, risk management controls and conflicts of interest. In addition, each portfolio sub-adviser has its own code of ethics that addresses such things as personal trading by employees.

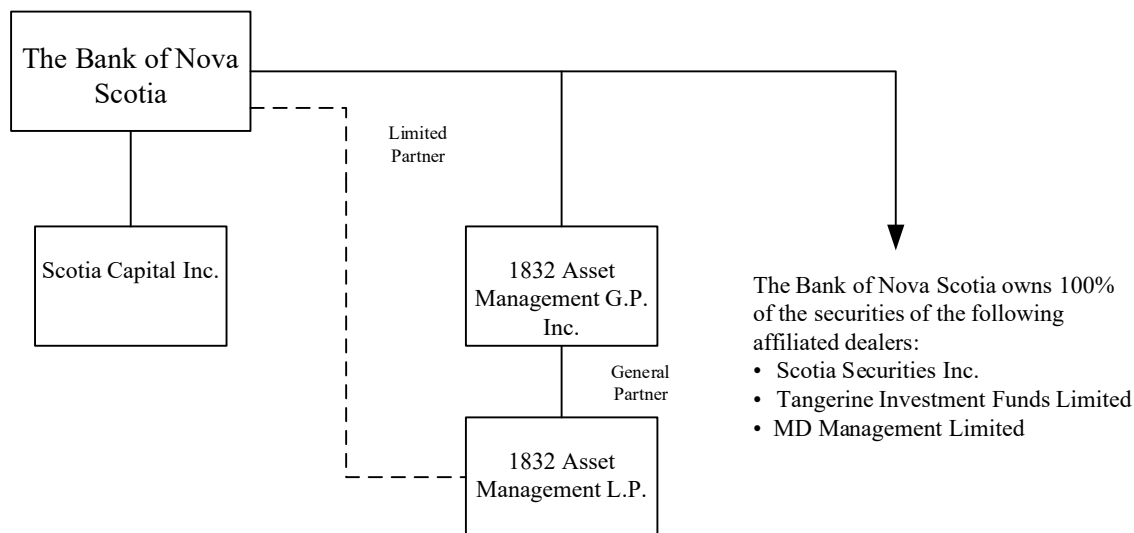
The Funds have a Trade Management Oversight Committee that is responsible for, among other things, the oversight of policies and procedures related to liquidity risk management. This committee is comprised of at least one member who is independent of portfolio management, in addition to representatives from the fund manager, the portfolio manager, investment risk, compliance, and operations, each of whom has relevant subject matter expertise. Liquidity risk management is part of the Funds’ broader risk management process which includes documented internal policies and procedures pertaining to the measurement, monitoring, mitigation and reporting of risks within the Funds.

The Manager's ESG Investment Committee, among other things, supports the consideration of environmental, social and governance (“ESG”) factors, evaluates ESG-related policies and guidelines, recommends ongoing ESG improvements to investment teams and maintains ESG-related risk reporting.

Affiliated Entities

The only affiliated entities that provide services to the Funds and to the Manager in connection with the Funds are Scotiabank and Scotia Capital 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:



Dealer-Manager Disclosure

The Funds are considered to be “dealer managed investment funds” as defined in NI 81-102, and follow the restrictions applicable to dealer managed investment funds, including section 4.1 of NI 81-102.

Generally, the Funds are prohibited from investing in securities in respect of which an entity related to the portfolio manager, such as Scotia Capital Inc., acts or has acted as an underwriter during the distribution of securities and for the 60 days after the distribution. A Fund is, however, permitted to purchase debt and equity securities in respect of which a related party has acted as underwriter if certain conditions in NI 81-102 and/or exemptions therefrom are met.

Policies and Practices

The Manager has policies and practices in place in order to comply with applicable securities legislation, regulations and rules, including rules on sales practices.

Derivatives Risk Management

The Funds may use derivatives from time to time as described in this simplified prospectus. The Funds will only use derivatives as permitted by securities regulations. Any use of derivatives by the Funds is governed by the Manager's own policies and procedures relating to derivatives trading. These policies and procedures are prepared and reviewed by the Derivatives Review Committee, which is a sub-committee of the Trade Management Oversight Committee of the Manager. The decision as to the use of derivatives is made by senior portfolio managers of the Manager in accordance with our compliance procedures and risk control measures. If permitted by applicable securities legislation, the Funds may enter into over-the-counter bilateral derivative transactions with counterparties that are related to the Manager. The Manager monitors the risks associated with derivatives independent of the portfolio managers who advise on trading. The Manager runs regular stress test scenarios to determine how the Funds may react under specific stress conditions.

Securities Lending Risk Management

Each Fund may enter into securities lending, repurchase and reverse repurchase transactions from time to time as described in this simplified prospectus. 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 transaction 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 securities loans will only be with qualified borrowers. In addition, the aggregate market value of all securities loaned pursuant to securities lending transactions, together with securities sold pursuant to repurchase transactions, by a Fund will not exceed 50% of the net asset value of that Fund immediately after the Fund enters into the transaction. Each Fund will comply with all other applicable requirements of securities and tax legislation with respect to securities lending, repurchase and reverse repurchase transactions.

The Manager has appointed the custodian to act on behalf of the Funds in administering the securities lending, repurchase and reverse repurchase transactions entered into by the Funds. The Manager has written policies and procedures relating to securities lending, repurchase and reverse repurchase transactions that detail the roles and responsibilities of the Manager and the Funds' custodian acting as agent in administering these transactions. Ongoing reporting is provided to the Manager by the custodian in order for the Manager to conduct the appropriate oversight of these transactions. The creditworthiness of each qualified borrower, purchaser or seller to a transaction will be evaluated by the Manager. Any agreements, policies and procedures that are applicable to a Fund relating to such transactions will be reviewed and approved by senior management of the Manager. See *Responsibility for Mutual Fund Administration – Securities Lending Agent* earlier in this document for more information.

Short Selling Risk Management

The Funds may engage in short selling from time to time as described in this simplified prospectus. The Funds will only engage in short selling as permitted by securities regulations. The Manager has developed written policies and procedures relating to short selling (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) are reviewed by senior management of the Manager. The decision to effect any particular short sale is made by senior portfolio managers of the Manager and reviewed and monitored as part of the Manager's ongoing compliance procedures and risk control measures. The Manager monitors the risks associated with short selling independent of the portfolio managers who advise on trading. The Manager runs regular stress test scenarios to determine how the Funds may react under specific stress conditions.

Proxy Voting Policy

(i) Policies and Procedures

Subject to compliance with the provisions of applicable securities legislation, the Manager, in its capacity as portfolio adviser, acting on each Fund's behalf, receives proxies from the issuers held on behalf of the Funds. In certain circumstances, the Manager may delegate the right to vote proxies to a Fund's sub-adviser as part of such sub-adviser's discretionary authority to manage the Fund's assets. Proxies provide shareholders voting rights on proposals brought forth by the issuer or other groups associated with the issuer. Proxies may include proposals such as the election of the board of directors, the approval of stock and compensation plans as well as special company events such as mergers and acquisitions.

In many cases, the issuer's management provides a voting recommendation for each proxy proposal. The Manager has retained the services of an independent firm to provide further analysis and recommendation on the proxies it receives as portfolio adviser to the Funds. The Manager assesses each proxy including the recommendations of the independent proxy provider and votes such proxies in the best interests of the Funds.

As part of the Manager's active investment management approach, it believes that it is important to engage with issuers on relevant ESG factors, which includes engagement through proxy voting. Accordingly, special or non-routine matters related to ESG issues are brought to the attention of portfolio manager(s) of the applicable Fund. Portfolio managers assess such matters within the context of their overall investment process and take appropriate action that they believe to be in the best interests of the Fund.

On occasion, the Manager or sub-adviser 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. Pursuant to the requirements of securities legislation, the Manager, on behalf of a Fund, will not vote any of the securities a Fund holds in Underlying Funds managed by the Manager or any of its affiliates or associates (as such terms are defined in the *Securities Act* (Ontario)). However, the Manager, in its sole discretion, may arrange for securityholders of a Fund to vote their share of those securities of the underlying fund.

(i) Conflicts of Interest

Where proxy voting could give rise to a conflict of interest or perceived conflict of interest, in order to balance the interest of a Fund in voting proxies with the desire to avoid the perception of a conflict of interest, the Manager has instituted procedures to help ensure that a Fund's proxy is voted in accordance with the business judgment of the person exercising the voting rights on behalf of the Fund, uninfluenced by considerations other than the best interests of the Fund.

The procedures for voting issuers' proxies where there may be a conflict of interest include escalation of the issue to members of the IRC, all of whom are independent of the Manager, for its consideration and advice, although the responsibility for deciding how to vote a Fund's proxies and for exercising the vote remains with the Manager.

The Manager has adopted conflict of interest procedures in the event it receives a voting proxy from a related party such as The Bank of Nova Scotia. The Manager has referred these procedures to the IRC of the Funds. All proxies voted with respect to related parties are reported to the IRC.

(ii) 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 simplified prospectus.

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 designated website at www.scotiafunds.com.

Policies on Related Party Transactions

Each Fund may, in certain circumstances, invest in securities offerings where a related underwriter is involved or trade securities of related parties or trade with related parties.

An IRC has been established to oversee such investments, with a view to ensuring that each Fund's investment decisions are based on the best interests of the Fund and are made free from any influence by a related underwriter, related party, or associates or affiliates of the Manager. In fulfilling its responsibilities, the Manager is required to act honestly, in good faith and in the best interest of the Funds. In so doing, the Manager must exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in the circumstances.

The Manager has developed written policies and procedures relating to investments by the mutual funds it manages, including the Funds, in securities involving related parties, such as The Bank of Nova Scotia, an affiliate of the Manager, and Scotia Capital Inc., a related underwriter to the Manager. These policies and procedures were prepared and reviewed by senior management of the Manager, and were further

reviewed and approved by the IRC, including, where applicable, to ensure compliance with the conditions of any exemptive relief. Subject to the oversight by the IRC, the decision by a Fund to trade securities of, or involving a related party, is made by senior portfolio managers of the Manager and reviewed and monitored as part of the Manager's ongoing compliance procedures and risk control measures.

In addition, the IRC will review and assess, at least once every calendar quarter, the adequacy and effectiveness of: (a) any standing approvals granted by it for the mutual funds managed by the Manager; and (b) the Manager's written policies and procedures to ensure compliance with applicable laws for related party transactions and the conditions of any exemptive relief.

Remuneration of Directors and Officers

The management functions of the Funds are carried out by employees of the Manager. The Funds do not have employees.

Independent Review Committee Compensation

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 component of compensation is an annual retainer fee. 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.

For the financial year ending December 31, 2022, 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)	\$77,000	\$0
Simon Hitzig	\$62,000	\$0
Heather Hunter	\$62,000	\$0
Jennifer L. Witterick	\$62,000	\$0
Steve Donald	\$62,000	\$0

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

The material contracts that have been entered into by the Funds are described below. Copies of these agreements are available for inspection at the head office of the Manager during normal business hours.

Limited Partnership Agreements

1. 1832 AM Global Completion LP limited partnership agreement dated January 15, 2014, as may be amended from time to time, with ScotiaFunds GP Inc. as the general partner of the Fund.
2. 1832 AM Global Low Volatility Equity LP limited partnership agreement dated January 15, 2014, as may be amended from time to time, with ScotiaFunds GP Inc. as the general partner of the Fund.
3. 1832 AM U.S. Low Volatility Equity LP limited partnership agreement dated January 15, 2014, as may be amended from time to time, with ScotiaFunds GP Inc. as the general partner of the Fund.
4. 1832 AM Total Return Bond LP limited partnership agreement dated January 15, 2014, as may be amended from time to time, with ScotiaFunds GP Inc. as the general partner of the Fund.
5. 1832 AM U.S. Dividend Growers LP limited partnership agreement dated May 13, 2014, as may be amended from time to time, with ScotiaFunds GP Inc. as the general partner of the Fund.
6. 1832 AM Canadian Growth LP limited partnership agreement dated April 6, 2015, as may be amended from time to time, with ScotiaFunds GP Inc. as the general partner of the Fund.
7. 1832 AM Canadian Dividend LP limited partnership agreement dated April 6, 2015, as may be amended from time to time, with ScotiaFunds GP Inc. as the general partner of the Fund.
8. 1832 AM Tactical Asset Allocation LP limited partnership agreement dated April 6, 2015, as may be amended from time to time, with ScotiaFunds GP Inc. as the general partner of the Fund.
9. 1832 AM International Equity LP limited partnership agreement dated January 15, 2021, as may be amended from time to time, with ScotiaFunds GP Inc. as the general partner of the Fund.

Master Management Agreement

10. Master Management Agreement between the Manager and the General Partner of the Funds dated August 20, 2015, as amended from time to time. For further information, see *Manager* above.

Portfolio Sub-Advisory Agreements

11. Amended and restated Investment Advisory Agreement dated January 25, 2008, between State Street Global Advisors, Ltd. and the Manager, as amended from time to time. For more information, see *Portfolio Sub-Advisers* above.
12. Investment Management Agreement dated May 8, 2014, between Bristol Gate Capital Partners Inc. and the Manager, as amended from time to time. For more information, see *Portfolio Sub-Advisers* above.

13. Investment Management Agreement dated January 14, 2021, between Fiduciary Management, Inc. and the Manager, as amended from time to time. For more information, see *Portfolio Sub-Advisers* above.
14. Investment Management Agreement dated January 15, 2021, between Walter Scott & Partners Limited and the Manager, as amended from time to time. For more information, see *Portfolio Sub-Advisers* above.

Custodian Agreements

15. Amended and restated master custodian agreement dated April 27, 2004, between State Street Trust Company Canada and the Manager, as may be amended from time to time. For more information, see *Custodian* above.
16. Precious Metals Custodian Agreement dated March 10, 2021 between RCM and the Manager, as may be amended from time to time. For more information, see *Custodian – Precious Metals Custodian* above.

Securities Lending Authorization Agreement

17. Securities Lending Authorization Agreement dated October 1, 2015, between SSBTC and the Manager, as amended from time to time. For more information, see *Securities Lending Agent* above.

Legal 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.

Designated Website

Mutual funds are required to post certain regulatory disclosure documents on a designated website. The designated website of the Funds can be found at www.scotiafunds.com.

VALUATION OF PORTFOLIO SECURITIES

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

The value of the assets of a Fund are calculated using the following valuation principles:

- 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 unitholders 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; 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 for taxes; and
 - v. all other liabilities of the Fund; except liabilities represented by outstanding series of units 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 its 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 accurately reflect what the Manager considers to be 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.

Differences from International Financial Reporting Standards

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, 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 unitholders, 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 a Fund will include a reconciliation of the differences between the NAV calculated based on IFRS and NI 81-106, if applicable.

CALCULATION OF NET ASSET VALUE

How much a Fund is worth is called its net asset value ("**NAV**"). When a Fund calculates its NAV, it determines the market value of all of its assets and subtracts all of its liabilities. The series net asset value per unit ("**NAV per unit**") 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 units of that series outstanding at such time. A unit's NAV is very important because it is the basis on which units of a Fund are purchased and redeemed. The series NAV per unit of a Fund varies from day to day. A Fund calculates the NAV of the units 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 unit may be suspended, subject to obtaining any necessary regulatory approval.

The NAV and NAV per security of the Funds is available at no cost by contacting the Manager at fundinfo@scotiabank.com.

PURCHASES, SWITCHES AND REDEMPTIONS

Series I units of the ScotiaFunds are no-load. That means you do not pay a sales commission when you buy, switch or sell these units. Selling your units is also known as redeeming. All transactions are based on the price of a Fund's units – or its NAV per unit. All orders are processed using the next NAV per unit calculated after the Fund receives the order.

We usually calculate the NAV per unit of a series of each Fund following the close of trading on the Toronto Stock Exchange (the "TSX") on each day that the TSX is open for trading, as described under *Calculation of Net Asset Value* above. In unusual circumstances, we may suspend the calculation of the NAV per unit, subject to any necessary regulatory approval.

All of the Funds are valued in Canadian dollars.

