

**AMENDMENT NO. 2 DATED MAY 18, 2018,  
TO THE ANNUAL INFORMATION FORM DATED SEPTEMBER 29, 2017, AS AMENDED  
BY AMENDMENT NO.1 DATED MARCH 29, 2018**

**(THE “AIF”)**

in respect of:

Series F8 securities of Mackenzie Income Fund  
Series F8 securities of Mackenzie Global Small Cap Class\*  
Series F8 securities of Mackenzie Ivy International Class\*  
Series F8 securities of Mackenzie Cundill Canadian Security Class\*  
Series F8 securities of Mackenzie Global Strategic Income Fund  
Series F6 and F8 securities of Mackenzie Ivy Foreign Equity Currency Neutral Class\*  
Series F8 securities of Mackenzie Canadian All Cap Dividend Class\*  
Series F8 securities of Mackenzie Strategic Bond Fund  
Series F8 securities of Mackenzie North American Corporate Bond Fund  
Series F8 securities of Mackenzie Floating Rate Income Fund  
Series F8 securities of Mackenzie Global Tactical Bond Fund  
Series F6 securities of Mackenzie Cundill Value Class\*  
Series F8 securities of Mackenzie USD Global Strategic Income Fund  
Series O securities of Mackenzie Private Canadian Focused Equity Pool  
Series O securities of Mackenzie Private Income Balanced Pool  
Series O securities of Mackenzie Private Global Conservative Income Balanced Pool  
Series O securities of Mackenzie Private Global Equity Pool  
Series O securities of Mackenzie Private Global Fixed Income Pool  
Series O securities of Mackenzie Private Global Income Balanced Pool  
Series O securities of Mackenzie Private US Equity Pool  
Series F6 securities of Mackenzie Cundill Canadian Balanced Fund  
Series F6 securities of Mackenzie Cundill US Class\*  
Series F6 and G securities of Mackenzie Cundill Value Fund  
Series F6 securities of Mackenzie Ivy Canadian Balanced Class\*  
Series F6 securities of Mackenzie Ivy Canadian Balanced Fund  
Series F6 securities of Mackenzie Ivy Canadian Fund  
Series F6 securities of Mackenzie Ivy Foreign Equity Fund  
Series F6 securities of Mackenzie Ivy Foreign Equity Class\*  
Series F6 securities of Mackenzie Ivy Global Balanced Class\*  
Series F6 securities of Mackenzie Ivy Global Balanced Fund  
Series F6 securities of Symmetry Balanced Portfolio Class\*  
Series F6 securities of Symmetry Conservative Income Portfolio Class\*  
Series F6 securities of Symmetry Conservative Portfolio Class\*  
Series F6 securities of Symmetry Growth Portfolio Class\*

Series F6 securities of Symmetry Moderate Growth Portfolio Class\*

Series F5, T5, PWT5 and AR securities of Mackenzie Ivy International Fund

Series A, D, F, FB5, F6, F8, FB, PW, PWFB5, PWFB, PWT6, PWT8, T6 and T8 of Mackenzie Canadian Growth Balanced Class\*

Series G, T5 and PWT5 securities of Mackenzie Canadian Growth Fund

Series T5 and PWT5 securities of Mackenzie Canadian Growth Class\*

Series F8, I, PWX8, PWFB5 and FB5 securities of Mackenzie US Growth Class\*

Series FB5 and PWFB5 of Mackenzie Canadian All Cap Balanced Fund

Series FB5, PWFB5, PWX5 securities of Mackenzie Ivy International Equity Fund

Series A, D, F, FB, O, PW, PWF, PWFB and PWX securities of Mackenzie Emerging Markets Class\*

Series A, D, F, FB, O, PW, PWF, PWFB and PWX securities of Mackenzie Emerging Markets Opportunities Class\*

(collectively, the “**Funds**”)

\*Each Fund is a class of Mackenzie Financial Capital Corporation.

