

**AMENDMENT NO. 1 DATED NOVEMBER 20, 2018,
TO THE ANNUAL INFORMATION FORM DATED SEPTEMBER 28, 2018**

(THE “AIF”)

in respect of:

Series FB5 and PWFB5 securities of Mackenzie Canadian Balanced Fund
Series F8, PWT8, FB5, PWFB5 and T8 securities of Mackenzie Canadian Growth Class*
Series FB5 and PWFB5 securities of Mackenzie Canadian Large Cap Dividend Class*
Series AR and PWR securities of Mackenzie Canadian Large Cap Dividend Fund
Series FB5 and PWFB5 securities of Mackenzie Cundill Canadian Security Class*
Series FB5 and PWFB5 securities of Mackenzie Ivy European Class*
Series FB5 and PWFB5 securities of Mackenzie Ivy Foreign Equity Currency Neutral Class*
Series FB5 and PWFB5 of Mackenzie Ivy International Class*
Series FB5 and PWFB5 securities of Mackenzie US Mid Cap Growth Currency Neutral 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 PWR securities of Mackenzie Canadian Large Cap Dividend Fund;
- 2) qualify for distribution under the Prospectus, Series FB5 and PWFB5 securities of Mackenzie Canadian Balanced Fund, Mackenzie Canadian Growth Class, Mackenzie Canadian Large Cap Dividend Class, Mackenzie Cundill Canadian Security Class, Mackenzie Ivy European Class, Mackenzie Ivy Foreign Equity Currency Neural Class, Mackenzie Ivy International Class, and Mackenzie US Mid Cap Growth Currency Neutral Class;
- 3) qualify for distribution under the Prospectus, Series F8, PWT8 and T8 securities of Mackenzie Canadian Growth Class; and
- 4) confirm amendments to the Simplified Prospectus and Fund Facts of the Funds.

Additional details can be found in Amendment No. 1 to the Simplified Prospectus of the Funds dated November 20, 2018.

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The AIF is amended as follows:

Creation of Series AR, PWR, FB5, PWFB5, T8, F8 and PWT8 for certain Funds

- a) On the front cover of the AIF in respect of Series AR and PWR securities, the footnote indicators ⁽⁸⁾ and ⁽³⁴⁾ are added to Mackenzie Canadian Large Cap Dividend Fund.
- b) On the front cover of the AIF in respect of Series FB5 and PWFB5 securities, the footnote indicators ⁽¹⁴⁾ and ⁽³¹⁾ are added to Mackenzie Canadian Balanced Fund, Mackenzie Canadian Growth Class, Mackenzie Canadian Large Cap Dividend Class, Mackenzie Cundill Canadian Security Class, Mackenzie Ivy European Class, Mackenzie Ivy Foreign Equity Currency Neural Class, Mackenzie Ivy International Class, and Mackenzie US Mid Cap Growth Currency Neutral Class.
- c) On the front cover of the AIF in respect of Series F8, PWT8 and T8 securities, the footnote indicators ⁽¹³⁾, ⁽²¹⁾ and ⁽²⁶⁾ are added to Mackenzie Canadian Growth Class.

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

This Amendment No. 1 dated November 20, 2018, together with the annual information form dated September 28, 2018, and the simplified prospectus dated September 28, 2018, as amended by Amendment No. 1 dated November 20, 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 20th day of November, 2018.

Mackenzie Canadian Balanced Fund
Mackenzie Canadian Large Cap Dividend 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. 1 dated November 20, 2018, together with the annual information form dated September 28, 2018, and the simplified prospectus dated September 28, 2018, as amended by Amendment No. 1 dated November 20, 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 20th day of November, 2018.

Mackenzie Canadian Growth Class
Mackenzie Canadian Large Cap Dividend Class
Mackenzie Cundill Canadian Security Class
Mackenzie Ivy European Class
Mackenzie Ivy Foreign Equity Currency Neutral Class
Mackenzie Ivy International Class
Mackenzie US Mid Cap Growth Currency Neutral 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
Executive 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