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## PROSPECTUS

*Continuous Offering*

August 4, 2023

**Horizons US Dollar Currency ETF (“DLR”)**  
**Horizons Pipelines & Energy Services Index ETF (“HOG”)**  
**Horizons Marijuana Life Sciences Index ETF (“HMMJ”)**  
**Horizons Inovestor Canadian Equity Index ETF (“INOC”)**  
**Horizons Robotics and Automation Index ETF (“RBOT”)**  
**Horizons Big Data & Hardware Index ETF (“HBGD”)**  
**Horizons Global Sustainability Leaders Index ETF (“ETHI”)**  
**Horizons Industry 4.0 Index ETF (“FOUR”)**  
**Horizons Global BBIG Technology ETF (“BBIG”)**  
**Horizons High Interest Savings ETF (“CASH”)**  
**Horizons S&P Green Bond Index ETF (“HGGB”)**  
**Horizons Global Lithium Producers Index ETF (“HLIT”)**  
**Horizons Global Hydrogen Index ETF (“HYDR”)**  
**Horizons Global Semiconductor Index ETF (“CHPS”)**  
**Horizons GX Cybersecurity Index ETF (“HBUG”)**  
**Horizons Global Metaverse Index ETF (“MTAV”)**  
**Horizons Seasonal Rotation ETF (“HAC”)**  
**Horizons Global Uranium Index ETF (“HURA”)**  
**Horizons Copper Producers Index ETF (“COPP”)**  
**Horizons Canadian Utility Services High Dividend Index ETF (“UTIL”)**  
**Horizons Gold Yield ETF (“HGY”)**  
**Horizons Canadian Large Cap Equity Covered Call ETF (“CNCC”)**  
**Horizons Canadian Oil and Gas Equity Covered Call ETF (“ENCC”)**  
**Horizons Equal Weight Canadian Bank Covered Call ETF (“BKCC”)**  
**Horizons Gold Producer Equity Covered Call ETF (“GLCC”)**  
**Horizons US Large Cap Equity Covered Call ETF (“USCC.U”)**  
**Horizons NASDAQ-100 Covered Call ETF (“QQCC”)**

**(the “ETFs” and each individually, an “ETF”)**

The ETFs are open-end mutual funds established under the laws of Ontario. Each of HAC and HURA (collectively, the “**Alternative ETFs**”) is an “alternative mutual fund” as defined in National Instrument 81-102 *Investment Funds* (“**NI 81-102**”). Class A units of each Index ETF (as defined herein), DLR and CASH and Class E units of each Covered Call ETF (as defined herein), HAC and HGY are being offered for sale on a continuous basis by this prospectus (the “**Units**”). There is no minimum number of Units that may be issued. The Units of each ETF are

offered for sale at a price equal to the net asset value of such Units in the applicable currency next determined following the receipt of a subscription order.

DLR, HMMJ, RBOT, HBGD, BBIG, CHPS and USCC.U currently make their Units available in both Canadian dollars (“**Cdn\$ Units**”) and U.S. dollars (“**US\$ Units**”). The base currency of the Units of each of HMMJ, RBOT, HBGD, BBIG and CHPS is Canadian dollars. The base currency of each of DLR and USCC.U is U.S. dollars. No currency hedging is employed specifically in respect of any US\$ Units, however, RBOT, HBGD and CHPS each seek to hedge the U.S. dollar value of their respective portfolios to the Canadian dollar at all times.

FOUR, HLIT and HYDR may also make their Units available in U.S. dollars. The Manager will issue a news release announcing the listing of any US\$ Units of FOUR, HLIT and HYDR on or prior to the applicable listing date.

Subscriptions for US\$ Units can be made in either U.S. or Canadian currency. Holders of US\$ Units may request that their redemption proceeds be paid in either U.S. or Canadian currency.

Units of each ETF are currently listed and trade on the Toronto Stock Exchange (the “**TSX**”).

The manager, investment manager and trustee of the ETFs is Horizons ETFs Management (Canada) Inc. (“**Horizons**”, the “**Investment Manager**”, the “**Manager**” or the “**Trustee**”). See “Organization and Management Details of the ETFs”. The Manager has engaged Inoventor Asset Management (“**IAM**”) to act as a sub-advisor to INOC and the Manager has engaged Mirae Asset Global Investments (USA) LLC (“**Mirae Asset USA**”), an affiliate of the Manager, to act as a sub-advisor to HGGB. See “Organization and Management Details of the ETFs”.