About the Series I units

The interests of the limited partners of each Fund are represented by units. Currently the Funds only offer Series I units. All Series I units of a Fund have equal rights and privileges. Series I units are generally only available to mutual funds or managed asset programs managed by the Manager. For a description of the fees and expenses associated with Series I units, see *Fees and Expenses* below.

How to buy the Funds

Minimum investment

The minimum amount for the initial investment in Series I units of a Fund is generally \$1,000,000. There is no minimum amount for subsequent investments. We may change the minimum amount for initial and subsequent investments in units of a Fund at any time, from time to time, and on a case by case basis, subject to applicable securities legislation.

More about buying

- 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.
- We can reject all or part of your order within one business day of the Fund receiving it. If we reject your order, we will immediately return any money received, without interest.
- You have to pay for your units when you buy them. If we do not receive payment for your purchase within two business days after the purchase price is determined, we will sell your units on the next business day. If the proceeds from the sale are more than the cost of buying the units, the Fund will keep the difference. If the proceeds are less than the cost of buying the units, you must pay the shortfall. We may collect the shortfall and any related costs from the dealer or broker who placed the order, or from you, if you placed the order directly with us.
- Your broker, dealer or we will send you a confirmation of your purchase once your order is processed.

Each Fund is a limited partnership. When you invest in a Fund, you are buying units in the limited partnership and becoming a limited partner thereof. Your rights and obligations as a limited partner and

unitholder will be governed by the limited partnership agreement of the Fund and the laws of the Province of Ontario. In acquiring units, you become a party to such limited partnership agreement and, among other things: (i) acknowledge that you are bound by the terms of such limited partnership agreement and are liable for all obligations of a limited partner; (ii) make certain representations and warranties; and (iii) irrevocably appoint us and the general partner as your true and lawful attorney with full power and authority set out in the limited partnership agreement. You should carefully review the limited partnership agreement of the applicable Fund for complete details of its provisions. For a copy of this document, at no cost, call us at 1-800-268-9269 (or 416-750-3863 in Toronto) for English or 1-800-387-5004 for French, or write to us at the address on the back cover of this simplified prospectus.

How to switch funds

Switches are only available between the Funds offered under this simplified prospectus. You can switch from one Fund to another Fund. A switch involves moving money from the Fund to another Fund. When we receive your order, we will sell units of the first Fund and then use the proceeds to buy units of the second Fund.

More about switching

- The rules for buying and selling units also apply to switches.
- You can switch between Funds valued in the same currency.
- If you hold your units in a non-registered account, you are likely to realize a capital gain or loss. Capital gains are taxable.
- Your broker, dealer or we will send you a confirmation once your order is processed.

How to sell your units

In general, your instructions to sell must be in writing, and your bank, trust company, broker or dealer must guarantee your signature. We may also require other proof of signing authority.

We will send your payment within two business days of receiving your properly completed 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 units issued to you under a prior purchase order.

More about selling

- Redemption requests received by the Manager prior to 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. Redemption requests received after that time will be effective on the next Valuation Date.
- You must provide all required documents within 10 business days of the day the redemption price is determined. If you do not, we will buy back the units as of the close of business on the 10th business day. If the cost of buying the units is less than the sale proceeds, the Fund will keep the difference. If the cost of buying the units is more than the sale proceeds, you must pay the shortfall. We can collect the shortfall and any related costs from the broker or dealer who placed the order, or from you, if you placed the order directly with us. If you used a dealer or broker to place the order, then your dealer or broker may make provision in its arrangements with you that it will be entitled to reimbursement from you of the shortfall together with any additional costs and expenses suffered by it in connection with a failed redemption of securities of a Fund caused by you.

- All sell orders will be processed in the order in which they are received.
- Sell orders placed for a corporation, trust, partnership, agent, fiduciary, surviving joint owner or estate must be accompanied by the required documents with proof of signing authority. The sell order will be effective only when the Manager on behalf of the Fund receives all required documents, properly completed.
- If you hold units in a non-registered account you will experience a taxable disposition which for most unitholders is expected to result in a capital gain or loss.

Suspending your right to buy, switch and sell units

Securities regulations allow us to temporarily suspend your right to sell your Fund units and postpone payment of your sale proceeds:

- during any period when normal trading is suspended on any exchange on which securities or derivatives that make up more than 50% by value or underlying market exposure of the total assets of the Fund without allowance for liabilities are traded and there is no other exchange where these securities or derivatives are traded that represents a reasonably practical alternative for the Fund, or
- with the approval of securities regulators.

We will not accept orders to buy Fund units during any period when we have suspended investors' rights to sell their units.

You may withdraw your sell order before the end of the suspension period. Otherwise, we will sell your units at the NAV per unit next calculated when the suspension period ends.

Short-Term Trading

Short-term trading activities in the Funds may adversely affect securityholders. Short-term trading has the potential to increase costs associated with the administration of the Funds and potentially poses challenges to portfolio managers in generating optimum returns through long-term portfolio investments.

The Manager has in place procedures to identify and deter inappropriate short-term trading and may alter these procedures from time to time, without notice. The Manager reviews, at the time an order is received and processed for an account, redemptions (including switches) of a Fund to determine whether one or more redemptions and/or switches are made within 31-calendar days of purchasing the securities. Such trades are considered short-term trades.

The Manager will take such action as it considers appropriate to deter excessive or inappropriate short-term trading activities. Such action may, in the Manager's sole discretion, include the issuance of a warning letter, the charging of a short-term trading fee on behalf of the Fund of 2% of the net asset value of the series of units redeemed or switched and/or the rejection of future purchase or switch orders where frequent short-term trading activity is detected in an account or group of accounts, as appropriate.

Any short-term trading fee is in addition to any other trading fees to which you would otherwise be subject under this simplified prospectus. See *Fees and Expenses – Fees and Expenses Payable Directly by You – Short-Term Trading Fee* for more information.

The short-term trading fee will not be applied in circumstances which do not involve inappropriate trading activity, including redemptions, switches or reclassifications:

- that are automatic reinvestment of distributions or dividends;
- that are carried out to accommodate payment of fees;
- that are part of an automatic rebalancing service provided by the Manager;
- involving units from one series of a fund to another series of the same fund (reclassification);
- not exceeding a certain dollar amount, as determined by the Manager from time to time; and
- as part of trade corrections or any other action initiated by the Manager or the applicable portfolio adviser.

Redemptions caused by portfolio rebalancing within a discretionary model portfolio or asset allocation program or other similar investment product, excluding fund-of-fund programs, held by multiple individual discretionary client accounts managed by a portfolio manager licensed to engage in discretionary trading on behalf of its clients ("discretionary investment vehicles") will not be subject to a short-term trading fee where the securityholders participating in such program have been identified in writing to the Manager by the dealer or financial advisor administering the discretionary investment vehicle. Such redemptions may include instances involving securityholders who joined a discretionary investment vehicle immediately prior to a rebalancing or other transaction applicable to the program. The Manager will continue to monitor trades made as part of discretionary investment vehicles and will take such action as it considers appropriate to deter excessive or inappropriate short-term trading activities, including charging the short-term trading fee.

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 this simplified prospectus and without notice to you, unless otherwise required by such regulations.

FEES AND EXPENSES

This section describes the fees and expenses you may have to pay if you invest in the Funds. You may have to pay some of these fees and expenses directly. The Funds may have to pay some of these fees and expenses, which may reduce the value of your investment. The Funds are required to pay Goods and Services Tax (“GST”) or Harmonized Sales Tax (“HST”) on management fees, fixed administration fees (as defined below) and fund costs (as defined below), in respect of each series of units.

Because Series I units of the Funds are no-load, a meeting of unitholders of these series of the Funds is not required to approve any increase in a fee or expense charged to the Funds. Any such increase will only be made if such unitholders are notified in writing of the increase at least 60 days before the date on which the increase will take effect.

Fees and expenses payable by the Funds

Management fees The management fees cover the costs of managing the Fund, arranging for investment analysis, recommendations and investment decision making for the Fund, arranging for distribution of the Funds, marketing and promotion of the Funds and providing or arranging for other services.

No management fees are charged by the Manager in respect of Series I units of the Funds.

The General Partner will be allocated 0.01% of the net income of each Fund (up to a maximum of \$3,000 per year) and 0.01% of the net loss of each Fund.

Underlying Fund fees and expenses There are fees and expenses payable by the Underlying Funds whose securities are held by certain Funds, in addition to the fees and expenses directly payable by the Funds. These Funds indirectly bear their share of such fees and expenses. The fees and expenses of the Underlying Funds may be higher than the fees and expenses payable by the Funds. However, neither management fees nor performance fees will be paid to the manager of an Underlying Fund by the Funds which, to a reasonable investor, would duplicate a fee payable by the Underlying Funds for the same service. No sales charges or redemption fees are payable by the Funds in relation to their purchases or redemptions of securities of the Underlying Funds that are managed by us or any of our affiliates or associates or that, to a reasonable person, would duplicate a fee payable by securityholders of the Funds. Certain Underlying Funds held by a Fund may pay performance fees, including performance fees to the Manager.

Operating expenses Fixed Administration Fees

The Manager pays certain operating expenses of the Funds. These expenses include regulatory filing fees and other day-to-day operating expenses including, but not limited to, transfer agency and recordkeeping, accounting and fund valuation costs, custody fees, audit and legal fees, administration costs, bank charges, costs of preparing and distributing annual and semi-annual reports, prospectuses, fund facts and statements, investor communications and continuous disclosure materials. The Manager is not obligated to pay any other expense, cost or fee, including those arising up from new government or

regulatory requirements relating to the foregoing expenses, costs and fees. In return, each Fund pays a fixed administration fee to the Manager (the “**fixed administration fee**”). The fixed administration fee may vary by series of units and by Fund. The fixed administration fee is calculated and accrued daily and paid monthly. The maximum annual rates of the fixed administration fee, which are a percentage of the net asset value for each series of units of each Fund, are as follows:

Fund	Fixed Administration Fee %
<i>Series I units</i>	
1832 AM Canadian Dividend LP	0.04%
1832 AM Canadian Growth LP	0.04%
1832 AM Global Completion LP	0.07%
1832 AM Global Low Volatility Equity LP	0.10%
1832 AM International Equity LP	0.07%
1832 AM Tactical Asset Allocation LP	0.04%
1832 AM Total Return Bond LP	0.03%
1832 AM U.S. Dividend Growers LP	0.07%
1832 AM U.S. Low Volatility Equity LP	0.07%

Fund Costs

Each Fund also pays certain operating expenses directly, including the costs and expenses related to the IRC of the Funds, the cost of any government or regulatory requirements imposed commencing after September 17, 2020, any new types of costs, expenses or fees not incurred prior to September 17, 2020, including those related to external services that were not commonly charged in the Canadian mutual fund industry as of September 17, 2020, any fee introduced after September 17, 2020 by a securities regulator or other government authority that is based on the assets or other criteria of the Funds, any transaction costs, including all fees and costs related to derivatives, and any borrowing costs (collectively, “**fund costs**”), and taxes (including, but not limited to, GST or HST, as applicable).

The purchase price of all securities and other property acquired by or on behalf of the Funds (including, but not limited to, brokerage fees, commissions and service charges paid in connection with the purchase and sale of such securities and other property) are considered capital costs paid directly by the Funds and therefore are not considered part of the operating expenses of the Funds paid by the Manager.

Fund costs will be allocated among Funds and each series of a Fund is allocated its own expenses and its proportionate share of the Fund’s expenses that are common to all series. As at the date of this simplified prospectus, each member of the IRC receives an annual retainer of \$62,000 (\$77,000 for the Chair), plus expenses for each meeting. The fees and expenses, plus associated

legal costs, are allocated among all of the funds managed by the Manager for which the IRC acts as the independent review committee in a manner that is considered by the Manager to be fair and reasonable. Each Fund's share of the IRC's compensation will be disclosed in the Funds' financial statements. The Manager may, in some years and in certain cases, pay a portion of a series' fixed administration fee or fund costs. The fixed administration fee and fund costs are included in the management expense ratio of a Fund.

Fees and expenses payable directly by you

Sales charges	None
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Redemption fee	None
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Switch fee	None
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Short-term trading fee	To discourage short-term trading, a Fund may charge a fee of 2% of the amount you sell or switch, if you sell or switch your securities within 31 days of buying them. For additional information please see <i>Short-term Trading</i> .
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Other fees	None
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DEALER COMPENSATION

We do not pay any sales or trailing commissions on Series I units of the Funds. We also do not offer any sales incentive programs for selling Series I units of the Funds.

Equity interests

The Bank of Nova Scotia owns, directly or indirectly, 100% of Scotia Capital Inc. Scotia Capital Inc. may sell units of the Funds.

INCOME TAX CONSIDERATIONS

The following summarizes the principal Canadian federal income tax considerations generally applicable to a Fund and its unitholders who, for the purposes of the Tax Act and at all relevant times, are resident in Canada and hold such units as capital property.

Pursuant to the Limited Partnership Agreements, units of the Funds may not be held by: (i) a non-resident of Canada; (ii) a partnership other than a “Canadian partnership” for purposes of the Tax Act, (iii) a “financial institution” as defined in subsection 142.2(1) of the Tax Act or which is acquiring a unit as a “tax shelter investment”.

The summary is based on the current provisions of the Tax Act and the regulations made under the Tax Act (the “**Regulations**”), proposals to amend the Tax Act or the Regulations publicly announced by the Minister of Finance (Canada) before the date hereof (the “**Tax Proposals**”) and the current published administrative practices and assessing policies of the Canada Revenue Agency. It has been assumed that the Tax Proposals will be enacted as proposed and that there is no other relevant amendment of any governing law. However, no assurance can be given in this respect.

This summary is not exhaustive of all possible federal income tax considerations and, other than the Tax Proposals, does not take into account or anticipate any changes in law, whether by legislative, governmental or judicial action. This summary does not deal with foreign, provincial or territorial income tax considerations, which might differ from the federal considerations. This summary does not constitute legal or tax advice to any particular investor. Investors are advised to consult their own tax advisors with respect to their particular circumstances.

Income Tax Considerations for the Funds

A Fund will not be subject to income tax on its income or gains. Instead, the income, loss, capital gains and capital losses of a Fund will be computed as if the Fund were a separate person and each unitholder in the Fund will be treated as earning its share of the income, loss, capital gains and capital losses of the Fund for a fiscal year of the Fund that ends in (or coincidentally with) the unitholder’s taxation year, whether or not the unitholder receives any distributions from the Fund. Accordingly, a unitholder will be treated as earning its share of any dividends from taxable Canadian corporations, capital gains or losses, and foreign source income on which foreign tax has been paid, as well as any other types of income or losses realized by the Fund. A unitholder that is a corporation that holds a significant interest (generally, more than a 10 per cent interest) in a Fund that has a taxation year-end other than December 31 should consult its own tax advisor regarding the timing of its recognition of income from a Fund under the Tax Act.

The “suspended loss” rules in the Tax Act may prevent the 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 Fund to be allocated to unitholders.

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

In general, subject to the application of the DFA rules discussed below, gains and losses realized by the 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 Fund. Pursuant to the Tax Act, an election to realize gains and losses on “eligible derivatives” (as defined in the Tax Act) of the Fund on a mark-to-market basis may be available. The Manager will consider whether such election, if available, would be advisable for the 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 the 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 of an investment held as capital property.

Income Tax Considerations for Investors

The ability of a unitholder to deduct losses, if any, incurred by a Fund and allocated to the unitholder will be subject to the “at-risk” rules in the Tax Act. If a unitholder’s share of a loss of the Fund for a fiscal year exceeds the unitholder’s “at-risk amount” as defined in the Tax Act in respect of the Fund at the end of that fiscal year, such share of the loss cannot be deducted by the unitholder in computing its income, but may be carried forward and deducted in a future year to the extent that the unitholder has an “at-risk” amount at the relevant time in such future year.

