

**AMENDMENT NO. 2 DATED MAY 28, 2020,
TO THE SIMPLIFIED PROSPECTUS DATED NOVEMBER 25, 2019, AS
AMENDED BY AMENDMENT NO. 1 DATED MAY 22, 2020
(THE “PROSPECTUS”)**

in respect of Series LB, LF and LW securities of:

Mackenzie US Small-Mid Cap Growth Class* (formerly Mackenzie US Mid Cap Growth Class)
(the “Fund”)

*The Fund is a class of Mackenzie Financial Capital Corporation.

The Prospectus is amended to reflect that the name of Mackenzie US Mid Cap Growth Class was changed to Mackenzie US Small-Mid Cap Growth Class effective May 27, 2020.

* * *

Effective May 27, 2020, the Prospectus is amended as follows:

- a) By deleting all references to “Mackenzie US Mid Cap Growth Class” and replacing them with “Mackenzie US Small-Mid Cap Growth Class”.
- b) By adding footnote indicator “¹³” to Mackenzie US Small-Mid Cap Growth Class on the front cover of the Prospectus
- c) By adding the following next to footnote indicator “¹³” at the bottom of the front cover of the Prospectus:
“Prior to May 27, 2020, “Mackenzie US Mid Cap Growth Class”.”
- d) On page 128, by deleting the fund name and replacing it with “Mackenzie US Small-Mid Cap Growth Class (formerly Mackenzie US Mid Cap Growth Class)”.

Purchasers' Statutory Rights

Securities legislation in some provinces and territories gives securityholders 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 a purchase within forty-eight hours of receiving confirmation of an order.

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

For more information, securityholders should refer to the securities legislation of their provinces or territory or consult a lawyer.