### **Investment Objectives**

#### *DLR*

DLR seeks to reflect the reference value in Canadian dollars (in respect of the Cdn\$ Units) and U.S. dollars (in respect of the US\$ Units) of the U.S. dollar, net of expenses, by investing primarily in cash and Cash Equivalents that are denominated in the U.S. dollar.

#### *HOG*

HOG seeks to replicate, to the extent possible, the performance of the Solactive Pipelines & Energy Services Index, net of expenses. The Solactive Pipelines & Energy Services Index is designed to provide exposure to equity securities of certain Canadian oil and gas companies in the Midstream Sector (as hereinafter defined).

#### *HMMJ*

HMMJ seeks to replicate, to the extent possible, the performance of the North American Marijuana Index, net of expenses. The North American Marijuana Index is designed to provide exposure to the performance of a basket of North American publicly listed companies with significant business activities in the marijuana industry.

#### *INOC*

INOC seeks to replicate, to the extent possible, the performance of the Nasdaq Inoventor Canada Index, net of expenses. The Nasdaq Inoventor Canada Index is a large capitalization equity index of diversified constituents which are selected largely from the Canadian equity universe.

#### *RBOT*

RBOT seeks to replicate, to the extent possible, the performance of the Indxx Global Robotics & Artificial Intelligence Thematic Index, net of expenses. The Indxx Global Robotics & Artificial Intelligence Thematic Index is designed to provide exposure to the performance of equity securities of companies that are involved in the

development of robotics and/or artificial intelligence. RBOT seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

#### *HBGD*

HBGD seeks to replicate, to the extent possible, the performance of the Solactive Big Data & Hardware Index, net of expenses. The Solactive Big Data and Hardware Index tracks a portfolio of global companies focusing directly on data development, storage, and management-related services and solutions as well as hardware and hardware-related services used in data-intensive applications such as blockchain.

#### *ETHI*

ETHI seeks to replicate, to the extent possible, the performance of the Nasdaq Future Global Sustainability Leaders USD Index, net of expenses. The Nasdaq Future Global Sustainability Leaders USD Index is designed to provide exposure to the performance of a basket of large-cap equity securities of companies that are global climate change leaders (as measured by their relative carbon efficiency), and are not materially engaged in activities deemed inconsistent with responsible investment considerations. ETHI seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

#### *FOUR*

FOUR seeks to replicate, to the extent possible, the performance of the Solactive Industry 4.0 Index, net of expenses. The Solactive Industry 4.0 Index is designed to provide exposure to the performance of equity securities of companies that are involved in the transformation of manufacturing and the industrial market through the development or implementation of new technologies and innovations. FOUR seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

#### *BBIG*

BBIG seeks to replicate, to the extent possible and net of expenses, the performance of an index that is designed to provide exposure to the performance of publicly-listed large-cap and mid-cap global equities in the following industries: secondary battery, biotechnology, internet and gaming. Currently, BBIG seeks to replicate the performance of the Solactive Global BBIG Index, net of expenses.

#### *CASH*

CASH seeks to maximize monthly income for unitholders while preserving capital and liquidity by investing primarily in high interest deposit accounts with Canadian banks.

#### *HGGB*

HGGB seeks to replicate, to the extent possible and net of expenses, the performance of a market index that is designed to provide exposure to the performance of global green-labeled bonds issued in U.S. dollars that are subject to stringent eligibility criteria to fund projects that have positive environmental or climate benefits. Currently, HGGB seeks to replicate the performance of the S&P Green Bond U.S. Dollar Select Index, net of expenses. HGGB seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

#### *HLIT*

HLIT seeks to replicate, to the extent possible and net of expenses, the performance of an index that is designed to provide exposure to the performance of global, publicly listed companies engaged in the mining and/or production of lithium, lithium compounds, or lithium related components. Currently, HLIT seeks to replicate the performance of the Solactive Global Lithium Producers Index, net of expenses. HLIT seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

*HYDR*

HYDR seeks to replicate, to the extent possible and net of expenses, the performance of an index that is designed to provide exposure to the performance of global, publicly listed companies engaged in the development and production of fuel cell technology and equipment, as well as infrastructure, components, and systems for hydrogen generation, storage, and transportation. Currently, HYDR seeks to replicate the performance of the Solactive Global Hydrogen Industry Index, net of expenses. HYDR seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

*CHPS*

CHPS seeks to replicate, to the extent possible and net of expenses, the performance of an index that is designed to provide exposure to the performance of global, publicly listed companies engaged in the production and development of semiconductors and semiconductor equipment. Currently, CHPS seeks to replicate the performance of the Solactive Capped Global Semiconductor Index, net of expenses. CHPS seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