Upon the actual or deemed disposition of a unit of the Fund, including the redemption of a unit by the Fund and a switch of units of the Fund into another mutual fund, a capital gain (or a capital loss) will generally be realized to the extent that the proceeds of disposition of the units exceed (or are exceeded by) the aggregate of the adjusted cost base to the unitholder of such units and the costs of disposition. In general, one-half of a capital gain realized by a unitholder must be included in computing such unitholder’s income as a taxable capital gain. One-half of a capital loss is deducted as an allowable capital loss against taxable capital gains realized in the year and any remainder may be deducted against net taxable capital gains in any of the three years preceding the year or any year following the year to the extent and under the circumstances described in the Tax Act.

In general, the adjusted cost base of a unitholder’s units in a Fund will be equal to (i) the actual cost of the units (including any units purchased through the reinvestment of distributions from the Fund) plus (ii) the *pro rata* share of the income and capital gains of the Fund allocated to the unitholder for fiscal years of the Fund ending before the relevant time less (iii) the aggregate of the *pro rata* share of losses and capital losses of the Fund allocated to the unitholder (other than losses which cannot be deducted because they exceed the unitholder’s “at-risk” amount) for fiscal years of the Fund ending before the relevant time less (iv) distributions received from the Fund by the unitholder before the relevant time. The adjusted cost base of each of the units will be subject to the averaging provisions contained in the Tax Act.

If a unitholder’s adjusted cost base of its units in the Fund is a negative amount at the end of a fiscal year of the Fund, the unitholder will be deemed to realize a capital gain equal to such amount and the adjusted cost base of such units would then be deemed to be nil. If at the end of a later fiscal year, the adjusted cost base of the unitholder’s units is a positive amount, the unitholder may make a tax election to be deemed to realize a capital loss subject to and in accordance with the rules in the Tax Act.

If a unitholder realizes a capital loss on the sale of units of a Fund and the unitholder or a person affiliated with the unitholder has acquired units of the Fund within 30 days before or after such sale, the loss may not be deductible by the unitholder against capital gains, but may instead, in the case of an individual, be

added to the adjusted cost base of the newly acquired units, and in the case of a corporation, partnership or trust, be suspended until the investor has disposed of all of its units of the Fund.

If a unitholder disposes of all of its units during a fiscal year of the Fund, the unitholder may be treated as if it continued to hold units of the Fund until the end of that fiscal year for certain tax purposes, including recognition of the unitholder's share of income and losses of the Fund and the calculation of the adjusted cost base of the unitholder's units.

A unitholder 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 10²/₃% on its "aggregate investment income" as defined in the Tax Act for the year, which is defined to include taxable capital gains. 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 advisor.

Unitholders that are individuals (including certain trusts) may be subject to alternative minimum tax in respect of taxable dividends and capital gains allocated to them by a Fund. Such unitholders should consult their own tax advisors with respect to their particular circumstances.

Tax forms

Unitholders will receive an annual tax form relating to their share of income, loss, capital gains and capital losses realized by a Fund to enable them to complete their income tax returns. Unitholders should keep records of the cost of units acquired, amounts allocated by the Fund and any distributions so that they can calculate any capital gain or loss on the redemption or other disposition of their units.

Registered Plans

Units of the Funds are **not** qualified investments for trusts governed by registered retirement savings plans, registered retirement income funds, registered education savings plans, deferred profit sharing plans, registered disability savings plans or tax-free savings accounts and should not be acquired by such plans.

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 and indicia of U.S. status are identified, 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 Fund will endeavor to comply with the requirements imposed under the Canada-U.S. IGA and its implementing provision under the Tax Act. However, if the 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"), the Fund is required under Part XIX of the Tax Act to identify and to report annually to the CRA certain information (including tax 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 the CRS participating jurisdiction in which the unitholder resides for tax purposes under the provision and safeguards of the Multilateral Administrative Assistance in Tax Matters or the relevant bilateral tax treaty.

Portfolio turnover rate

Each Fund discloses its portfolio turnover rate in its management report of fund performance. A Fund's portfolio turnover rate indicates how actively the Fund's portfolio adviser manages its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio one time in the course of a year. The higher a Fund's portfolio turnover rate in a year, the greater the trading costs payable by the Fund in the year and the greater the likelihood that gains or losses will be realized by the Fund. There is not necessarily a relationship between a high turnover rate and the performance of a Fund.

WHAT ARE YOUR LEGAL RIGHTS?

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

Securities legislation in some provinces and territories also allows you to cancel an agreement to buy mutual fund units and get your money back, or to make a claim for damages, if the simplified prospectus, Fund Facts or financial statements misrepresent any facts about the mutual fund. These rights must usually be exercised within certain time limits.

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

EXEMPTIONS AND APPROVALS

The Funds have obtained exemptive relief from the Canadian securities authorities to engage in certain transactions or practices as described below. These exemptions from securities legislation may only be relied upon by a Fund where it is consistent with the Fund's investment objectives and strategies.

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 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 to invest in private placement offerings of equity securities of an issuer during the Prohibition Period even if Scotia Capital Inc., an affiliate of the Manager, acts as underwriter in offerings of securities of the same class, provided the issuer is at the time a reporting issuer in at least one province of Canada and the IRC of the Fund approves of the investment in accordance with the approval requirements of NI 81-107.

The Funds, along with the other mutual funds managed by the Manager, have obtained exemptive relief from the Canadian securities regulatory authorities to purchase debt securities of an issuer that does not have a designated credit rating from a designated credit rating organization in a distribution for which a dealer related to the Manager, such as Scotia Capital Inc., acts as an underwriter or agent, provided such purchases are made in compliance with the approval requirements of NI 81-107 and certain other conditions.

The Funds, along with other mutual funds managed by the Manager, have obtained exemptive relief from the Canadian securities regulatory authorities that permits the Funds to invest in equity securities of an issuer that is not a reporting issuer in Canada during the Prohibition Period, whether relating to a private placement of the issuer in Canada or the United States or a prospectus offering of the issuer in the United States of securities of the same class even if an affiliate of the Manager acts as underwriter in the private placement or prospectus offering, provided the issuer is at the time a registrant in the United States and the IRC of the Fund approves of the investment in accordance with certain other conditions.

Transactions with Related Parties

Certain Funds, along with other mutual funds managed by the Manager, have obtained exemptive relief from the Canadian securities regulatory authorities to purchase long-term debt securities issued by The Bank of Nova Scotia, 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.

The Funds, along with the other mutual funds managed by the Manager, have also obtained exemptive relief to purchase exchange and non-exchange traded debt securities from, or sell to, the account of an affiliate or associate of the Manager, such as Scotia Capital Inc., that is a principal dealer in the Canadian

debt securities market, provided such trades 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.

In-Specie Transactions

The Funds have obtained exemptive relief from the Canadian securities regulatory authorities to permit certain investment funds and managed accounts managed by the Manager, or an affiliate of the Manager, to purchase securities of the Funds by delivering securities to the Fund as payment of the issue price, or to redeem securities of the Funds by receiving securities from the investment portfolio of the Funds as payment of redemption proceeds. Such in-specie transactions are subject to certain conditions, including approval by the IRC of the Funds.

Gold and Precious Metals

The Funds have the approval of the Canadian securities regulatory authorities to appoint RCM to act as the custodian for any physical precious metals held by a Fund and to permit RCM to appoint IDS Canada to act as a sub-custodian to RCM.

Gold Exchange-Traded Funds

The 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

The Funds have obtained exemptive relief from the Canadian securities regulatory authorities to invest in non-redeemable (or closed-end) investment funds (“**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.

Fixed Income Securities

The Funds have received an exemption from the requirements in securities legislation relating to purchasing and holding illiquid assets with respect to certain fixed income securities that qualify for, and

may be traded pursuant to, the exemption from the registration requirements of the Securities Act of 1933, as amended (the “US Securities Act”), as set out in Rule 144A of the US Securities Act for resales of certain fixed income securities to “qualified institutional buyers” (as such term is defined in the US Securities Act). The exemptive relief is subject to certain conditions.

Sales Communications

The Funds have been granted exemptive relief to permit a Fund to reference in its sales communications: (a) Lipper, Inc. (“Lipper”) leader ratings and Lipper awards (where such Fund has been awarded a Lipper award) and (b) FundGrade Ratings and FundGrade A+ Awards (where such Fund has been awarded a FundGrade A+ Award), in each case, provided that certain conditions are met.

Independent Review Committee Approvals

On April 1, 2022, KPMG LLP replaced PricewaterhouseCoopers LLP as the Funds’ auditor, after the change was approved by the independent review committee of the Funds and at least 60 days’ prior written notice was provided to unitholders.

CERTIFICATE OF THE FUNDS

January 20, 2023

1832 AM Canadian Dividend LP
1832 AM Canadian Growth LP
1832 AM Global Completion LP
1832 AM Global Low Volatility Equity LP
1832 AM International Equity LP
1832 AM Tactical Asset Allocation LP
1832 AM Total Return Bond LP
1832 AM U.S. Dividend Growers LP
1832 AM U.S. Low Volatility Equity LP

(collectively, the “**Funds**”)

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

“Neal Kerr”

Neal Kerr
President

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

ScotiaFunds G.P. Inc., as the general partner for
and on behalf of the Funds

“Greg Joseph”

Greg Joseph
Chief Financial Officer

ScotiaFunds G.P. Inc., as the general partner for
and on behalf of the Funds

ON BEHALF OF

the Board of Directors of ScotiaFunds G.P. Inc. as the general partner for and on behalf of the Funds

“Jim Morris”

Jim Morris
Director

CERTIFICATE OF THE MANAGER AND THE PROMOTER

January 20, 2022

1832 AM Canadian Dividend LP
1832 AM Canadian Growth LP
1832 AM Global Completion LP
1832 AM Global Low Volatility Equity LP
1832 AM International Equity LP
1832 AM Tactical Asset Allocation LP
1832 AM Total Return Bond LP
1832 AM U.S. Dividend Growers LP
1832 AM U.S. Low Volatility Equity LP

(collectively, the “**Funds**”)

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

“Neal Kerr”

Neal Kerr

Chairman of the Board and 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 Funds

“Greg Joseph”

Greg 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 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 Funds

“John Pereira”

John Pereira

Director

“Jim Morris”

Jim Morris

Director

Part B: Specific Information About Each of the Mutual Funds Described in this Document

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

For many Canadians, mutual funds represent a simple and affordable way to meet their financial goals. But what exactly is a mutual fund, why invest in them, and what are the risks?

What is a mutual fund?

A mutual fund is an investment that pools your money with the money of many other people. Professional portfolio advisers use that money to buy securities that they believe will help achieve the mutual fund's investment objectives. These securities could include stocks, bonds, money market instruments, or a combination of these.

When you invest in a mutual fund limited partnership, you receive units of the limited partnership. Each unit represents a proportionate share of all of the mutual fund's assets. All of the investors in a mutual fund share in the mutual fund's income, gains and losses. Investors also pay their share of the mutual fund's expenses.

Why invest in mutual funds?

Mutual funds offer investors three key benefits: professional money management, diversification and accessibility.

- *Professional money management.* Professional portfolio advisers have the expertise to make the investment decisions. They also have access to up-to-the-minute information on trends in the financial markets, and in-depth data and research on potential investments.
- *Diversification.* Because your money is pooled with that of other investors, a mutual fund offers diversification into many securities that may not have otherwise been available to individual investors.
- *Accessibility.* Mutual funds have low investment minimums, making them accessible to nearly everyone.

No guarantees

While mutual funds have many benefits, it is important to remember that an investment in a mutual fund is not guaranteed. Unlike bank accounts or guaranteed investment certificates, mutual fund limited partnership units are not covered by the Canada Deposit Insurance Corporation or any other government deposit insurer, and your investment in the Funds is not guaranteed by Scotiabank.

Under exceptional circumstances, a mutual fund may suspend your right to sell your units. See *Purchases, Switches and Redemptions – Suspending your right to buy, switch and sell units* for details.

What are the risks of investing in a mutual fund?

While everyone wants to make money when they invest, you could lose money too. This is known as risk. Like other investments, mutual funds involve some level of risk. The value of a Fund's securities can change from day to day for many reasons, including changes in the economy, interest rates, and market and company news. That means the value of mutual fund units can vary. When you sell your units in a mutual fund, you could receive less money than you invested.

The amount of risk depends on the Fund's investment objectives and the types of securities it invests in. A general rule of investing is that the higher the risk, the higher the potential for gains as well as losses. Cash equivalent funds usually offer the least risk because they invest in highly liquid, short-term investments such as treasury bills. Their potential returns are tied to short term interest rates. Income funds invest in bonds and other fixed income investments. These funds typically have higher long-term returns than cash equivalent funds, but they carry more risk because their prices can change when interest rates change. Equity funds expose investors to the highest level of risk because they invest in equity securities, such as common shares, whose prices can rise and fall significantly in a short period of time.

Managing risk

While risk is an important factor to consider when you are choosing a mutual fund, you should also think about your investment goals and when you will need your money. For example, if you are saving for a large purchase in the next year or so, you might consider investing in a mutual fund with low risk. If you want your retirement savings to grow over the next 20 years, you can probably afford to put more of your money in equity funds.

A carefully chosen mix of investments can help reduce risk as you meet your investment goals. Your registered investment professional can help you build a portfolio that is suited to your goals and risk comfort level.

If your investment goals or tolerance for risk changes, remember, you can and should change your investments to match your new situation.

What do mutual funds invest in?

While there are many different types of securities that a mutual fund may invest in, they generally fit into two basic types: equity securities and debt securities. In addition to investing in equity and debt securities, mutual funds also may use other investment techniques such as investing in other investment funds, using derivatives and engaging in securities lending and short selling.

Equity Securities

Companies issue common shares and other types of equity securities to help finance their operations. Equity securities are investments which give the holder part ownership in a company and the value of an equity security changes with the fortunes of the company that issued it. As the company earns profits and retains some or all of them, its equity value should grow, increasing the value of each common share and making them more attractive to investors. Conversely, a series of losses would reduce retained earnings and therefore reduce the value of the shares. In addition, the company may distribute part of its profit to shareholders in the form of dividends; however, dividends are not obligatory. Although common shares are the most familiar type of equity security, equity securities also include preferred shares, securities convertible into common shares, such as warrants, and units of real estate, royalty, income and other types of investment trusts.

Debt Securities

Debt securities generally represent loans to governments or companies that make a commitment to pay interest at fixed intervals and the principal upon maturity. Debt securities enable governments and companies to raise capital to finance major projects or to meet their daily expenses. Short-term debt securities which mature in one year or less are often called money market instruments and include government treasury bills, bankers' acceptances, commercial paper and certain high-grade short-term bonds. Debt securities which have a term to maturity of more than one year are often called fixed income securities and include government and corporate bonds, debentures and mortgages. Debt securities may also be referred to as fixed income securities because, generally, either a regular series of cash flows are paid on a lump sum invested, or a regular series of cash flows are expected and accrued.

Derivatives

Derivatives are investments that derive their value from the price of another investment or from anticipated movements in interest rates, currency exchange rates or market indexes. Derivatives are usually contracts with another party to buy or sell an asset at a later time and at a set price. Examples of derivatives are options, forward contracts, futures contracts and swaps.

- **Options** generally give holders the right, but not the obligation, to buy or sell an asset, such as a security or currency, at a set price and a set time. Option holders normally pay the other party a cash payment, called a premium, for agreeing to give them the option.
- **Forward contracts** are agreements to buy or sell an asset, such as a security or currency, at a set price and a set time. The parties have to complete the deal, or sometimes make or receive a cash payment, even if the price has changed by the time the deal closes. Forward contracts are generally not traded on organized exchanges and are not subject to standardized terms and conditions.
- **Futures contracts**, like forward contracts, are agreements to buy or sell an asset, such as a security or currency, at a set price and a set time. The parties have to complete the deal, or sometimes make or receive a cash payment, even if the price has changed by the time the deal closes. Futures contracts are normally traded on a registered futures exchange. The exchange usually specifies certain standardized terms and conditions.
- **Swaps** are agreements between two or more parties to exchange principal amounts or payments based on returns on different investments. Generally, swaps are not traded on organized exchanges and are not subject to standardized terms and conditions.

