

**AMENDMENT NO. 3 DATED MAY 29, 2025
TO THE PROSPECTUS DATED JULY 29, 2024,
AS AMENDED BY AMENDMENT NO. 1 DATED OCTOBER 4, 2024,
AND AMENDMENT NO. 2 DATED MARCH 24, 2025**

(the “Prospectus”)

in respect of:

Mackenzie Canadian Strategic Fixed Income ETF

(the “Mackenzie ETF”)

Introduction

The Prospectus of the Mackenzie ETF dated July 29, 2024, as amended by Amendment No. 1 dated October 4, 2024, and Amendment No. 2 dated March 24, 2025, is hereby amended to be read subject to the additional information set forth below. Corresponding changes reflecting this Amendment No. 3 are also made to the applicable ETF Fact document of the Mackenzie ETF incorporated by reference into the Prospectus. In all other respects, the disclosure in the Prospectus is not revised. All capitalized terms not defined in this Amendment No. 3 have the respective meanings set out in the Prospectus.

The Prospectus is amended as described below to reflect:

1. a change to the name of the Mackenzie ETF; and
2. a change to the investment strategies of the Mackenzie ETF.

Amendments to the Prospectus

The technical amendments to the Prospectus are as follows:

Name change of the Mackenzie ETF

- (a) By deleting all references to “Mackenzie Core Plus Canadian Fixed Income ETF” and replacing them with “Mackenzie Canadian Strategic Fixed Income ETF”.
- (b) On the front cover of the Prospectus, by adding the footnote indicator “1” next to Mackenzie Canadian Strategic Fixed Income ETF.
- (c) At the bottom of the front cover of the Prospectus, by adding the following next to the footnote indicator “1”:

“Prior to May 29, 2025, “Mackenzie Core Plus Canadian Fixed Income ETF”.

Change in the Investment Strategies of the Mackenzie ETF

- (a) On page 15, by deleting the third sentence in the first paragraph under the subheading “**Investment Strategies – Mackenzie Active ETFs: Mackenzie Canadian Strategic Fixed Income ETF**” and replacing it with the following:

Mackenzie Canadian Strategic Fixed Income ETF may invest up to 5% of its net assets, taken at market value at the time of purchase, in fixed-income securities of issuers rated below investment grade, as long as the overall weighted average credit rating of its investments is “A-” or higher, as established by a recognized credit rating organization.

- (b) On page 56, by deleting the third sentence in the first paragraph under the subheading, “**Investment Strategies of the Mackenzie Active ETFs – Mackenzie Canadian Strategic Fixed Income ETF**” and replacing it with the following:

Mackenzie Canadian Strategic Fixed Income ETF may invest up to 5% of its net assets, taken at market value at the time of purchase, in fixed-income securities of issuers rated below investment grade, as long as the overall weighted average credit rating of its investments is “A-” or higher, as established by a recognized credit rating organization.

Purchasers’ Statutory Rights of Withdrawal and Rescission

Securities legislation in certain of the provinces and territories of Canada provides purchasers with the right to withdraw from an agreement to purchase mutual fund securities offered in a distribution within two (2) business days after receipt of a prospectus and any amendment. In addition, securities legislation in certain of the provinces of Canada provides purchasers of mutual fund securities with a limited right to rescind the purchase within 48 hours after receipt of a confirmation of such purchase. If the purchase of mutual fund securities is made under a contractual plan, the time period during which the right to rescind is exercisable may be longer. In most of the provinces and territories of Canada, the securities legislation further provides a purchaser with remedies for rescission or damages, or, in Québec, revision of the price, if the prospectus and any amendment is not delivered to the purchaser, provided that the remedies for rescission, damages or revision of the price are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser’s province or territory.

Notwithstanding the foregoing, purchasers of Units of the Mackenzie ETF will not have the right to withdraw from an agreement to purchase the Units after the receipt of a prospectus and any amendment, and will not have remedies for rescission, damages or revision of the price for non-delivery of the prospectus or any amendment, if the dealer receiving the purchase order has obtained an exemption from the prospectus delivery requirement under a decision pursuant to National Policy 11-203 *Process for Exemptive Relief Applications in Multiple Jurisdictions* (“**NP 11-203**”). However, purchasers of Units of the Mackenzie ETF will, in the applicable provinces of Canada, retain their right under securities legislation to rescind their purchase within 48 hours (or, if purchasing under a contractual plan, such longer time period as applicable) after the receipt of a confirmation of purchase.

In several of the provinces and territories of Canada, the securities legislation further provides a purchaser with remedies for rescission or damages if the prospectus, together with any amendment to the prospectus, contains a misrepresentation, provided that such remedies are exercised by the purchaser within the time limits prescribed by the securities legislation of the purchaser’s province or territory. Any remedies under securities legislation that a purchaser of Units may have for rescission or damages, if the prospectus and any amendment to the prospectus contain a misrepresentation, remain unaffected by the non-delivery of the prospectus pursuant to reliance by a dealer upon the decision referred to above.

However, the Manager has obtained exemptive relief from the requirement in securities legislation to include an underwriter’s certificate in the prospectus under a decision pursuant to NP 11-203. As such, purchasers of Units of the Mackenzie ETF will not be able to rely on the inclusion of an underwriter’s certificate in the prospectus or any amendment for the statutory rights and remedies that would otherwise have been available against an underwriter that would have been required to sign an underwriter’s certificate.

Purchasers should refer to the applicable provisions of the securities legislation and the decisions referred to above for the particulars of their rights or consult with a legal adviser.

CERTIFICATE OF THE MACKENZIE ETF, THE TRUSTEE, MANAGER AND PROMOTER

Mackenzie Canadian Strategic Fixed Income ETF

(the “**Mackenzie ETF**”)

The prospectus of the Mackenzie ETF dated July 29, 2024, as amended by Amendment No. 1 dated October 4, 2024 and Amendment No. 2 dated March 24, 2025, and as further amended by this Amendment No. 3 dated May 29, 2025, together with the documents incorporated herein by reference, constitutes full, true and plain disclosure of all material facts relating to the securities offered by the prospectus of the Mackenzie ETF dated July 29, 2024, as amended by Amendment No. 1 dated October 4, 2024 and Amendment No. 2 dated March 24, 2025, and as further amended by this Amendment No. 3 dated May 29, 2025, as required by the securities legislation of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Québec, Nova Scotia, New Brunswick, Prince Edward Island, Newfoundland and Labrador, Yukon, Northwest Territories and Nunavut.

DATED May 29, 2025

MACKENZIE FINANCIAL CORPORATION
as Trustee, Manager, and Promoter of the Mackenzie ETF

“Luke Gould”

Luke Gould
Chairman, President and Chief Executive
Officer

“Keith Potter”

Keith Potter
Executive Vice-President and Chief Financial
Officer

On behalf of the Board of Directors of Mackenzie Financial Corporation

“Nancy McCuaig”

Nancy McCuaig
Director

“Naomi Andjelic Bartlett”

Naomi Andjelic Bartlett
Director