*HBUG*

HBUG seeks to replicate, to the extent possible and net of expenses, the performance of an index that is designed to provide exposure to the performance of global, publicly listed companies that stand to potentially benefit from the increased adoption of cybersecurity technology, such as those whose principal business is generally engaged in the development and management of security protocols preventing intrusion and attacks to systems, networks, applications, computers, and mobile devices. Currently, HBUG seeks to replicate, directly or indirectly, the performance of Indxx Cybersecurity Index, net of expenses, by investing primarily in the Global X Cybersecurity ETF. HBUG seeks to hedge any U.S. dollar portfolio exposure back to the Canadian dollar at all times.

*MTAV*

MTAV seeks to replicate, to the extent possible and net of expenses, the performance of an index that seeks to provide exposure to global, publicly listed companies that potentially stand to benefit from the adoption and usage of technologies expected to grow and support the functioning of the metaverse. Currently, MTAV seeks to replicate the performance of the Solactive Global Metaverse Index, net of expenses. MTAV seeks to hedge any U.S. dollar portfolio exposure back to the Canadian dollar at all times.

*HAC*

HAC seeks to provide long term capital appreciation in all market cycles by tactically allocating its exposure amongst equities, fixed income, commodities and currencies during periods that have historically demonstrated seasonal trends. HAC's portfolio may from time to time also include a significant amount of cash and/or cash equivalents.

*HURA*

HURA seeks to replicate, to the extent possible, the performance of the Solactive Global Uranium Pure-Play Index, net of expenses. The Solactive Global Uranium Pure-Play Index is designed to provide exposure to the performance of a basket of issuers which (a) are primarily involved in the uranium mining and exploration industry, or (b) invest and participate directly in the physical price of uranium.

*COPP*

COPP seeks to replicate, to the extent possible and net of expenses, the performance of an index that is designed to provide exposure to the performance of companies active in copper ore mining that are listed on select North American stock exchanges. Currently, COPP seeks to replicate the performance of the Solactive North American

Listed Copper Producers Index, net of expenses. COPP seeks to hedge any U.S. dollar portfolio exposure back to the Canadian dollar at all times.

#### *UTIL*

UTIL seeks to replicate, to the extent possible, the performance of an index that seeks to provide exposure to the performance of TSX-listed high dividend paying utility services companies. Currently, UTIL seeks to replicate the performance of the Solactive Canadian Utility Services High Dividend Index, net of expenses.

#### *HGY*

The investment objectives of HGY are to provide Unitholders with: (i) exposure to the price of gold bullion hedged to the Canadian dollar, less HGY's fees and expenses; (ii) tax-efficient monthly distributions; and (iii) in order to mitigate downside risk and generate income, exposure to a covered call option writing strategy.

#### *CNCC*

CNCC seeks to provide: (a) exposure to the performance of the large-cap segment of the Canadian equity market; and (b) monthly distributions of dividend and call option income. To mitigate downside risk and generate income, CNCC will employ a dynamic covered call option writing program.

#### *ENCC*

ENCC seeks to provide, to the extent possible and net of expenses: (a) exposure to the performance of an index of Canadian companies that are involved in the crude oil and natural gas industry (currently, the Solactive Equal Weight Canada Oil & Gas Index); and (b) monthly distributions of dividend and call option income. To mitigate downside risk and generate income, ENCC will employ a dynamic covered call option writing program.

#### *BKCC*

BKCC seeks to provide, to the extent possible and net of expenses: (a) exposure to the performance of an index of equal-weighted equity securities of diversified Canadian banks (currently, the Solactive Equal Weight Canada Banks Index); and (b) monthly distributions of dividend and call option income. To mitigate downside risk and generate income, BKCC will employ a dynamic covered call option writing program.

#### *GLCC*

GLCC seeks to provide, to the extent possible and net of expenses: (a) exposure to the performance of an index of equity securities of diversified North American listed gold producers (currently, the Solactive North American Listed Gold Producers Index) and (b) monthly distributions of dividend and call option income. To mitigate downside risk and generate income, GLCC will employ a dynamic covered call option writing program.

#### *USCC.U*

USCC.U seeks to provide: (a) exposure to the performance of the large-cap market segment of the U.S. equity market and (b) monthly U.S. dollar distributions of dividend and call option income. To mitigate downside risk and generate income, USCC.U will employ a dynamic covered call option writing program. USCC.U will not seek to hedge its exposure to the U.S. dollar back to the Canadian dollar.

