

**AMENDMENT NO. 3 DATED APRIL 30, 2021
TO THE PROSPECTUS OF THE MACKENZIE ETFS DATED AUGUST 25, 2020, AS AMENDED BY
AMENDMENT NO. 1 DATED JANUARY 29, 2021 AND AS AMENDED BY AMENDMENT NO. 2 DATED
MARCH 15, 2021**

(the “Prospectus”)

in respect of:

**Mackenzie Canadian Aggregate Bond Index ETF (“QBB”)
Mackenzie Canadian Short-Term Bond Index ETF (“QSB”)
Mackenzie Canadian All Corporate Bond Index ETF (“QCB”)
(the “Mackenzie ETFs”)**

Introduction

The prospectus of the Mackenzie ETFs dated August 25, 2020, as amended by amendment no. 1 dated January 29, 2021, and as amended by amendment no. 2 dated March 15, 2021 is hereby amended and is 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 Facts document of the Mackenzie ETFs 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.

Index Change for the Mackenzie ETFs

Mackenzie Financial Corporation, the trustee and manager of the Mackenzie ETFs, has announced that effective on or about April 30, 2021 (the “**Transition Date**”), the Indices that the Mackenzie ETFs seek to replicate will change as follows:

Current Indices	New Indices
QBB Current Index	QBB New Index
Solactive Canadian Select Universe Bond Index	Solactive Canadian Float Adjusted Universe Bond Index
QSB Current Index	QSB New Index
Solactive Canadian Select Short-Term Bond Index	Solactive Canadian Short-Term Bond Index
QCB Current Index	QCB New Index
Solactive Canadian Select Corporate Bond Index	Solactive Canadian Corporate Bond Index

The QBB Current Index and the QBB New Index are designed to track the performance of bonds denominated in Canadian dollars that are issued in the Canadian market. The indices seek to provide a broad measure of the Canadian

investment-grade fixed-income market, covering government, quasi-government and corporate bonds. The QBB New Index is expected to be comprised of a greater number of Constituent Securities as compared to the QBB Current Index.

The QSB Current Index and the QSB New Index are designed to replicate the 1 to 5 year maturity band of the broad Canadian investment-grade fixed income market. The QSB New Index is expected to be comprised of a greater number of Constituent Securities as compared to the QSB Current Index.

The QCB Current Index and the QCB New Index are designed to replicate the broad Canadian investment-grade corporate fixed income market. The QCB New Index is expected to be comprised of a greater number of Constituent Securities as compared to the QCB Current Index.

Further details regarding the indices are available on the index provider's website at <http://solactive.com>.

Details of Amendment

The Prospectus is hereby amended as follows:

1. Effective on the Transition Date, all references in the Prospectus to the "Solactive Canadian Select Universe Bond Index" shall be changed to the "Solactive Canadian Float Adjusted Universe Bond Index".
2. Effective on the Transition Date, all references in the Prospectus to the "Solactive Canadian Select Short-Term Bond Index" shall be changed to the "Solactive Canadian Short-Term Bond Index".
3. Effective on the Transition Date all references in the Prospectus to the "Solactive Canadian Select Corporate Bond Index" shall be changed to the "Solactive Canadian Corporate Bond Index".
4. Effective on the Transition Date the index description on page 38 for the "**Solactive Canadian Select Corporate Bond Index**" is deleted in its entirety and replaced with the following:

"Solactive Canadian Corporate Bond Index is a maturity sub-index of the Solactive Canadian Float Adjusted Universe Bond Index. The index is designed to replicate the broad Canadian investment-grade corporate fixed-income market."

The fundamental investment objectives, strategies and restrictions and reference indices of each of the Mackenzie ETFs remain the same except as indicated above. The ticker symbols of the Mackenzie ETFs remain "QBB", "QSB" and "QCB" respectively.

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 ETFs 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 ETFs 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 ETFs 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 ETFs, THE TRUSTEE, MANAGER AND PROMOTER

The prospectus of the Mackenzie ETFs dated August 25, 2020, as amended by Amendment No. 1 dated January 29, 2021, as amended by Amendment No. 2 dated March 15, 2021, and as amended by this Amendment No. 3 dated April 30, 2021 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 ETFs dated August 25, 2020, as amended by Amendment No. 1 dated January 29, 2021, as amended by Amendment No. 2 dated March 15, 2021, and as amended by this Amendment No. 3 dated April 30, 2021, 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 April 30, 2021

**MACKENZIE FINANCIAL CORPORATION
as Trustee and Manager of the Mackenzie ETFs**

“Barry McInerney”

Barry S. McInerney
Chairman, President and Chief Executive Officer

“Luke Gould”

Luke Gould
Executive Vice-President and Chief Financial
Officer

On behalf of the Board of Directors of Mackenzie Financial Corporation

“Karen Gavan”

Karen L. Gavan
Director

“Brian Flood”

Brian M. Flood
Director

**MACKENZIE FINANCIAL CORPORATION
as Promoter of the Mackenzie ETFs**

“Barry McInerney”

Barry S. McInerney
Chairman, President and Chief Executive Officer