A Fund can use derivatives as long as it uses them in a way that is consistent with the Fund's investment objectives and with Canadian securities regulations. The Funds may use derivatives to hedge their investments against losses from changes in currency exchange rates, interest rates and stock market prices. Some of the Funds may also use derivatives to gain exposure to financial markets or to invest indirectly in securities or other assets. This can be less expensive than buying securities or assets directly. 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.

When a Fund uses derivatives for purposes other than hedging, it holds enough cash or money market instruments to fully cover its positions, as required by securities regulations.

Underlying Funds

Some of the Funds may, from time to time, invest up to 10% of their assets in Underlying Funds that are managed by us or one of our affiliates or associates, including other ScotiaFunds, or by third party investment managers. When deciding to invest in Underlying Funds, the portfolio adviser may consider a variety of criteria, including management style, investment performance and consistency, risk attributes and the quality of the Underlying Fund's manager or portfolio adviser.

Types of Underlying Funds may include conventional mutual funds, exchange-traded funds (“ETFs”), alternative mutual funds and/or Closed-End Funds. Alternative mutual funds have the ability to invest in asset classes and use investment strategies that are generally not permitted for conventional mutual funds. Examples include the increased use of derivatives for hedging and non-hedging purposes, the increased ability to sell securities short, and the ability to borrow cash to use for investment purposes.

Securities Lending, repurchase and reverse repurchase transactions

Some of the Funds may enter into securities lending, repurchase or reverse repurchase transactions to generate additional income from securities held in a Fund's investment portfolio. 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 security for tax purposes. When a mutual fund agrees to sell a security at one price and buy it back on a specified later date (usually at a lower price), it is entering into a repurchase transaction. When a mutual fund agrees to buy a security at one price and sell it back on a specified later date (usually at a higher price), it is entering into a reverse repurchase transaction. For a description of the strategies the Funds use to minimize the risks associated with these transactions, see the discussion under *Risk Factors - Securities lending, repurchase and reverse repurchase transaction risk*.

Short selling

Mutual funds may engage in a limited amount of short selling as permitted 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.

Short selling will be used by a Fund only as a complement to the Fund's current primary discipline of buying securities or commodities with the expectation that they will appreciate in market value. See the discussion under *Risk Factors – Short selling risk*.

INVESTMENT RESTRICTIONS

This simplified prospectus contains detailed descriptions of the investment objectives, investment strategies and risk factors for each of the Funds. Before a change is made to the fundamental investment objective of a Fund, the prior approval of unitholders of the Fund is required. This approval must be given by a resolution passed by a majority of the votes cast at a meeting of unitholders of the Fund.

The Funds are subject to certain restrictions and requirements contained in securities legislation, including NI 81-102, that 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. Each Fund is managed in accordance with these restrictions and requirements, except to the extent a Fund has obtained exemptive relief therefrom. The Funds have received exemptive relief from the securities regulatory authorities to deviate from some of these restrictions and requirements as described under *Exemptions and Approvals*.

DESCRIPTION OF SECURITIES OFFERED BY THE FUNDS

What are units of the Funds?

Each of the Funds has been organized as a separate limited partnership. Each limited partnership is divided into one general partner unit, representing the interest in the Fund held by the general partner, and Series I limited partnership units representing interests in the Fund held by its limited partners. Series I units are generally only available to mutual funds or managed asset programs managed by the Manager. No management fees are payable by a Fund in respect of Series I units. Series I units pay administration fees and may have other expenses attributable to them.

Each Fund is authorized to issue an unlimited number of Series I units. All Series I units of a Fund have equal rights and privileges. The interest of each unitholder in a Fund is shown by how many units are registered in the name of such unitholder. No Series I unit of a Fund has any preference or priority over another Series I unit of the Fund.

As a holder of units of a 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 Fund are fully paid and non-assessable and have no pre-emptive or conversion rights. Fractions of units may also be issued.

Pursuant to the terms of the Limited Partnership Agreements (as defined herein), no unitholder owns any assets of any of the Funds.

Series I units of each of the Funds have the following attributes:

- (a) the units have no voting rights except as required by securities legislation or applicable partnership law;
- (b) on the termination of a Fund, the assets of the Fund will be distributed and all units in the Fund will share in the value of the Fund, followed then by the return to the general partner of its initial capital contribution to the Fund;
- (c) the units have redemption rights;
- (d) there are no pre-emptive rights;
- (e) the units cannot be transferred, except in limited circumstances;
- (f) the units may be sub-divided or consolidated by us without notice to unitholders of the Fund; and

- (g) subject to the unitholder approval and notice requirements described below, these attributes may be amended from time to time by the Manager.

Redemption

All units of the Funds are redeemable on the basis as described under *How to sell your units*.

In addition, the Funds may, in their discretion, redeem units at their net asset value per unit if authorized to do so by applicable law or by securities regulators, or if the holding of such units by such unitholder would have an adverse effect on the Fund or other unitholders of the Fund.

Voting rights

Unitholders do not have the right to vote except as required by applicable partnership legislation or by Canadian securities legislation. Pursuant to current Canadian securities legislation, the approval of unitholders is also required for the matters discussed below. Subject to any exemption obtained by a Fund from applicable securities laws, or as otherwise may be permitted under securities laws, the following matters currently require unitholder approval pursuant to securities laws:

- (a) the appointment of a new manager, unless the new manager is an affiliate of the Manager;
- (b) a change in the fundamental investment objectives of a Fund;
- (c) a decrease in the frequency of calculating the net asset value per unit of a Fund;
- (d) changing the basis of the calculation of a fee or expense that is charged to a Fund or directly to its unitholders 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;
- (e) introducing a fee or expense, to be charged to a Fund or directly to its unitholders by the Fund or the Manager in connection with holding units of the Fund, 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;
- (f) 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 unitholders of the Fund becoming securityholders of the other issuer. Notwithstanding the foregoing, no unitholder 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 unitholders at least 60 days prior to the effective date of the reorganization or transfer;
- (g) 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 unitholders of the Fund and the transaction would be a material change to the Fund; and

- (h) where a Fund is restructured into a non-redeemable investment fund or into an issuer that is not an investment fund.

At unitholder meetings, unitholders are entitled to one vote for each whole unit owned by them.

Because unitholders in Series I are not charged sales commissions or redemption fees when they invest in or redeem units of the Funds, unitholder meetings in respect of Series I units 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 unitholders if unitholders are notified of the change in writing at least 60 days before the effective date of the introduction or increase.

In addition, no securityholder approval will be required for a change of auditors of a Fund if the IRC of the Fund approves the change and securityholders of the Fund are sent a written notice at least 60 days before the effective date of the change. Further, no securityholder approval will be required for a merger or similar transaction of the Fund that has the effect of combining the Fund with any other investment fund (or funds) that have substantially similar investment objectives, valuation procedures and fee structures, if the IRC of the Fund approves the change, certain merger pre-approval conditions set out in NI 81-102 are met, and securityholders of the Fund are sent a written notice at least 60 days before the effective date of the change.

Except as described below, unitholders of a Fund will be given 60 days' notice of any amendment to the Limited Partnership Agreement of the Fund.

The Limited Partnership Agreement of a Fund may be amended without approval of, or notice to, unitholders of the Fund, if the proposed amendment:

- (a) is not expected to materially adversely affect the interests of unitholders;
- (b) is intended to ensure compliance with applicable laws, regulations or policies;
- (c) is intended to provide additional protection to unitholders;
- (d) is intended to remove conflicts or inconsistencies or to correct typographical, clerical or other errors; or
- (e) is intended to facilitate the administration of the Fund or to respond to amendments to the Tax Act which might otherwise adversely affect the interests of the Fund or its unitholders.

The approval of unitholders of the Fund is required if the proposed amendment:

- (a) reduces a unitholder's share of the net income of the Fund, reduces the interest of a unitholder in the Fund or changes the liability of the unitholder;
- (b) changes the Fund from a limited partnership to a general partnership; or
- (c) changes the right of a unitholder to approve any matter specified in the Limited Partnership Agreement as requiring unitholder approval.

NAME, FORMATION AND HISTORY OF THE FUNDS

Each of the Funds is an open-ended mutual fund organized as a limited partnership governed by the laws of Ontario pursuant to a separate limited partnership agreement (each, a “**Limited Partnership Agreement**”) signed by ScotiaFunds GP Inc. as the general partner to each of the Funds. You will find the details of each Limited Partnership Agreement in the individual Fund descriptions section. Each Fund is divided into one general partner unit, representing the interest in the relevant Fund held by its general partner, and Series I limited partnership units (“**units**”) representing interests in the Fund held by its limited partner unitholder(s).

The head office of the Manager and of the Funds is located at 40 Temperance Street, 16th Floor, Toronto, Ontario, M5H 0B4.

RISK FACTORS

The value of the investments a Fund holds can change for a number of reasons. You will find the specific risks of investing in each of the Funds in the individual Fund descriptions section. This following section tells you more about each risk. To the extent that a Fund invests in Underlying Funds, it has the same risks as the Underlying Funds. Accordingly, any reference to a Fund in this section is intended to also refer to any Underlying Funds that a Fund may invest in.

Asset-backed and mortgage-backed securities risk

Asset-backed securities are debt obligations that are backed by pools of consumer or business loans. Mortgage-backed securities are debt obligations backed by pools of mortgages on commercial or residential real estate. To the extent that a Fund invests in these securities, it will be sensitive to asset-backed and mortgage-backed securities risk. If there are changes in the market perception of the issuers of these types of securities, or in the creditworthiness of the parties involved, then the value of the securities may be affected. When investing in mortgage-backed securities, there is also a risk that there may be a drop in the interest rates charged on mortgages, a mortgagor may default on its obligations under a mortgage or there may be a drop in the value of the property secured by the mortgage.

Commodity risk

Some Funds invest directly or indirectly in gold, silver, platinum or palladium or in companies engaged in the energy or natural resource industries, such as gold, silver, platinum, palladium, oil and gas, or other commodity focused industries. These investments, and therefore the value of the Fund’s investment in these commodities or in these companies and the unit value of the Fund, will be affected by changes in the price of commodities which include, among others, gold, silver, palladium and platinum and which can fluctuate significantly in short time periods. Commodity prices can change as a result of a number of factors, including supply and demand, speculation, government and regulatory activities, international monetary and political factors, central bank activity and changes in interest rates and currency values. If a Fund holds bullion, the bullion will be insured by the custodian or the sub-custodian against all risk, including, but not limited to, the risk of loss, damage, destruction or mis-delivery, and excepting only those risks for which insurance is not currently available, including, but not limited to, war, terrorist events, nuclear incident or government confiscations. Direct purchases of bullion by a Fund may generate higher transaction and custody costs than other types of investments, which may impact the performance of the Fund.

Concentration risk

If a Fund holds significant investments in a few issuers, changes in the value of the securities of those issuers may increase the volatility of the net asset value of the Fund. If a single issuer's securities represent a significant portion of the market value of a Fund's assets, it is possible that the Fund may experience reduced liquidity and diversification. In particular, the Fund may not be able to easily liquidate its position in the issuers as required to fund redemption requests.

Generally, mutual funds are not permitted to invest more than 10% of their net assets in any one issuer. This restriction does not apply to investments in debt securities issued or guaranteed by the Canadian or U.S. government or the government of a Canadian province or territory, securities issued by a clearing corporation, securities issued by mutual funds that are subject to the requirements of NI 81-102 or index participation units issued by a mutual fund. Index mutual funds may invest more than 10% of their net assets in any one issuer if certain conditions are satisfied.

Credit risk

To the extent that a Fund invests in fixed income securities, debt securities (including guaranteed mortgages) or mortgage-backed securities, it will be sensitive to credit risk. When a person, company, government or other entity issues a fixed income security or a debt security, the issuer promises to pay interest and repay a specified amount on the maturity date, and the credit risk is that the issuer of the security will not live up to that promise. Generally, this risk is lowest among issuers who have received good credit ratings from recognized credit rating agencies, but the risk level may increase in the event of a downgrade in the issuer's credit rating or a change in the creditworthiness, or perceived creditworthiness, of the issuer. The most risky fixed income or debt securities, which are those with a low credit rating or no credit rating at all, usually offer higher interest rates to compensate for the increased credit risk. In the case of guaranteed mortgages and mortgage-backed securities, the credit risk is that the mortgagor will default on its obligations under a mortgage. A similar credit risk related to default also applies to debt securities other than mortgages. Please see *Foreign investment risk* in the case of investments in debt issued by foreign companies or governments.

Currency risk

When a Fund buys an investment that is denominated in a foreign currency, changes in the exchange rate between that currency and the Canadian dollar will affect the value of the Fund. When a Fund calculates its net asset value in U.S. dollars, changes in the exchange rate between U.S. dollars and an investment denominated in a currency other than U.S. dollars will affect the value of the Fund.

Mutual funds may hedge currency exposure of their foreign portfolio positions to the extent deemed appropriate. Hedging against a decrease in the value of a currency does not, however, eliminate fluctuations in the prices of portfolio securities or prevent losses should the prices of the portfolio securities decline. It may also limit the opportunity for gain as a result of an increase in value of the hedged currency. Furthermore, it may not be possible for a mutual fund to hedge against generally anticipated devaluation as the mutual fund may not be able to contract to sell the currency at a price above the anticipated devaluation level.

Cyber security risk

With the increasingly prevalent use of technologies such as the internet to conduct business, the manager and the Funds are potentially more susceptible to operational, information security, and related risks through breaches in cyber security. In general, cyber incidents can result from deliberate attacks or

unintentional events. Cyber attacks include, but are not limited to, gaining unauthorized access to digital systems (e.g., through “hacking” or malicious software coding) for purposes of misappropriating assets or sensitive information, corrupting data, or causing operational disruption. Cyber attacks may also be carried out in a manner that does not require gaining unauthorized access, such as causing denial-of-service attacks on websites (i.e., efforts to make network services unavailable to intended users). Cyber incidents affecting the Funds, the manager or the Funds’ service providers (including, but not limited to, sub-adviser(s) or the Funds’ custodian) have the ability to cause disruptions and impact each of their respective business operations, potentially resulting in financial losses, interference with the Funds’ ability to calculate their NAV, impediments to trading the portfolio securities of the Funds, the inability of the Funds to process transactions in units of the Funds, such as purchases and redemptions of the Funds’ units, violations of applicable privacy and other laws, regulatory fines, penalties, reputational damage, reimbursement or other compensation costs, or additional compliance costs associated with the implementation of any corrective measures. Similar adverse consequences could result from cyber incidents affecting the issuers of securities in which the Funds invest and counterparties with which the Funds engage in transactions.

Similar to other operational risks, the manager and the Funds have established risk management systems designed to reduce the risks associated with cyber security. However, there is no guarantee that such systems will be successful in every instance. Inherent limitations exist in such systems including the possibility that certain risks have not been identified or anticipated. Furthermore, the manager and the Funds cannot control the cyber security plans and systems of the Funds’ service providers, the issuers of securities in which the Funds invest, the counterparties with which the Funds engage in transactions, or any other third parties whose operations may affect the Funds or its unitholders.

Derivatives risk

The use of derivatives is usually designed to reduce risk and/or enhance returns, but its use is not without its own risk. Here are some of the most common ones:

- There is no guarantee that a Fund will be able to complete a derivative contract when it needs to.
- Where the derivatives contract is a commodity futures contract with an underlying interest in sweet crude oil or natural gas, a Fund that is permitted to trade in commodity futures contracts will always endeavour to settle the contract with cash or an offsetting contract. However, there is no guarantee the Fund will be able to do so. This would result in the Fund having to make or take delivery of the underlying commodity.
- A securities exchange could impose limits on trading of derivatives, thereby making it difficult to complete a contract. When using derivatives, the Fund relies on the ability of the counterparty to the transaction to perform its obligations. In the event that a counterparty fails to complete its obligations, for example, in the event of the default or bankruptcy of the counterparty, the Fund may bear the risk of loss of the amount expected to be received under options, forward contracts or other transactions.
- The other party to the derivative contract may be unable to honour the terms of the contract.
- The price of a derivative may not reflect the true value of the underlying security or index.
- The price of derivatives based on a stock index could be distorted if some or all of the stocks that make up the index temporarily stop trading.