---

The AIF is amended to:

- 1) Qualify for distribution under the Prospectus, Series AR and F5 securities of Mackenzie Ivy International Fund;
- 2) Qualify for distribution under the Prospectus, Series F6 securities of Mackenzie Ivy Foreign Equity Currency Neutral Class, Mackenzie Cundill Value Class, Mackenzie Cundill Canadian Balanced Fund, Mackenzie Cundill US Class, Mackenzie Cundill Value Fund, Mackenzie Ivy Canadian Balanced Class, Mackenzie Ivy Canadian Balanced Fund, Mackenzie Ivy Canadian Fund, Mackenzie Ivy Foreign Equity Fund, Mackenzie Ivy Foreign Equity Class, Mackenzie Ivy Global Balanced Class, Mackenzie Ivy Global Balanced Fund, Symmetry Balanced Portfolio Class, Symmetry Conservative Income Portfolio Class, Symmetry Conservative Portfolio Class, Symmetry Growth Portfolio Class, and Symmetry Moderate Growth Portfolio Class;
- 3) Qualify for distribution under the Prospectus, Series F8 securities of Mackenzie Income Fund, Mackenzie Global Small Cap Class, Mackenzie Ivy International Class, Mackenzie Cundill Canadian Security Class, Mackenzie Global Strategic Income Fund, Mackenzie Ivy Foreign Equity Currency Neutral Class, Mackenzie Canadian All Cap Dividend Class, Mackenzie Strategic Bond Fund, Mackenzie North American Corporate Bond Fund, Mackenzie Floating Rate Income Fund, Mackenzie Global Tactical Bond Fund, Mackenzie USD Global Strategic Income Fund and Mackenzie US Growth Class
- 4) Qualify for distribution under the Prospectus, Series FB5 and PWFB5 securities of Mackenzie Canadian Growth Balanced Class and Mackenzie US Growth Class;
- 5) Qualify for distribution under the Prospectus, Series I and PWX8 securities of Mackenzie US Growth Class;
- 6) Qualify for distribution under the Prospectus, Series O securities of Mackenzie Private Canadian Focused Equity Pool, Mackenzie Private Income Balanced Pool, Mackenzie Private Global Conservative Income Balanced Pool, Mackenzie Private Global Equity Pool, Mackenzie Private Global Fixed Income Pool, Mackenzie Private Global Income Balanced Pool and Mackenzie Private US Equity Pool;
- 7) Qualify for distribution under the Prospectus, Series PWT5 and T5 securities of Mackenzie Ivy International Fund, Mackenzie Canadian Growth Fund and Mackenzie Canadian Growth Class;
- 8) Qualify for distribution under the Prospectus, Series G securities of Mackenzie Cundill Value Fund and Mackenzie Canadian Growth Fund for investors that acquire these securities as a result of a merger;
- 9) Reflect an amendment to the sub-advisor of Mackenzie Emerging Markets Class effective May 17, 2018;
- 10) Reflect an amendment to the sub-advisor of Mackenzie Emerging Markets Opportunities Class effective May 17, 2018; and
- 11) To confirm amendments to the Simplified Prospectus and Fund Facts of the Funds.

**Additional details can be found in Amendment No. 2 to the Simplified Prospectus of the Funds dated May 18, 2018.**

\* \* \*

**The AIF is amended as follows:**

### **Creation of Series AR, F5, F6, F8, FB5, I, O, PWFB5, PWT5, PWX8 and T5 for certain Funds**

- a) On the front cover of the AIF in respect of Series AR and F5 securities, the footnote indicators <sup>(8)</sup> and <sup>(12)</sup> are added to Mackenzie Ivy International Fund.
- b) On the front cover of the AIF in respect of Series F6 securities, the footnote indicator <sup>(13)</sup> is added to Mackenzie Ivy Foreign Equity Currency Neutral Class, Mackenzie Cundill Value Class, Mackenzie Cundill Canadian Balanced Fund, Mackenzie Cundill US Class, Mackenzie Cundill Value Fund, Mackenzie Ivy Canadian Balanced Class, Mackenzie Ivy Canadian Balanced Fund, Mackenzie Ivy Canadian Fund, Mackenzie Ivy Foreign Equity Fund, Mackenzie Ivy Foreign Equity Class, Mackenzie Ivy Global Balanced Class, Mackenzie Ivy Global Balanced Fund, Symmetry Balanced Portfolio Class, Symmetry Conservative Income Portfolio Class, Symmetry Conservative Portfolio Class, Symmetry Growth Portfolio Class and Symmetry Moderate Growth Portfolio Class.

