

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

AMENDMENT NO. 2

**dated December 6, 2024
to the simplified prospectus dated May 31, 2024,
as amended by Amendment No. 1 dated June 21, 2024**

for

**Scotia Canadian Small Cap Fund (Series A, Series F, Series I, Series K and Series M units)
Scotia Global Bond Fund (Series A, Series F and Series I units)
Scotia Global Dividend Class (Series A and Series F shares)
Scotia Global Equity Fund (Series A, Series F and Series I units)
Scotia Low Carbon Global Equity Fund (Series A, Series F, Series I, Series K and Series M units)
Scotia U.S. Opportunities Fund (Series A, Series F and Series I units)**

(each a “Fund”, and collectively the “Funds”)

This Amendment No. 2 dated December 6, 2024 to the simplified prospectus dated May 31, 2024 as amended by Amendment No. 1 dated June 21, 2024 (the “**Simplified Prospectus**”) relating to the offering of the Funds, provides certain additional information relating to the Funds and the Simplified Prospectus should be read subject to this information. All capitalized terms have the same meaning as set forth in the Simplified Prospectus, unless otherwise specifically defined in this Amendment No. 2.

SUMMARY OF AMENDMENTS

Effective December 6, 2024, the Fixed Administration Fee for Series A and Series F of each of the Funds decreased as follows:

Fund	Series	New Fixed Administration Fee	Former Fixed Administration Fee
Scotia Canadian Small Cap Fund	A, F	0.25%	0.26%
Scotia Global Bond Fund	A, F	0.15%	0.30%
Scotia Global Dividend Class	A, F	0.25%	0.30%
Scotia Global Equity Fund	A, F	0.25%	0.35%
Scotia Low Carbon Global Equity Fund	A, F	0.25%	0.35%
Scotia U.S. Opportunities Fund	A, F	0.25%	0.35%

AMENDMENTS

Effective December 6, 2024, the table under “Fixed Administration Fees” beginning on page 46 of the Simplified Prospectus is amended by deleting the former Fixed Administration Fee for each of Series A and Series F of each Fund and replacing it with the new Fixed Administration Fee as set out in the table above.

WHAT ARE YOUR LEGAL RIGHTS?

Securities legislation in some provinces and territories gives you the right to withdraw from an agreement to buy securities of a mutual fund within two business days of receiving the Simplified Prospectus or Fund Facts, or to cancel your purchase within forty-eight hours of receiving confirmation of your order.

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

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

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

December 6, 2024

Scotia Canadian Small Cap Fund
Scotia Global Bond Fund
Scotia Global Equity Fund
Scotia Low Carbon Global Equity Fund
Scotia U.S. Opportunities Fund

This Amendment No. 2 dated December 6, 2024, together with the simplified prospectus dated May 31, 2024, as amended by Amendment No. 1 dated June 21, 2024, and the documents incorporated by reference into the simplified prospectus, as amended, constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus, as amended, as required by the securities legislation of each of the provinces and territories of Canada and do not contain any misrepresentations.

“Neal Kerr”

Neal Kerr

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

“Gregory Joseph”

Gregory Joseph

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

ON BEHALF OF

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

“Todd Flick”

Todd Flick
Director

“Jim Morris”

Jim Morris
Director

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

December 6, 2024

Scotia Global Dividend Class

This Amendment No. 2 dated December 6, 2024, together with the simplified prospectus dated May 31, 2024, as amended by Amendment No. 1 dated June 21, 2024, and the documents incorporated by reference into the simplified prospectus, as amended, constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus, as amended, as required by the securities legislation of each of the provinces and territories of Canada and do not contain any misrepresentations.

“Neal Kerr”

Neal Kerr
Chairman and President (Signing in the
capacity of Chief Executive Officer)
Scotia Corporate Class Inc.

“Gregory Joseph”

Gregory Joseph
Chief Financial Officer
Scotia Corporate Class Inc.

ON BEHALF OF

The Board of Directors of Scotia Corporate Class Inc.

“Anil Mohan”

Anil Mohan
Director

“Jim Morris”

Jim Morris
Director

“Neal Kerr”

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

“Gregory Joseph”

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

ON BEHALF OF

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

“Todd Flick”

Todd Flick
Director

“Jim Morris”

Jim Morris
Director

CERTIFICATE OF THE PRINCIPAL DISTRIBUTOR

December 6, 2024

Scotia Canadian Small Cap Fund
Scotia Global Bond Fund
Scotia Global Dividend Class
Scotia Global Equity Fund
Scotia Low Carbon Global Equity Fund
Scotia U.S. Opportunities Fund

To the best of our knowledge, information and belief, this Amendment No. 2 dated December 6, 2024, together with the simplified prospectus dated May 31, 2024, as amended by Amendment No. 1 dated June 21, 2024, and the documents incorporated by reference into the simplified prospectus, as amended, constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus, as amended, as required by the securities legislation of each of the provinces and territories of Canada and do not contain any misrepresentations.

"Anil Mohan"

Anil Mohan

Director

Scotia Securities Inc., as principal distributor

CERTIFICATE OF THE PRINCIPAL DISTRIBUTOR

December 6, 2024

Scotia Canadian Small Cap Fund
Scotia Low Carbon Global Equity Fund

To the best of our knowledge, information and belief, this Amendment No. 2 dated December 6, 2024, together with the simplified prospectus dated May 31, 2024, as amended by Amendment No. 1 dated June 21, 2024, and the documents incorporated by reference into the simplified prospectus, as amended, constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus, as amended, as required by the securities legislation of each of the provinces and territories of Canada and do not contain any misrepresentations.

“Alex Besharat”

Alex Besharat

Director

Scotia Capital Inc., as principal distributor