- Derivatives traded on foreign markets may be harder to close than those traded in Canada.
- In some circumstances, investment dealers and futures brokers may hold some of a Fund's assets on deposit as collateral in a derivative contract.
- A hedging strategy involving the use of derivatives may not always work and could restrict a Fund's ability to increase in value.
- The regulation of derivatives is a rapidly changing area of law and is subject to modification by government and judicial action. The effect of any future regulatory changes may make it more difficult, or impossible, for a Fund to use certain derivatives.
- Costs relating to entering and maintaining derivatives contracts may reduce the returns of a Fund.
- Changes in domestic and/or foreign tax laws, regulatory laws, or the administrative practices or policies of a tax or regulatory authority may adversely affect a Fund and its investors. For example, the domestic and foreign tax and regulatory environment for derivative instruments is evolving, and changes in the taxation or regulation of derivative instruments may adversely affect the value of derivative instruments held by a Fund and the ability of a Fund to pursue its investment strategies. In addition, interpretation of the law and the application of administrative practices or policies by a taxation authority may also affect the characterization of a Fund's earnings as capital gains or income. In such a case, the net income of a Fund for tax purposes and the taxable component of distributions to investors could be determined to be more than originally reported, with the result that investors or the Fund could be liable to pay additional income tax. Any liability imposed on a Fund may reduce the value of the Fund and the value of an investor's investment in the Fund.

Emerging markets risk

Some Funds may invest in foreign companies or governments (other than the U.S.) which may be located in, or operate, in developing countries. Companies in these markets may have limited product lines, markets or resources, making it difficult to measure the value of the company. Political instability, possible corruption, as well as lower standards of business regulation increase the risk of fraud and other legal issues. In addition to foreign investment risk described below, these Funds may be exposed to greater volatility as a result of such issues.

Equity risk

In general, when stock markets rise, the value of companies (equity securities) tends to rise. When stock markets fall, the value of companies (equity securities) tends to fall.

Funds that invest in equity securities, such as common shares, are affected by changes in the general economy and financial markets, as well as by the success or failure of the companies that issued the securities. As the company earns profits and retains some or all of them, its equity value should grow, increasing the value of each common share and making them more attractive to investors; conversely, a series of losses would reduce retained earnings and therefore reduce the value of the shares. In addition, the company may distribute part of its profit to shareholders in the form of dividends, however dividends are not obligatory.

Companies issue common shares and other types of equity securities to help finance their operations. Although common shares are the most familiar type of equity security, equity securities also include preferred shares, securities convertible into common shares, such as warrants, and units of real estate,

royalty, income and other types of investment trusts. Certain equity securities may also have investment trust risk, and convertible securities may also be subject to interest rate risk. See *Interest Rate Risk* and *Investment Trust Risk* below.

Foreign investment risk

Investments in foreign companies, securities and governments are influenced by economic and market conditions in the countries in which the governments or companies operate. Foreign investments may be considered more risky than Canadian investments as there is often less available information about foreign issuers or governments. Some other countries also have lower standards for accounting, auditing and financial reporting than those of Canada or the United States. In some countries that may be politically unstable, there may also be a risk of nationalization, expropriation or currency controls. It can also be difficult to trade foreign securities solely through foreign securities markets as they can be less liquid and, due to lower trading volumes, more volatile than securities of comparable issuers traded in North America or securities of governments in North America. These and other risks can contribute to larger and more frequent price changes among foreign investments. U.S. investments are not considered to have foreign investment risk. There may also be Canadian tax consequences for a Fund related to the holding by the Fund of interests in certain foreign investment entities. The information available to a Fund and the Manager relating to the characterization, for Canadian tax purposes, of the income realized or distributions received by the Fund from issuers of the Fund's investments may be insufficient to permit the Fund to accurately determine its income for Canadian tax purposes by the end of a taxation year and to make sufficient distributions to ensure that it will not be liable to pay income tax in respect of that year.

Fund on fund risk

The Funds may invest in securities of Underlying Funds, including Underlying Funds managed by the Manager or an affiliate or associate of the Manager. The proportions and types of Underlying Funds held by a Fund will vary according to the risk and investment objectives of the Fund.

If a Fund invests in, or has exposure to, an Underlying Fund, the risks associated with investing in that fund include the risks associated with the securities in which the Underlying Fund invests, along with the other risks of the Underlying Fund. Accordingly, a Fund takes on the risk of an Underlying Fund and its respective securities in proportion to its investment in that Underlying Fund. If an Underlying Fund suspends redemptions, the Fund that invests in, or has exposure to, the Underlying Fund may be unable to value part of its investment portfolio and may be unable to process redemption orders.

Pursuant to the requirements of applicable securities legislation, no Fund will vote any of the securities it holds in an Underlying Fund managed by us or any of our affiliates and associates. To the extent that a Fund holds units of an Underlying Fund, the Fund will be required to include in the calculation of its income for a taxation year the net income, including net taxable capital gains, paid or payable to the Fund by such Underlying Fund in the calendar year in which that taxation year ends, notwithstanding that certain of such amounts may be reinvested in additional units of the Underlying Fund.

Any reassessment by a taxation authority of an Underlying Fund resulting in an increase in its net income for tax purposes and/or changes to the taxable components of its distributions, may result in additional taxable distributions to its unitholders (including the Fund). As a result, the Fund or its unitholders could be liable to pay additional income tax.

Index risk

Some Funds may invest in index funds that have investment objectives that require them to duplicate the investment portfolio of a particular index. Depending on market conditions, one or more of the securities listed in that index may account for more than 10% of the net assets of the index fund. As an index fund and the index it tracks become less diversified, the index fund is exposed to greater concentration and liquidity risk and may become more volatile.

Inflation risk

Inflation is an investment risk which has not been considered for many years. However, it is possible that the value of fixed income investments and currencies could depreciate as the level of inflation rises in the country of origin. Inflation rates are generally measured by the government and are reported as the Consumer Price Index ("CPI"). During times of higher and rising rates of the CPI, investors are better protected by being invested in hard asset investments such as real estate, commodities and precious metals or mutual funds that invest in companies in these industries.

Interest rate risk

Funds that invest in fixed income securities, such as bonds, mortgages and money market instruments, are sensitive to changes in interest rates. In general, when interest rates are rising, the value of these investments tends to fall. When rates are falling, fixed income securities tend to increase in value. Fixed income securities with longer terms to maturity are generally more sensitive to changes in interest rates. Certain types of fixed income securities permit issuers to repay principal before the security's maturity date. There is a risk that an issuer will exercise this prepayment right after interest rates have fallen and the Funds that hold these fixed income securities will receive payments of principal before the expected maturity date of the security and may need to reinvest these proceeds in securities that have lower interest rates.

Investment trust risk

The Funds may invest in real estate, royalty, income and other investment trusts which are investment vehicles in the form of trusts rather than corporations. To the extent that claims, whether in contract, in tort or as a result of tax or statutory liability, against an investment trust are not satisfied by the trust, investors in the investment trust, including a Fund if it has invested in such investment trust, could be held liable for such obligations. Investment trusts generally seek to make this risk remote in the case of contracts by including provisions in their agreements that the obligations of the investment trust will not be binding on investors. However, investors in investment trusts, which may include the Funds, could still have exposure to damage claims not mitigated contractually, such as personal injury and environmental claims. Certain jurisdictions have enacted legislation to protect investors in investment trusts, including a Fund if it has invested in the investment trust, from the possibility of such liability. Investors in most Canadian investment trusts have been placed on the same footing as shareholders of Canadian corporations which receive the protection of statutorily mandated limited liability in several provincial jurisdictions. However, the extent to which a Fund remains at risk for the obligations of investment trusts ultimately depends on the local laws of the jurisdictions where the Fund invests in investment trusts.

Limited partner liability risk

When you invest in a Fund, you are buying units in a limited partnership and becoming a limited partner thereof. Limited partners may lose their limited liability in certain circumstances, including by taking part in the control or management of the business of a limited partnership. To reduce the risk of limited

partners taking part in the control or management of the business of a limited partnership, the Manager will clarify in its relationships on behalf of a limited partnership that it is not acting on behalf of any of the limited partners when acting as manager of the limited partnership. If limited liability is lost, there is a risk that limited partners of a Fund may be liable beyond their contribution of capital and share of undistributed net income of the limited partnership in the event of judgment on a claim in an amount exceeding the sum of the net assets of the General Partner and the net assets of the limited partnership. While the General Partner has agreed to indemnify the limited partners of the Funds in certain circumstances, the General Partner has only nominal assets, and it is unlikely that the General Partner will have sufficient assets to satisfy any claims pursuant to such indemnity.

A limited partner who has received the return of all or part of the limited partner's contribution is liable to repay, with interest, such amount that is necessary to discharge the liabilities of the limited partnership to all creditors who extended credit or whose claims otherwise arose before the return of such contribution.

Liquidity risk

Investors often describe the speed and ease with which an asset can be sold and converted into cash as its liquidity. Most of the securities owned by a Fund can usually be sold promptly at a fair price and therefore can be described as relatively liquid. However, a Fund may also invest in securities that are illiquid, which means they cannot be sold quickly or easily or for the value used in calculating the net asset value. Some securities are illiquid because of legal restrictions, the lack of an organized trading market, the nature of the investment itself, or for other reasons. Sometimes, there may simply be a shortage of buyers. A Fund that has trouble selling a security can lose value or incur extra costs. In addition, illiquid securities may be more difficult to value accurately and may experience larger price changes. This can cause greater fluctuations in a Fund's value.

Market disruptions risk

Significant events such as natural disasters, incidents of war, terrorism, civil unrest or disease outbreaks and related geopolitical risks may in the future lead to increased short-term market volatility and may have adverse long-term effects on world economies and markets generally, including U.S., Canadian and other economies and securities markets. The effects of such unexpected disruptive events on the economies and securities markets of countries cannot be predicted and could also have an acute effect on individual issuers or related groups of issuers. These risks could also adversely affect securities markets, inflation and other factors relating to the value of the portfolios of the Funds, and may adversely affect the performance of the Funds. Upon the occurrence of a disruptive event, the impacted country may not efficiently and quickly recover from such event, which could have a materially adverse effect on borrowers and other developing economic enterprises in such country.

Securities lending, repurchase and reverse repurchase transaction risk

Some Funds may enter into securities lending, repurchase and reverse repurchase transactions to generate additional income consistent with their investment objectives and as permitted by applicable securities and tax legislation.

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 security for tax purposes. When a Fund agrees to sell a security at one price and buy it back on a specified later date from the same party with the expectation of a profit, it is entering into a repurchase transaction.

When a Fund agrees to buy a security at one price and sell it back on a specified later date to the same party with the expectation of a profit, it is entering into a reverse repurchase transaction.

These transactions involve certain risks. In the event that the Fund undertakes a securities lending, repurchase or reverse repurchase transaction, the Fund will rely on the ability of the counterparty to the transaction to perform its obligations. If the other party to these transactions goes bankrupt, or is for any reason unable to fulfil its obligations under the agreement, such Funds may experience difficulties or delays in receiving payment. In the event that a counterparty fails to complete its obligations, for example, in the event of the default or bankruptcy of a counterparty, the Fund may bear the risk of loss of the amount expected to be received under the transaction.

In lending its securities, a Fund is exposed to the risk that the borrower may not be able to satisfy its obligations under the securities lending agreement and the lending Fund is forced to take possession of the collateral held. Losses could result if the collateral held by the Fund is insufficient, at the time the remedy is exercised, to replace the securities borrowed.

Funds engaging in repurchase and reverse repurchase transactions are exposed to the risk that the other party to the transaction may become insolvent and unable to complete the transaction. In those circumstances, there is a risk that the value of the securities bought may drop or the value of the securities sold may rise between the time the other party becomes insolvent and the time the Fund recovers its investment.

To address these risks, any such transactions entered into by a Fund will comply with applicable securities legislation 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 these transactions only with parties that we believe, through conducting credit evaluations, have adequate resources and financial ability to meet their obligations under such agreements. In the case of securities lending transactions or repurchase and reverse repurchase transactions, the aggregate market value of all securities loaned pursuant to the transactions, together with those that have been sold pursuant to repurchase transactions, by the Fund will not exceed 50% of the net asset value of that Fund immediately after the Fund enters into the transaction.

Short selling risk

Certain Funds may engage in a limited amount of short selling. 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). Short selling involves certain risks. There is no assurance that securities will decline in value during the period of the short sale sufficient to offset the interest paid by the mutual fund and make a profit for the mutual fund, and securities sold short may instead appreciate in value. The mutual fund also may experience difficulties repurchasing and returning the borrowed securities if a liquid market for the securities does not exist. The lender from whom the mutual fund has borrowed securities may go bankrupt and the mutual fund may lose the collateral it has deposited with the lender. Each Fund that engages in short selling will adhere to controls and limits that are intended to offset these risks by short selling only securities of larger issuers for which a liquid market is expected to be maintained and by limiting the amount of exposure for short

sales. The Funds also will deposit collateral only with lenders that meet certain criteria for creditworthiness and only up to certain limits.

Significant unitholder risk

Securities of the Funds may be purchased and sold by large investors, including institutions such as banks and insurance companies or other funds.

If a large investor redeems a portion or all of its investment from a Fund, that Fund may have to incur capital gains and other transaction costs in the process of making the redemption. In addition, some securities may have to be sold at unfavourable prices, thus reducing the Fund's potential return. Conversely, if a large investor were to increase its investment in a Fund, that Fund may have to hold a relatively large position in cash for a period of time until the portfolio adviser finds suitable investments, which could also negatively impact the performance of the Fund. Since the performance of the Fund may be negatively impacted, so may the investment return of any remaining investors in the Fund, including other top funds which may still be invested in the Fund.

Small capitalization risk

Funds that invest in companies with small capitalization are sensitive to small capitalization risk. Capitalization is a measure of the value of a company represented by the current price of a company's stock, multiplied by the number of shares of the company that are outstanding. Companies with small capitalization may not have a well-developed market for their securities. As a result, these securities may be difficult to trade, making their prices more volatile than those of large companies..

Taxation risk

The tax treatment of gains and losses realized by the Funds will depend on whether such gains or losses are treated as being on income or capital account. In determining its income for tax purposes, each Fund will generally treat gains or losses realized on the disposition of portfolio securities (other than derivatives and short selling as described below) held by it as capital gains and losses. In general, gains or losses from short selling is treated as income rather than as a capital gains or losses, unless the gains or losses is from short selling "Canadian securities" as defined in the Tax Act and the Fund has made a subsection 39(4) election under the Tax Act. Gains and losses realized by a Fund from derivative transactions will generally be on income account except where such derivatives are used to hedge portfolio securities held on capital account provided the Fund is not a financial institution and there is sufficient linkage, subject to the DFA Rules discussed below. The CRA's practice is not to grant advance income tax rulings on the characterization of items as capital gains or income and no advance income tax ruling has been requested or obtained. In addition, there can be no assurance that the CRA will agree with the tax treatment otherwise adopted by a Fund. If the CRA disagrees with any tax treatment adopted by a Fund, including if the foregoing dispositions or transactions of the Fund are determined not to be on capital account (whether because of the DFA Rules discussed below or otherwise), the net income of the Fund for tax purposes could increase and the taxable allocation to its unitholders could increase.

The Tax Act contains rules relating to "derivative forward agreements" (the "DFA Rules") that target certain financial arrangements that seek to deliver a return based on an "underlying interest" (other than certain excluded underlying interests) for purposes of the DFA Rules. The DFA Rules are broad in scope and could apply to other agreements or transactions. If the DFA Rules were to apply in respect of any derivatives to be utilized by the Funds, gains realized in respect of the property underlying such derivatives could be treated as ordinary income rather than capital gains.

Underlying ETFs risk

The Funds may invest in ETFs, which may invest in stocks, bonds, commodities, and other financial instruments. ETFs and their underlying investments are subject to the same general types of investment risks as those that apply to the Funds. The risk of each ETF will be dependent on the structure and underlying investments of the ETF.