- c) On the front cover of the AIF in respect of Series F8 securities, the footnote indicator <sup>(14)</sup> is added to Mackenzie Income Fund, Mackenzie Global Small Cap Class, Mackenzie Ivy International Class, Mackenzie Cundill Canadian Security Class, Mackenzie Global Strategic Income Fund, Mackenzie Ivy Foreign Equity Currency Neutral Class, Mackenzie Canadian All Cap Dividend Class, Mackenzie Strategic Bond Fund, Mackenzie North American Corporate Bond Fund, Mackenzie Floating Rate Income Fund, Mackenzie Global Tactical Bond Fund, Mackenzie USD Global Strategic Income Fund and Mackenzie US Growth Class.
- d) On the front cover of the AIF in respect of Series FB5 and PWFB5 securities, the footnote indicators <sup>(15)</sup> and <sup>(36)</sup> are added to Mackenzie Canadian Growth Balanced Class and Mackenzie US Growth Class.
- e) On the front cover of the AIF in respect of Series I and PWX8 securities, the footnote indicators <sup>(18)</sup> and <sup>(24)</sup> are added to Mackenzie US Growth Class.
- f) On the front cover of the AIF in respect of Series O securities, the footnote indicator <sup>(5)</sup> is removed from Mackenzie Private Canadian Focused Equity Pool, Mackenzie Private Income Balanced Pool, Mackenzie Private Global Conservative Income Balanced Pool, Mackenzie Private Global Equity Pool, Mackenzie Private Global Fixed Income Pool, Mackenzie Private Global Income Balanced Pool and Mackenzie Private US Equity Pool.
- g) On the front cover of the AIF in respect of Series PWT5 and T5 securities, the footnote indicators <sup>(34)</sup> and <sup>(28)</sup> are added to Mackenzie Ivy International Fund, Mackenzie Canadian Growth Fund and Mackenzie Canadian Growth Class.

### **Change of Sub-Advisor**

- h) All references and ancillary disclosure relating to JPMorgan Asset Management (Canada) Inc. is deleted.
- i) On page 10, by adding the following to the row corresponding to Mackenzie Emerging Markets Class in table 4 “**Fund changes during the last 10 years**”:

May 17, 2018	Mackenzie Investments Corporation (“ <b>MIC</b> ”) replaced JPMorgan Asset Management (Canada) Inc. as sub-advisor
--------------	--

- j) On page 10, by adding the following to the row corresponding to Mackenzie Emerging Markets Opportunities Class in table 4 “**Fund changes during the last 10 years**”:

May 17, 2018	Mackenzie Investments Corporation (“ <b>MIC</b> ”) replaced JPMorgan Asset Management (Canada) Inc. as sub-advisor
--------------	--

- k) On page 44, the following is added as Table 16:

### **Mackenzie Investments Corporation, Boston, Massachusetts**

MIC, a wholly owned subsidiary of Mackenzie Investments, is the sub-advisor to Mackenzie Emerging Markets Class and Mackenzie Emerging Markets Opportunities Class.

Table 16 identifies the individuals who are principally responsible for portfolio investment for these Funds:

**Table 16**

NAME AND TITLE	FUND	WITH THE FIRM SINCE	PRINCIPAL OCCUPATION IN THE LAST 5 YEARS
Arup Datta Senior Vice-President, Investment Management	Mackenzie Emerging Markets Class Mackenzie Emerging Markets Opportunities Class	2017	Since September 2017, Portfolio Manager Prior thereto, Chief Investment Officer, AJO (2012-2017)

NAME AND TITLE	FUND	WITH THE FIRM SINCE	PRINCIPAL OCCUPATION IN THE LAST 5 YEARS
Nicholas Tham Vice-President, Investment Management	Mackenzie Emerging Markets Class Mackenzie Emerging Markets Opportunities Class	2017	Since September 2017, Portfolio Manager Prior thereto, Portfolio Manager, AJO (2012-2017)

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

This Amendment No. 2 dated May 18, 2018, together with the annual information form dated September 29, 2017, as amended by Amendment No. 1 dated March 29, 2018, and the simplified prospectus dated September 29, 2017, as amended by Amendment No. 1 dated March 29, 2018, and Amendment No. 2 dated May 18, 2018, 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 all of the provinces and territories of Canada and do not contain any misrepresentations.

Dated the 18th day of May, 2018.