A Fund's ability to realize the full value of an investment in an ETF will depend on its ability to sell such ETF units or shares on a stock exchange. If the Fund chooses to exercise its rights to redeem ETF units or shares, then it may receive less than 100% of the ETF's then net asset value per unit or share. The trading price of the units or shares of ETFs will fluctuate in accordance with changes in the ETFs' net asset value, as well as market supply and demand on the respective stock exchange on which they are listed. Units or shares of an ETF may trade in the market at a premium or discount to the ETF's net asset value per unit or share and there can be no assurance that units or shares will trade at prices that reflect their net asset value. The ETFs are or will be listed on a Canadian or U.S. stock exchange, or such other stock exchanges as may be approved from time to time by Canadian securities regulators, however there is no assurance that an active public market for an ETF will develop or be sustained.

The Funds may invest in ETFs that (i) invest in securities that are included in one or more indices in substantially the same proportion as those securities are reflected in a referenced index or indices, or (ii) invest in a manner that substantially replicates the performance of such a referenced index or indices. If the computer or other facilities of the index providers or a stock exchange malfunction for any reason, calculation of the value of these indices may be delayed and trading in units or shares of such an ETF may be suspended for a period of time. If constituent securities of these indices are cease traded at any time, the manager of such an ETF may suspend the exchange or redemption of units or shares of the ETF until such time as the transfer of the securities is permitted by law. The indices on which an ETF may be based may not have been created by index providers for the purpose of the ETF. Index providers generally have the right to make adjustments or to cease calculating the indices without regard to the particular interests of the manager of an ETF, an ETF or investors in an ETF.

Adjustments to baskets of securities held by an ETF to reflect rebalancing of and adjustments to the underlying indices on which they are based will depend on the ability of the manager of the ETF and its brokers to perform their respective obligations. If a designated broker fails to perform, an ETF would be required to sell or purchase, as the case may be, constituent securities of the index on which it is based in the market. If this happens, the ETF would incur additional transaction costs that would cause the performance of the ETF to deviate more significantly from the performance of such index than would otherwise be expected.

Deviations in the tracking by an ETF of an index on which it is based could occur for a variety of reasons. For example, the total return generated will be reduced by the management fee payable to the manager of the ETF and transaction costs incurred in adjusting the portfolio of securities held by the ETFs and other expenses of the ETFs, whereas such transaction costs and expenses are not included in the calculation of such indices.

INVESTMENT RISK CLASSIFICATION METHODOLOGY

As required by applicable securities legislation, we determine the investment risk level of each Fund in accordance with a standardized risk classification methodology that is based on the Fund's historical volatility as measured by the 10-year standard deviation of the returns of the Fund. Standard deviation is a statistical tool used to measure the historical variability of a Fund's returns relative to the Fund's average

return. The higher the standard deviation of a Fund, the greater the range of returns it has experienced in the past. A Fund with a higher standard deviation will be classified as more risky.

Where a Fund has offered securities to the public for less than 10 years, the standardized methodology requires the use of the standard deviation of a reference mutual fund or index that reasonably approximates or, for a newly established Fund, is reasonably expected to approximate, the standard deviation of the Fund. Where applicable, the reference mutual fund or index used to determine the risk rating of a Fund is described in specific disclosure for the Fund, under the heading *Investment Risk Classification*.

Using this methodology, each Fund will have a risk rating in one of the following categories: low, low to medium, medium, medium to high and high.

We will review the investment risk rating of each Fund at least annually as well as if there is a material change in a Fund's investment objectives or investment strategies.

Historical performance may not be indicative of future returns and a Fund's historical volatility may not be indicative of its future volatility. There may be times when we believe the standardized methodology produces a result that does not reflect the Fund's risk based on other qualitative factors. As a result, we may assign a higher risk rating to the Fund if we determine it is reasonable to do so in the circumstances.

The methodology that the Manager uses to identify the investment risk level of a Fund is available on request at no cost by contacting 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 simplified prospectus.

ABOUT THE FUND DESCRIPTIONS

On the following pages, you will find detailed descriptions of each of the Funds to help you make your investment decisions. Here is what each section of the Fund descriptions tells you:

Fund details

This section gives you some basic information about each Fund, such as what type of mutual fund it is and its eligibility for registered plans, including trusts governed by registered retirement savings plans, registered retirement income funds, registered education savings plans, deferred profit sharing plans, registered disability savings plans and tax-free savings accounts (collectively, "**Registered Plans**").

None of the Funds offered under this simplified prospectus are, or are expected to be, qualified investments under the Tax Act for Registered Plans.

What do the Funds invest in?

This section tells you the fundamental investment objectives of each Fund and the strategies each Fund uses in trying to achieve those objectives. Any change to the fundamental investment objectives must be approved by a majority of votes cast at a meeting of unitholders called for that purpose.

What are the risks of investing in the Fund?

This section tells you the specific risks of investing in the Fund. You will find a description of each risk under *Risk Factors* above.

Investment risk classification

This section provides a brief description of the reference index or indices used to determine the risk level of a Fund that has fewer than 10 years of performance history.

Distribution policy

This section tells you when the Fund pays distributions. For information about how your distributions are taxed, see *Income tax considerations for investors*.

Name, formation and history of the Fund

This section tells you the formation date, former names (if any) and other major events affecting the Fund in the last 10 years. It also shows the start date for each series of each Fund.

1832 AM Canadian Dividend LP

Fund details

Fund type	Canadian equity fund
Type of securities	Series I units of a limited partnership
Eligible for Registered Plans?	No
Portfolio adviser	1832 Asset Management L.P. Toronto, Ontario

What does the Fund invest in?

Investment objectives

The Fund seeks to provide income and long-term capital growth by investing primarily in equity securities of Canadian businesses that pay a dividend or distribution.

Any change to the fundamental investment objectives must be approved by a majority of votes cast at a meeting of unitholders called for that purpose.

Investment strategies

To achieve its objective, the Fund invests primarily in Canadian dividend paying equity securities and, to a lesser extent, in other securities including fixed income securities the portfolio adviser considers desirable for dividend income, growth or capital preservation.

Investment analysis for this Fund follows a bottom-up approach, which emphasizes careful company specific analysis. Techniques such as fundamental analysis are used to assess growth and value potential. This means evaluating the financial condition and management of each company, its industry and the overall economy. As part of this evaluation, the portfolio adviser may:

- analyze financial data and other information sources
- assess the quality of the management team
- conduct company interviews, where possible

The portfolio adviser may choose to use warrants and derivatives such as options, futures, forward contracts and swaps to gain exposure to individual securities and markets instead of buying the securities directly and/or to hedge against losses from changes in the prices of the fund's investments and from exposure to foreign currencies. The Fund will only use derivatives as permitted by securities regulations.

The Fund can invest up to 49% of its total assets in foreign securities.

The Fund also may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, to the extent permitted by securities regulations, to earn additional income. For more information about repurchase, reverse repurchase and securities lending transactions and how the Fund limits the risks associated with them see *Risk Factors - Securities lending, repurchase and reverse repurchase transaction risk*.

In the event of adverse market, economic and/or political conditions, the portfolio adviser may invest this Fund's assets in cash and cash equivalent securities.

The Fund may also engage in short selling as permitted by Canadian securities rules. In determining whether securities of a particular issuer should be sold short, the portfolio adviser utilizes the same analysis that is described above for deciding whether to purchase the securities. Where the analysis generally produces a favourable outlook, the issuer is a candidate for purchase. Where the analysis produces an unfavourable outlook, the issuer is a candidate for a short sale. For a more detailed description of short selling and the limits within which the Fund may engage in short selling, please refer to *Risk Factors – Short selling risk*.

The Fund may hold cash, and may invest in fixed income securities of any quality or term and other income producing securities. The portfolio adviser selects the quality and term of each investment according to market conditions.

The portfolio adviser may engage in active or frequent trading of investments. This increases the possibility that an investor will receive taxable distributions. This can also increase trading costs, which lower the Fund's returns.

What are the risks of investing in the Fund?

The main risks of investing in the Fund include the following:

- Commodity risk
- Concentration risk
- Credit risk
- Currency risk
- Cyber security risk
- Derivatives risk
- Equity risk
- Foreign investment risk
- Inflation risk
- Interest rate risk
- Limited partner liability risk
- Liquidity risk
- Market disruptions risk
- Securities lending, repurchase and reverse repurchase transaction risk
- Short selling risk
- Significant unitholder risk
- Taxation risk
- Underlying ETFs risk

You will find details about each risk under *Risk Factors*.

As at December 23, 2022, Scotia INNOVA Balanced Growth Portfolio held approximately 31.8% of the outstanding units of the Fund, Scotia INNOVA Balanced Income Portfolio held approximately 10.0% of the outstanding units of the Fund, and Scotia INNOVA Growth Portfolio held approximately 25.9% of the outstanding units of the Fund.

Investment risk classification

As the Fund has offered securities to the public for less than 10 years, the Fund's risk classification is based on the Fund's returns and the return of the following reference index:

Reference Index	Description
S&P/TSX Composite Index	This index comprises approximately 95% of the market capitalization for Canadian-based, Toronto Stock Exchange listed companies.

Please see *Investment risk classification methodology* for a description of how we determined the classification of the Fund's risk level.

Distribution policy

The Fund will make distributions at such times and in such amounts as may be determined in the discretion of the Manager. Distributions are reinvested in additional units of the Fund, unless you tell your registered investment professional that you want to receive cash distributions.

Name, formation and history of the Fund

Full name of the Fund	1832 AM Canadian Dividend LP
Former names	N/A
Formation date	April 6, 2015
Formation details	Created by a Limited Partnership Agreement governed by the laws of Ontario
Series start date	Series I units: April 24, 2015
Major events in the last 10 years	N/A

1832 AM Canadian Growth LP

Fund details

Fund type	Canadian equity fund
Type of securities	Series I units of a limited partnership
Eligible for Registered Plans?	No
Portfolio adviser	1832 Asset Management L.P. Toronto, Ontario

What does the Fund invest in?

Investment objectives

The Fund's objective is to provide long-term capital growth. It invests primarily in a broad range of Canadian equity securities.

Any change to the fundamental investment objectives must be approved by a majority of votes cast at a meeting of the voting unitholders called for that purpose.

Investment strategies

To achieve the Fund's investment objective, the portfolio adviser utilizes an approach that seeks to identify companies demonstrating better than average current or prospective earnings growth. When deciding to buy or sell an investment for the Fund, the portfolio adviser also considers whether it is a good value relative to its current price.

The portfolio adviser may use techniques such as fundamental analysis to assess growth potential. This means evaluating the financial condition and management of a company, its industry and the overall economy. As part of this evaluation, the portfolio adviser may:

- analyze financial data and other information sources
- assess the quality of management
- conduct company interviews, where possible

The portfolio adviser may choose to use warrants and derivatives such as options, futures, forward contracts and swaps to gain exposure to individual securities and markets instead of buying the securities directly and/or to hedge against losses from changes in the prices of the Fund's investments and from exposure to foreign currencies. The Fund will only use derivatives as permitted by securities regulations.

The Fund may invest up to 49% of its total assets in foreign securities.

The Fund also may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, to the extent permitted by securities regulations, to earn additional income. For more information about repurchase, reverse repurchase and securities lending transactions and how the Fund limits the risks associated with them see *Risk Factors – Securities lending, repurchase and reverse repurchase transaction risk*.

In the event of adverse market, economic and/or political conditions, the portfolio adviser may invest the Fund's assets in cash and cash equivalent securities.

The Fund may also engage in short selling as permitted by Canadian securities rules. In determining whether securities of a particular issuer should be sold short, the portfolio adviser utilizes the same analysis that is described above for deciding whether to purchase the securities. Where the analysis generally produces a favourable outlook, the issuer is a candidate for purchase. Where the analysis produces an unfavourable outlook, the issuer is a candidate for a short sale. For a more detailed description of short selling and the limits within which the Fund may engage in short selling, please refer to *Risk Factors – Short selling risk*.

The Fund may hold cash, and may invest in fixed income securities of any quality or term and other income producing securities. The portfolio adviser selects the quality and term of each investment according to market conditions.

The portfolio adviser may engage in active or frequent trading of investments. This increases the possibility that an investor will receive taxable distributions. This can also increase trading costs, which lower the Fund's returns.

What are the risks of investing in the Fund?

The main risks of investing in the Fund include the following:

- Commodity risk
- Concentration risk
- Credit risk
- Currency risk
- Cyber security risk
- Derivatives risk
- Equity risk
- Foreign investment risk
- Inflation risk
- Interest rate risk
- Investment trust risk
- Limited partner liability risk
- Liquidity risk
- Market disruptions risk
- Securities lending, repurchase and reverse repurchase transaction risk
- Short selling risk
- Significant unitholder risk
- Taxation risk
- Underlying ETFs risk

You will find details about each risk under *Risk Factors*.

As at December 23, 2022, Scotia INNOVA Balanced Growth Portfolio held approximately 15.4% of the outstanding units of the Fund, and Scotia INNOVA Growth Portfolio held approximately 20.2% of the outstanding units of the Fund.

Investment risk classification

As the Fund has offered securities to the public for less than 10 years, the Fund's risk classification is based on the Fund's returns and the return of the following reference index:

Reference Index	Description
S&P/TSX Composite Index	This index comprises approximately 95% of the market capitalization for Canadian-based, Toronto Stock Exchange listed companies.

Please see *Investment risk classification methodology* for a description of how we determined the classification of the Fund's risk level.

Distribution policy

The Fund will make distributions at such times and in such amounts as may be determined in the discretion of the Manager. Distributions are reinvested in additional units of the Fund, unless you tell your registered investment professional that you want to receive cash distributions.

Name, formation and history of the Fund

Full name of the Fund	1832 AM Canadian Growth LP
Former names	N/A
Formation date	April 6, 2015
Formation details	Created by a Limited Partnership Agreement governed by the laws of Ontario
Series start date	Series I units: April 24, 2015
Major events in the last 10 years	N/A

1832 AM Global Completion LP

Fund details

Fund type	Specialty fund
Type of securities	Series I units of a limited partnership
Eligible for Registered Plans?	No
Portfolio adviser	1832 Asset Management L.P. Toronto, Ontario

What does the Fund invest in?

Investment objectives

The Fund's investment objective is to achieve long-term capital growth. It invests primarily in a mixed portfolio of equity and/or fixed income exchange-traded funds ("ETFs") but may also invest directly in fixed income securities, equity securities, commodities and cash or cash equivalents.

Any change to the fundamental investment objectives must be approved by a majority of votes cast at a meeting of the voting unitholders called for that purpose.

Investment strategies

In seeking to meet the investment objective, the portfolio adviser actively manages the Fund's allocation between equity and fixed income securities and is not limited to how much is invested in any asset class, country, or sector. This will vary according to market conditions.

The Fund invests primarily in ETFs, in, or with a focus on, global equity and fixed income securities and money market instruments. The ETFs that the Fund will hold will be listed primarily in Canada and/or the United States.

The Fund uses a strategic asset allocation approach. It invests in multiple asset classes, which may include equities, fixed income securities, commodities and money market instruments of companies and other issuers anywhere in the world by investing primarily in a combination of mutual funds and/or ETFs.

The Fund can invest up to 100% of its assets in foreign securities.

The Fund may choose to use warrants and derivatives such as options, futures, forward contracts and swaps to gain exposure to individual securities and markets instead of buying the securities directly and/or to hedge against losses from changes in the prices of the Fund's investments and from exposure to foreign currencies. The Fund will only use derivatives as permitted by securities regulations.

The Fund also may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, to the extent permitted by securities regulations, to earn additional income. For more information about repurchase, reverse repurchase and securities lending transactions and how the Fund limits the risks associated with them see *Risk Factors – Securities lending, repurchase and reverse repurchase transaction risk*.

In the event of adverse market, economic and/or political conditions, the portfolio adviser may invest the Fund's assets in cash and cash equivalent securities.

The Fund may invest in other mutual funds which are managed by us, or one of our affiliates or associates, or by other mutual fund managers. For more information see *What do mutual funds invest in – Underlying funds*.

The portfolio adviser may engage in active or frequent trading of investments. This increases the possibility that an investor will receive taxable distributions. This can also increase trading costs, which lowers the Fund's returns.

What are the risks of investing in the Fund?

The main risks of investing in the Fund include the following:

- Asset-backed and mortgage-backed securities risk
- Commodity risk
- Concentration risk
- Credit risk
- Currency risk
- Cyber security risk
- Derivatives risk
- Emerging markets risk
- Equity risk
- Foreign investment risk
- Fund on fund risk
- Inflation risk
- Index risk
- Interest rate risk
- Investment trust risk
- Limited partner liability risk
- Liquidity risk
- Market disruptions risk
- Securities lending, repurchase and reverse repurchase transaction risk
- Significant unitholder risk
- Small capitalization risk
- Taxation risk
- Underlying ETFs risk

You will find details about each risk under *Risk Factors*.

As at December 23, 2022, Scotia INNOVA Balanced Growth Portfolio held approximately 27.7% of the outstanding units of the Fund, Scotia INNOVA Growth Portfolio held approximately 22.8% of the outstanding units of the Fund, Scotia INNOVA Maximum Growth Portfolio held approximately 10.1% of the outstanding units of the Fund, and Scotia Aria Progressive Build Portfolio held approximately 12.1% of the outstanding units of the Fund.

During the 12 months preceding December 23, 2022, up to 17.5% of the net assets of the Fund were invested in iShares Core S&P Mid-Cap ETF, up to 15.3% of the net assets of the Fund were invested in iShares J.P. Morgan USD Emerging Markets Bond ETF, up to 29.1% of the net assets of the Fund were invested in iShares MSCI EAFE Small-Cap ETF, up to 22.2% of the net assets of the Fund were invested in Schwab Fundamental Emerging Markets Large Company Index ETF, and up to 16.0% of the net assets of the Fund were invested in Schwab U.S. Small-Cap ETF.

Investment risk classification

As the Fund has offered securities to the public for less than 10 years, the Fund's risk classification is based on the Fund's returns and the return of the following reference index:

Reference Index	Description
MSCI ACWI Index (C\$)	This index captures large- and mid-representation across developed markets and emerging markets.

Please see *Investment risk classification methodology* for a description of how we determined the classification of the Fund's risk level.

Distribution policy

The Fund will make distributions at such times and in such amounts as may be determined in the discretion of the Manager. Distributions are reinvested in additional units of the Fund, unless you tell your registered investment professional that you want to receive cash distributions.

Name, formation and history of the Fund

Full name of the Fund	1832 AM Global Completion LP
Former names	N/A
Formation date	January 15, 2014
Formation details	Created by a Limited Partnership Agreement governed by the laws of Ontario
Series start date	Series I units: January 27, 2014
Major events in the last 10 years	N/A

1832 AM Global Low Volatility Equity LP

Fund details

Fund type	Global equity fund
Type of securities	Series I units of a limited partnership
Eligible for Registered Plans?	No
Portfolio adviser	1832 Asset Management L.P. Toronto, Ontario
Portfolio sub-adviser	State Street Global Advisors, Ltd. Montreal, Quebec

What does the Fund invest in?

Investment objectives

The Fund's objective is to achieve long-term capital growth. It invests primarily in equity securities located around the world.

Any change to the fundamental investment objectives must be approved by a majority of votes cast at a meeting of unitholders called for that purpose.

Investment strategies

To achieve its mandate, the Fund is managed using a quantitative global equity strategy that seeks to provide index level of returns at lower than index level of risk. The Fund seeks to reduce volatility of returns while maintaining equity growth potential over the long term.

To achieve the Fund's objectives, the portfolio sub-adviser:

- invests in equity securities of companies located in countries around the world
- invests in stocks that have a lower systematic risk and low correlation with other asset classes
- uses a quantitative investment process that seeks to maximize equity growth while controlling for risk exposure

The portfolio sub-adviser may choose to use warrants and derivatives such as options, futures, forward contracts and swaps to gain exposure to individual securities and markets instead of buying the securities directly and/or to hedge against losses from changes in the prices of the Fund's investments and from exposure to foreign currencies. It will only use derivatives as permitted by securities regulations.

The Fund can invest up to 100% of its assets in foreign securities.

The Fund also may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, to the extent permitted by securities regulations, to earn additional income. For more information about repurchase, reverse repurchase and securities lending transactions and how the Fund limits the risks associated with them see *Risk Factors – Securities lending, repurchase and reverse repurchase transaction risk*.

The Fund may also engage in short selling as permitted by Canadian securities rules. In determining whether securities of a particular issuer should be sold short, the portfolio sub-adviser utilizes the same analysis that is described above for deciding whether to purchase the securities. Where the analysis generally produces a favourable outlook, the issuer is a candidate for purchase. Where the analysis

produces an unfavourable outlook, the issuer is a candidate for a short sale. For a more detailed description of short selling and the limits within which the Fund may engage in short selling, please refer to *Risk Factors – Short selling risk*.

The Fund may hold cash, and may invest in fixed income securities of any quality or term and other income producing securities. The portfolio sub-adviser selects the quality and term of each investment according to market conditions.

The Fund may invest in other mutual funds which are managed by us, or one of our affiliates or associates, or by other mutual fund managers. For more information see *What do mutual funds invest in – Underlying funds*.

The portfolio sub-adviser may engage in active or frequent trading of investments. This increases the possibility that an investor will receive taxable distributions. This can also increase trading costs, which lowers the Fund's returns.

What are the risks of investing in the Fund?

The main risks of investing in the Fund include the following:

- Credit risk
- Currency risk
- Cyber security risk
- Derivatives risk
- Emerging markets risk
- Equity risk
- Foreign investment risk
- Fund on fund risk
- Inflation risk
- Investment trust risk
- Limited partner liability risk
- Liquidity risk
- Market disruptions risk
- Securities lending, repurchase and reverse repurchase transaction risk
- Short selling risk
- Significant unitholder risk
- Small capitalization risk
- Taxation risk
- Underlying ETFs risk

You will find details about each risk under *Risk Factors*.

As at December 23, 2022, Scotia INNOVA Balanced Growth Portfolio held approximately 19.3% of the outstanding units of the Fund, and Scotia INNOVA Growth Portfolio held approximately 16.6% of the outstanding units of the Fund.

Investment risk classification

As the Fund has offered securities to the public for less than 10 years, the Fund's risk classification is based on the Fund's returns and the return of the following reference index:

Reference Index	Description
MSCI World ex. Canada (C\$)	This index captures large and mid cap representation across developed markets, excluding Canada.

Please see *Investment risk classification methodology* for a description of how we determined the classification of the Fund's risk level.

Distribution policy

The Fund will make distributions at such times and in such amounts as may be determined in the discretion of the Manager. Distributions are reinvested in additional units of the Fund, unless you tell your registered investment professional that you want to receive cash distributions.

Name, formation and history of the Fund

Full name of the Fund	1832 AM Global Low Volatility Equity LP
Former names	Scotia Global Low Volatility Equity LP (prior to January 15, 2021)
Formation date	January 15, 2014
Formation details	Created by a Limited Partnership Agreement governed by the laws of Ontario
Series start date	Series I units: January 27, 2014
Major events in the last 10 years	N/A

1832 AM International Equity LP

Fund details

Fund type	International equity fund
Type of securities	Series I units of a limited partnership
Eligible for Registered Plans?	No
Portfolio adviser	1832 Asset Management L.P. Toronto, Ontario
Portfolio sub-adviser	Walter Scott & Partners Limited Edinburgh, Scotland

What does the Fund invest in?

Investment objectives

The Fund's investment objective is to achieve long-term capital growth. It invests primarily in equity securities of companies located outside of Canada and the U.S.

Any change to the fundamental investment objectives must be approved by a majority of votes cast at a meeting of the voting unitholders called for that purpose.

Investment strategies

To achieve its investment objective, the portfolio sub-adviser applies a fundamental bottom-up investment approach to seek out companies located outside of Canada and the U.S. that are trading at sensible valuations, are viewed to be of high quality, and have strong financials and sustainable growth potential.

The Fund may choose to use warrants and derivatives such as options, futures, forward contracts and swaps to gain exposure to individual securities and markets instead of buying the securities directly and/or to hedge against losses from changes in the prices of the Fund's investments and from exposure to foreign currencies. It will only use derivatives as permitted by securities regulations.

The Fund can invest up to 100% of its assets in foreign securities.

The Fund also may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, to the extent permitted by securities regulations, to earn additional income. For more information about repurchase, reverse repurchase and securities lending transactions and how the Fund limits the risks associated with them see *Risk Factors – Securities lending, repurchase and reverse repurchase transaction risk*.

In the event of adverse market, economic and/or political conditions, the portfolio sub-adviser may invest this Fund's assets in cash and cash equivalent securities.

The Fund may also engage in short selling as permitted by Canadian securities rules. In determining whether securities of a particular issuer should be sold short, the portfolio sub-adviser utilizes the same analysis that is described above for deciding whether to purchase the securities. Where the analysis generally produces a favourable outlook, the issuer is a candidate for purchase. Where the analysis produces an unfavourable outlook, the issuer is a candidate for a short sale. For a more detailed description of short selling and the limits within which the Fund may engage in short selling, please refer to *Risk Factors – Short selling risk*.

The Fund may invest in other mutual funds or exchange-traded funds (“ETFs”) that are managed by us, or one of our affiliates or associates, or by other investment fund managers. For more information see *What do mutual funds invest in – Underlying funds*.

The Fund may engage in active or frequent trading of investments. This increases the possibility that an investor will receive taxable distributions. This can also increase trading costs, which lowers the Fund’s returns.

What are the risks of investing in the Fund?

The main risks of investing in the Fund include the following:

- Commodity risk
- Concentration risk
- Credit risk
- Currency risk
- Cyber security risk
- Derivatives risk
- Emerging markets risk
- Equity risk
- Foreign investment risk
- Fund on fund risk
- Inflation risk
- Interest rate risk
- Investment trust risk
- Limited partner liability risk
- Liquidity risk
- Market disruptions risk
- Securities lending, repurchase and reverse repurchase transaction risk
- Short selling risk
- Significant unitholder risk
- Taxation risk
- Underlying ETFs risk

You will find details about each risk under *Risk Factors*.

As at December 23, 2022, Scotia INNOVA Balanced Growth Portfolio held approximately 23.7% of the outstanding units of the Fund, Scotia INNOVA Balanced Income Portfolio held approximately 11.6% of the outstanding units of the Fund, and Scotia INNOVA Growth Portfolio held approximately 16.9% of the outstanding units of the Fund.

Investment risk classification

As the Fund has offered securities to the public for less than 10 years, the Fund’s risk classification is based on the Fund’s returns and the return of the following reference index:

Reference Index	Description
MSCI EAFE Index (C\$)	This index captures large and mid-cap representation across developed markets around the world, excluding the U.S. and Canada

Please see *Investment risk classification methodology* for a description of how we determined the classification of the Fund's risk level.

Distribution policy

The Fund will make distributions at such times and in such amounts as may be determined in the discretion of the Manager. Distributions are reinvested in additional units of the Fund, unless you tell your registered investment professional that you want to receive cash distributions.

Name, formation and history of the Fund

Full name of the Fund	1832 AM International Equity LP
Former names	N/A
Formation date	January 15, 2021
Formation details	Created by a Limited Partnership Agreement governed by the laws of Ontario
Series start date	Series I units: January 22, 2021
Major events in the last 10 years	N/A

1832 AM Tactical Asset Allocation LP

Fund details

Fund type	Balanced/asset allocation fund
Type of securities	Series I units of a limited partnership
Eligible for Registered Plans?	No
Portfolio adviser	1832 Asset Management L.P. Toronto, Ontario

What does the Fund invest in?

Investment objectives

The Fund's investment objective is to provide total return over the long term by having exposure to and/or investing directly in fixed income and equity securities. The Fund will invest primarily in a mix of fixed income and/or equity exchange-traded funds ("ETFs") listed primarily in North America. The Fund may also invest directly in mutual funds, individual fixed income or equity securities, and cash or cash equivalents.

Any change to the fundamental investment objectives must be approved by a majority of votes cast at a meeting of the voting unitholders called for that purpose.

Investment strategies

In seeking to meet the investment objective, the Fund's asset mix will be flexible, ranging from 0%-100% in fixed income securities and 0-100% in equity securities. The portfolio adviser employs a flexible and opportunistic investment approach and manages the asset allocation between equity and fixed income securities based on its analysis of market conditions.

The ETFs that the Fund will hold will be listed primarily in Canada and/or the United States. The Fund may invest an amount equal to substantially all of its net asset value in one or more ETFs (or other mutual funds). The portfolio adviser may, from time to time and in its sole discretion, change the amounts invested in each ETF (or other mutual funds).

The Fund can invest up to 100% of its assets in foreign securities.

The portfolio adviser and the underlying ETF or other underlying mutual fund managers may choose to use warrants and derivatives such as options, futures, forward contracts and swaps to gain exposure to individual securities and markets instead of buying the securities directly and/or to hedge against losses from changes in the prices of the portfolio's investments and from exposure to foreign currencies. The Fund will only use derivatives as permitted by securities regulations.

The Fund may also enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, to the extent permitted by securities regulations, to earn additional income. For more information about repurchase, reverse repurchase and securities lending transactions and how the Fund limits the risks associated with them see *Risk Factors – Securities lending, repurchase and reverse repurchase transaction risk*.

In the event of adverse market, economic and/or political conditions, the portfolio adviser may invest the Fund's assets in cash and cash equivalent securities.

The Fund may invest in other mutual funds which are managed by us, or one of our affiliates or associates, or by other mutual fund managers. For more information see *What do mutual funds invest in – Underlying funds*.

The portfolio adviser may engage in active or frequent trading of investments. This increases the possibility that an investor will receive taxable distributions. This can also increase trading costs, which lowers the Fund's returns.

What are the risks of investing in the Fund?

The main risks of investing in the Fund include the following:

- Asset-backed and mortgage-backed securities risk
- Commodity risk
- Concentration risk
- Credit risk
- Currency risk
- Cyber security risk
- Derivatives risk
- Emerging markets risk
- Equity risk
- Foreign investment risk
- Fund on fund risk
- Inflation risk
- Index risk
- Interest rate risk
- Investment trust risk
- Limited partner liability risk
- Liquidity risk
- Market disruptions risk
- Securities lending, repurchase and reverse repurchase transaction risk
- Significant unitholder risk
- Small capitalization risk
- Taxation risk
- Underlying ETFs risk

You will find details about each risk under *Risk Factors*.

As at December 23, 2022, Scotia INNOVA Balanced Growth Portfolio Class held approximately 42.2% of the outstanding units of the Fund, Scotia INNOVA Balanced Income Portfolio Class held approximately 34.8% of the outstanding units of the Fund, and Scotia INNOVA Growth Portfolio Class held approximately 16.0% of the outstanding units of the Fund.

During the 12 months preceding December 23, 2022, up to 23.5% of the net assets of the Fund were invested in Horizons S&P 500 Index ETF and up to 77.2% of the net assets of the Fund were invested in Vanguard S&P 500 ETF.

Investment risk classification

As the Fund has offered securities to the public for less than 10 years, the Fund's risk classification is based on the Fund's returns and the return of a blended reference index consisting of the following reference indices:

Reference Index	% Weighting of Reference Index	Description
S&P500 Index (C\$)	50	This index is designed to measure the performance of the broad U.S. economy through changes in the aggregate market value of 500 stocks representing all major industries.
FTSE Canada Universe Bond Index	50	This index is designed to be a broad measure of the Canadian investment-grade fixed income market including Government of Canada bonds, provincial bonds, municipal bonds and corporate obligations.

Please see *Investment risk classification methodology* for a description of how we determined the classification of the Fund's risk level.

Distribution policy

The Fund will make distributions at such times and in such amounts as may be determined in the discretion of the Manager. Distributions are reinvested in additional units of the Fund, unless you tell your registered investment professional that you want to receive cash distributions.