## Fixed-Income Funds

Mackenzie Floating Rate Income Fund  
Mackenzie Global Tactical Bond Fund  
Mackenzie North American Corporate Bond Fund  
Mackenzie Strategic Bond Fund

## Balanced Funds

Mackenzie Canadian All Cap Balanced Fund  
Mackenzie Cundill Canadian Balanced Fund  
Mackenzie Global Strategic Income Fund  
Mackenzie Income Fund  
Mackenzie Ivy Canadian Balanced Fund  
Mackenzie Ivy Global Balanced Fund  
Mackenzie USD Global Strategic Income Fund

## Canadian Equity Funds

Mackenzie Canadian Growth Fund

Mackenzie Ivy Canadian Fund

## Private Wealth Pools

Mackenzie Private Canadian Focused Equity Pool  
Mackenzie Private Global Conservative Income Balanced Pool  
Mackenzie Private Global Equity Pool  
Mackenzie Private Global Fixed Income Pool  
Mackenzie Private Global Income Balanced Pool  
Mackenzie Private Income Balanced Pool  
Mackenzie Private US Equity Pool

## Global Equity Funds

Mackenzie Cundill Value Fund  
Mackenzie Ivy International Fund  
Mackenzie Ivy Foreign Equity Fund  
Mackenzie Ivy International Equity Fund

(collectively, the “Trust Funds”)

***“Barry S. McInerney”***

---

Barry S. McInerney  
Chairman, President and Chief Executive Officer  
Mackenzie Financial Corporation

***“Luke Gould”***

---

Luke Gould  
Executive Vice-President and Chief Financial Officer  
Mackenzie Financial Corporation

**ON BEHALF OF THE BOARD OF MACKENZIE FINANCIAL CORPORATION  
IN ITS CAPACITY AS MANAGER, PROMOTER AND TRUSTEE OF THE TRUST FUNDS**

***“Karen L. Gavan”***

---

Karen L. Gavan  
Director  
Mackenzie Financial Corporation

***“Brian M. Flood”***

---

Brian M. Flood  
Director  
Mackenzie Financial Corporation

# CERTIFICATE OF THE CAPITALCORP FUNDS AND THE MANAGER AND PROMOTER OF THE CAPITALCORP FUNDS

This Amendment No. 2 dated May 18, 2018, together with the annual information form dated September 29, 2017 as amended by Amendment No. 1 dated March 29, 2018, and the simplified prospectus dated September 29, 2017, as amended by Amendment No. 1 dated March 29, 2018, and Amendment No. 2 dated May 18, 2018, 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 all of the provinces and territories of Canada, and do not contain any misrepresentations.

Dated the 18th day of May, 2018.

## **Balanced Funds**

Mackenzie Canadian Growth Balanced Class  
Mackenzie Ivy Canadian Balanced Class  
Mackenzie Ivy Global Balanced Class

## **Canadian Equity Funds**

Mackenzie Canadian All Cap Dividend Class  
Mackenzie Canadian Growth Class  
Mackenzie Cundill Canadian Security Class

## **US Equity Funds**

Mackenzie Cundill US Class  
Mackenzie US Growth Class

## **Global Equity Funds**

Mackenzie Cundill Value Class

Mackenzie Emerging Markets Class  
Mackenzie Emerging Markets Opportunities Class  
Mackenzie Global Small Cap Class  
Mackenzie Ivy International Class  
Mackenzie Ivy Foreign Equity Class  
Mackenzie Ivy Foreign Equity Currency Neutral Class

## **Managed Asset Portfolios**

Symmetry Balanced Portfolio Class  
Symmetry Conservative Income Portfolio Class  
Symmetry Conservative Portfolio Class  
Symmetry Growth Portfolio Class  
Symmetry Moderate Growth Portfolio Class

(collectively, the “**Capitalcorp Funds**”)

### ***“Barry S. McInerney”***

---

Barry S. McInerney  
Chairman, President and Chief Executive Officer  
Mackenzie Financial Capital Corporation

### ***“Terry Rountes”***

---

Terry Rountes  
Chief Financial Officer  
Mackenzie Financial Capital Corporation

### ***“Karen L. Gavan”***

---

Karen L. Gavan  
Director  
Mackenzie Financial Capital Corporation

### ***“Brian M. Flood”***

---

Brian M. Flood  
Director  
Mackenzie Financial Capital Corporation

**ON BEHALF OF MACKENZIE FINANCIAL CORPORATION  
IN ITS CAPACITY AS MANAGER AND PROMOTER OF THE CAPITALCORP FUNDS**

***"Barry S. McInerney"***

---

Barry S. McInerney  
President and Chief Executive Officer  
Mackenzie Financial Corporation

***"Luke Gould"***

---

Luke Gould  
Senior Vice-President and Chief Financial Officer  
Mackenzie Financial Corporation

***"Karen L. Gavan"***

---

Karen L. Gavan  
Director  
Mackenzie Financial Corporation

***"Brian M. Flood"***

---

Brian M. Flood  
Director  
Mackenzie Financial Corporation