Name, formation and history of the Fund

Full name of the Fund	1832 AM Tactical Asset Allocation LP
Former names	N/A
Formation date	April 6, 2015
Formation details	Created by a Limited Partnership Agreement governed by the laws of Ontario
Series start date	Series I units: April 24, 2015
Major events in the last 10 years	N/A

1832 AM Total Return Bond LP

Fund details

Fund type	Fixed income fund
Type of securities	Series I units of a limited partnership
Eligible for Registered Plans?	No
Portfolio adviser	1832 Asset Management L.P. Toronto, Ontario

What does the Fund invest in?

Investment objectives

The Fund's objective is to provide income and capital gains from an actively managed diversified portfolio of primarily Canadian fixed income securities.

Any change to the fundamental investment objectives must be approved by a majority of votes cast at a meeting of the voting unitholders called for that purpose.

Investment strategies

To achieve its mandate, the Fund invests in a diversified portfolio of fixed income securities, with the active management of interest rate and credit risk. The Fund will invest primarily in investment grade corporate bonds, but may also invest in other forms of debt and fixed income securities and debt-like instruments, including but not limited to:

- Federal, provincial and municipal government bonds;
- Real return and inflation protected bonds;
- Unrated securities;
- Other securities with a high level of current income such as income trusts, real estate investment trusts, convertible bonds and hybrid securities; and
- Private placements, loans and guaranteed mortgages.

The portfolio adviser will use a combination of investment strategies emphasizing fundamental and technical analytical techniques that have generally been developed by the portfolio adviser. Returns will be generated from both interest income and capital gains. Strategies to mitigate risk include active security selection, sector diversification, yield curve and duration management and portfolio diversification around interest rate volatility. Fixed income securities are actively traded in response to movements in the level of bond yields, the shape of the yield curve, the level of real yields and the level of credit spreads. Each trade is performed with consideration to the security's risk/reward profile.

The portfolio adviser may choose to use warrants and derivatives such as options, futures, forward contracts and swaps to adjust the fund's average term to maturity, and/or to gain or reduce exposure to income-producing securities, credit risk and/or foreign currency. The portfolio advisor may also use derivatives to hedge against changes in interest rates, foreign currency exchange rates and credit spreads, and will only use derivatives as permitted by securities regulations.

The Fund can invest up to 49% of its assets in foreign securities.

The Fund also may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, to the extent permitted by securities regulations, to earn additional income. For more information about repurchase, reverse repurchase and securities lending transactions and how the Fund limits the risks associated with them see *Risk Factors – Securities lending, repurchase and reverse repurchase transaction risk*.

In the event of adverse market, economic and/or political conditions, the portfolio adviser may invest the Fund's assets in cash and cash equivalent securities.

The Fund may also engage in short selling as permitted by Canadian securities rules. In determining whether securities of a particular issuer should be sold short, the portfolio adviser utilizes the same analysis that is described above for deciding whether to purchase the securities. Where the analysis generally produces a favourable outlook, the issuer is a candidate for purchase. Where the analysis produces an unfavourable outlook, the issuer is a candidate for a short sale. For a more detailed description of short selling and the limits within which the Fund may engage in short selling, please refer to *Risk Factors – Short selling risk*.

The Fund may hold cash, and may invest in fixed income securities of any quality or term and other income producing securities. The portfolio adviser selects the quality and term of each investment according to market conditions.

The Fund may invest in other mutual funds which are managed by us, or one of our affiliates or associates, or by other mutual fund managers. For more information see *What do mutual funds invest in – Underlying funds*.

The portfolio adviser may engage in active or frequent trading of investments. This increases the possibility that an investor will receive taxable distributions. This can also increase trading costs, which lowers the Fund's returns.

What are the risks of investing in the Fund?

The main risks of investing in the Fund include the following:

- Asset-backed and mortgage-backed securities risk
- Concentration risk
- Credit risk
- Currency risk
- Cyber security risk
- Derivatives risk
- Foreign investment risk
- Fund on fund risk
- Inflation risk
- Interest rate risk
- Limited partner liability risk
- Liquidity risk
- Market disruptions risk
- Securities lending, repurchase and reverse repurchase transaction risk
- Short selling risk
- Significant unitholder risk
- Taxation risk

- Underlying ETFs risk

You will find details about each risk under *Risk Factors*.

As at December 23, 2022, Scotia INNOVA Balanced Growth Portfolio held approximately 17.2% of the outstanding units of the Fund, Scotia INNOVA Balanced Income Portfolio held approximately 13.9% of the outstanding units of the Fund, and Scotia INNOVA Income Portfolio held approximately 10.2% of the outstanding units of the Fund.

Investment risk classification

As the Fund has offered securities to the public for less than 10 years, the Fund's risk classification is based on the Fund's returns and the return of the following reference index:

Reference Index	Description
FTSE Canada Universe Bond Index	This index is designed to be a broad measure of the Canadian investment-grade fixed income market including Government of Canada bonds, provincial bonds, municipal bonds and corporate obligations.

Please see *Investment risk classification methodology* for a description of how we determined the classification of the Fund's risk level.

Distribution policy

The Fund will make distributions at such times and in such amounts as may be determined in the discretion of the Manager. Distributions are reinvested in additional units of the Fund, unless you tell your registered investment professional that you want to receive cash distributions.

Name, formation and history of the Fund

Full name of the Fund	1832 AM Total Return Bond LP
Former names	Scotia Total Return Bond LP (prior to January 15, 2021)
Formation date	January 15, 2014
Formation details	Created by a Limited Partnership Agreement governed by the laws of Ontario
Series start date	Series I units: January 27, 2014
Major events in the last 10 years	Effective November 1, 2016, Aurion Capital Management Inc. was no longer the portfolio sub-adviser of the Fund.

1832 AM U.S. Dividend Growers LP

Fund details

Fund type	U.S. equity fund
Type of securities	Series I units of a limited partnership
Eligible for Registered Plans?	No
Portfolio adviser	1832 Asset Management L.P. Toronto, Ontario
Portfolio sub-adviser	Bristol Gate Capital Partners Inc. Toronto, Ontario

What does the Fund invest in?

Investment objectives

The Fund's investment objective is to maximize total investment return by investing primarily in equity securities of U.S. companies listed on U.S. exchanges that have exhibited strong dividend growth and have the potential for long term capital growth.

Any change to the fundamental investment objectives must be approved by a majority of votes cast at a meeting of the voting unitholders called for that purpose.

Investment strategies

The portfolio sub-adviser aims to achieve the investment objective by focusing on investments in listed equity securities within the S&P 500 Index that regularly pay dividends and have the potential for capital growth over the long term.

The portfolio sub-adviser uses a proprietary investment process to select those dividend paying stocks that in its view are expected to have high dividend growth rates. Key indicators used in the investment process include:

- past dividend growth rates;
- growth of cash flow from operations;
- volatility of cash flow from operations;
- efficient use of capital;
- sustainability of cash flows; and
- industry competitive analysis.

The portfolio sub-adviser may choose to use warrants and derivatives such as options, futures, forward contracts and swaps to gain exposure to individual securities and markets instead of buying the securities directly and/or to hedge against losses from changes in the prices of the Fund's investments and from exposure to foreign currencies. The Fund will only use derivatives as permitted by securities regulations.

The Fund can invest up to 100% of its assets in U.S. securities.

This Fund also may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, to the extent permitted by securities regulations, to earn additional income. For more information about repurchase, reverse repurchase and securities lending transactions and how the Fund limits the risks associated with them see *Risk Factors – Securities lending, repurchase and reverse repurchase transaction risk*.

In the event of adverse market, economic and/or political conditions, the portfolio sub-adviser may invest the Fund's assets in cash and cash equivalent securities.

The Fund may also engage in short selling as permitted by Canadian securities rules. In determining whether securities of a particular issuer should be sold short, the portfolio sub-adviser utilizes the same analysis that is described above for deciding whether to purchase the securities. Where the analysis generally produces a favourable outlook, the issuer is a candidate for purchase. Where the analysis produces an unfavourable outlook, the issuer is a candidate for a short sale. For a more detailed description of short selling and the limits within which the Fund may engage in short selling, please refer to *Risk Factors – Short selling risk*.

The Fund may hold cash, and may invest in fixed income securities of any quality or term and other income producing securities. The portfolio sub-adviser selects the quality and term of each investment according to market conditions.

The portfolio sub-adviser may engage in active or frequent trading of investments. This increases the possibility that an investor will receive taxable distributions. This can also increase trading costs, which lowers the Fund's returns.

What are the risks of investing in the Fund?

The main risks of investing in the Fund include the following:

- Currency risk
- Cyber security risk
- Derivatives risk
- Equity risk
- Foreign Investment risk
- Inflation risk
- Limited partner liability risk
- Market disruptions risk
- Securities lending, repurchase and reverse repurchase transaction risk
- Short selling risk
- Significant unitholder risk
- Taxation risk
- Underlying ETFs risk

You will find details about each risk under *Risk Factors*.

As at December 23, 2022, Scotia INNOVA Balanced Growth Portfolio held approximately 28.2% of the outstanding units of the Fund, Scotia INNOVA Growth Portfolio held approximately 27.6% of the outstanding units of the Fund, and Scotia INNOVA Maximum Growth Portfolio held approximately 12.9% of the outstanding units of the Fund.

Investment risk classification

As the Fund has offered securities to the public for less than 10 years, the Fund's risk classification is based on the Fund's returns and the return of the following reference index:

Reference Index	Description
S&P 500 Index (C\$)	This index is designed to measure the performance of the broad U.S. economy through changes in the aggregate market value of 500 stocks representing all major industries.

Please see *Investment risk classification methodology* for a description of how we determined the classification of the Fund's risk level.

Distribution policy

The Fund will make distributions at such times and in such amounts as may be determined in the discretion of the Manager. Distributions are reinvested in additional units of the Fund, unless you tell your registered investment professional that you want to receive cash distributions.

Name, formation and history of the Fund

Full name of the Fund	1832 AM U.S. Dividend Growers LP
Former names	Scotia U.S. Dividend Growers LP (prior to January 15, 2021)
Formation date	May 13, 2014
Formation details	Created by a Limited Partnership Agreement governed by the laws of Ontario
Series start date	Series I units: May 26, 2014
Major events in the last 10 years	N/A

1832 AM U.S. Low Volatility Equity LP

Fund details

Fund type	U.S. equity fund
Type of securities	Series I units of a limited partnership
Eligible for Registered Plans?	No
Portfolio adviser	1832 Global Asset Management L.P. Toronto, Ontario
Portfolio sub-adviser	Fiduciary Management, Inc. Milwaukee, Wisconsin

What does the Fund invest in?

Investment objectives

The Fund's investment objective is to generate long term capital growth. It may invest directly in, or provide exposure to, investments including, but not limited to, exchange-traded funds ("ETFs") reflecting the primary sectors of the S&P 500, as well as cash and cash equivalents.

Any change to the fundamental investment objectives must be approved by a majority of votes cast at a meeting of the voting unitholders called for that purpose.

Investment strategies

The portfolio sub-adviser intends to meet the investment objectives of the Fund and provide unitholders with generally less volatility than that of the broader benchmark through the application of a disciplined investment philosophy that seeks out large cap U.S. companies with strong management teams, and that trade at attractive valuations compared to their historic norms.

The portfolio sub-adviser may choose to use warrants and derivatives such as options, futures, forward contracts and swaps to gain exposure to individual securities and markets instead of buying the securities directly and/or to hedge against losses from changes in the prices of the Fund's investments and from exposure to foreign currencies. The Fund will only use derivatives as permitted by securities regulations.

The Fund can invest up to 100% of its assets in foreign securities.

The Fund also may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, to the extent permitted by securities regulations, to earn additional income. For more information about repurchase, reverse repurchase and securities lending transactions and how the Fund limits the risks associated with them see *Risk Factors – Securities lending, repurchase and reverse repurchase transaction risk*.

In the event of adverse market, economic and/or political conditions, the portfolio sub-adviser may invest the Fund's assets in cash and cash equivalent securities.

The Fund may also engage in short selling as permitted by Canadian securities rules. In determining whether securities of a particular issuer should be sold short, the portfolio sub-adviser utilizes the same analysis that is described above for deciding whether to purchase the securities. Where the analysis generally produces a favourable outlook, the issuer is a candidate for purchase. Where the analysis produces an unfavourable outlook, the issuer is a candidate for a short sale. For a more detailed

description of short selling and the limits within which the Fund may engage in short selling, please refer to *Risk Factors – Short selling risk*.

The Fund may invest in other mutual funds or exchange-traded funds (“ETFs”) that are managed by us, or one of our affiliates or associates, or by other investment fund managers. For more information see *What do mutual funds invest in – Underlying funds*.

The portfolio sub-adviser may engage in active or frequent trading of investments. This increases the possibility that an investor will receive taxable distributions. This can also increase trading costs, which lowers the Fund’s returns.

What are the risks of investing in the Fund?

The main risks of investing in the Fund include the following:

- Currency risk
- Cyber security risk
- Derivatives risk
- Equity risk
- Foreign investment risk
- Fund on fund risk
- Index Risk
- Inflation risk
- Limited partner liability risk
- Liquidity risk
- Market disruptions risk
- Securities lending, repurchase and reverse repurchase transaction risk
- Short selling risk
- Significant unitholder risk
- Taxation risk
- Underlying ETFs risk

You will find details about each risk under *Risk Factors*.

As at December 23, 2022, Scotia INNOVA Balanced Growth Portfolio held approximately 19.3% of the outstanding units of the Fund, and Scotia INNOVA Growth Portfolio held approximately 16.6% of the outstanding units of the Fund.

Investment risk classification

As the Fund has offered securities to the public for less than 10 years, the Fund’s risk classification is based on the Fund’s returns and the return of the following reference index:

Reference Index	Description
S&P 500 Index (CS)	This index is designed to measure the performance of the broad U.S. economy through changes in the aggregate market value of 500 stocks representing all major industries.

Please see *Investment risk classification methodology* for a description of how we determined the classification of the Fund's risk level.

Distribution policy

The Fund will make distributions at such times and in such amounts as may be determined in the discretion of the Manager. Distributions are reinvested in additional units of the Fund, unless you tell your registered investment professional that you want to receive cash distributions.

Name, formation and history of the Fund

Full name of the Fund	1832 AM U.S. Low Volatility Equity LP
Former names	Scotia U.S. Low Volatility Equity LP (prior to January 15, 2021)
Formation date	January 15, 2014
Formation details	Created by a Limited Partnership Agreement governed by the laws of Ontario
Series start date	Series I units: January 27, 2014
Major events in the last 10 years	<p>On January 19, 2021, the portfolio sub-adviser of the Fund changed from LSV Asset Management to Fiduciary Management, Inc.</p> <p>On July 31, 2015, the portfolio sub-adviser of the Fund changed from F-Squared Institutional Advisors, LLC to LSV Asset Management.</p>

ScotiaFunds®

Simplified Prospectus

Series I units of

1832 AM Canadian Dividend LP
1832 AM Canadian Growth LP
1832 AM Global Completion LP
1832 AM Global Low Volatility Equity LP
1832 AM International Equity LP
1832 AM Tactical Asset Allocation LP
1832 AM Total Return Bond LP
1832 AM U.S. Dividend Growers LP
1832 AM U.S. Low Volatility Equity LP

Additional information about each Fund is available in its most recently filed Fund Facts, its most recently filed annual financial statements and interim financial reports and its most recently filed annual and interim management reports of fund performance. These documents are incorporated by reference into this simplified prospectus. That means they legally form part of this simplified prospectus just as if they were printed in it.

You can get a copy of these documents, at your request and at no charge, by calling 1-800-268-9269 (or 416-750-3863 in Toronto) for English, or 1-800-387-5004 for French, by requesting them from your dealer or by email at fundinfo@scotiabank.com. You will also find these documents 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.

1832 Asset Management L.P.
40 Temperance Street, 16th Floor
Toronto, Ontario M5H 0B4
Toll Free Tel. (English): 1-800-268-9269 (416-750-3863 in Toronto)
Toll Free Tel. (French): 1-800-387-5004
Website: www.scotiafunds.com