#### *QQCC*

QQCC seeks to provide, to the extent possible and net of expenses: (a) exposure to the performance of an index of the largest domestic and international nonfinancial companies listed on the NASDAQ stock market (currently, the NASDAQ-100® Index); and (b) monthly U.S. dollar distributions of dividend and call option income. To mitigate

downside risk and generate income, QQCC will employ a dynamic covered call option writing program. QQCC will not seek to hedge its exposure to the U.S. dollar back to the Canadian dollar.

See “Investment Objectives”.

The ETFs are subject to certain investment restrictions. See “Investment Restrictions”.

### **Additional Considerations**

Each of the Alternative ETFs is an alternative mutual fund within the meaning of NI 81-102, and is permitted to use strategies generally prohibited by conventional mutual funds, such as the ability to invest more than 10% of the Alternative ETF’s net asset value in securities of a single issuer, the ability to borrow cash, to short sell beyond the limits prescribed for conventional mutual funds, to employ leverage, to obtain substantial exposure to physical commodities and to make substantial investments in other alternative mutual funds. While these strategies will only be used in accordance with the applicable investment objectives and strategies of the Alternative ETFs, during certain market conditions they may accelerate the risk that an investment in Units of such Alternative ETF decreases in value.

DLR and CASH are each money market funds within the definition set out in NI 81-102 and each complies with all applicable requirements of NI 81-102. HGY is a precious metals fund within the definition set out in NI 81-102.

Investors can buy or sell Units of an ETF on the TSX in the applicable currency through registered brokers and dealers in the province or territory where the investor resides. Investors will incur customary brokerage commissions in buying and/or selling Units of an ETF. The Manager, on behalf of each ETF, has entered into agreements with registered dealers (each, a “**Designated Broker**” or “**Dealer**”) which, amongst other things, enables such Dealers and Designated Brokers to purchase and redeem Units in the applicable currency directly from the ETFs. Holders of Units of an ETF (the “**Unitholders**”) may dispose of their Units in three ways: (i) by selling their Units on the TSX at the full market price, less any customary brokerage commissions and expenses; (ii) by redeeming or exchanging a prescribed number of Units (a “**PNU**”) for cash; or (iii) by redeeming Units for cash at a redemption price per Unit of 95% of the closing price for the applicable Units on the effective day of redemption. A cash redemption request will be subject to a maximum redemption price payable to a Unitholder of the NAV per Unit of the applicable ETF. Holders of US\$ Units of a Dual Currency ETF (as defined in the Glossary) may request that their redemption proceeds be paid in U.S. or Canadian dollars. Unitholders are advised to consult their brokers or investment advisers before redeeming Units for cash. Each ETF also offers additional redemption options which are available where a Dealer, Designated Broker or Unitholder redeems or exchanges a PNU. See “Purchases of Units” and “Exchange and Redemption of Units”.

**Although CASH primarily invests in bank deposit accounts, CASH is not covered by the Canada Deposit Insurance Corporation or any other government deposit insurer.**

No Designated Broker or Dealer has been involved in the preparation of this prospectus nor has any Designated Broker or Dealer performed any review of the contents of this prospectus and the Securities Regulatory Authorities (as hereafter defined) have provided the ETFs with a decision exempting the ETFs from the requirement to include a certificate of an underwriter in the prospectus. No Designated Broker or Dealer is an underwriter of the ETFs in connection with the distribution by the ETFs of their Units under this prospectus.

**For a discussion of the risks associated with an investment in Units of an ETF, see “Risk Factors”.**

Registrations and transfers of Units will be effected only through the book-entry only system administered by CDS Clearing and Depository Services Inc. Beneficial owners will not have the right to receive physical certificates evidencing their ownership.

Additional information about an ETF is or will be available in its most recently filed annual financial statements together with the accompanying independent auditors’ report, any interim financial statements of that ETF filed after these annual financial statements, its most recently filed annual and interim management reports of fund

performance, and the most recently filed ETF Facts of that ETF. These documents are or will be incorporated by reference into this prospectus which means that they legally form part of this prospectus. For further details, see “Documents Incorporated by Reference”.

You can get a copy of these documents at your request, and at no cost, by calling the Manager toll-free at 1-866-641-5739 or from your dealer. These documents are or will also be available on the Manager’s website at [www.HorizonsETFs.com](http://www.HorizonsETFs.com), or by contacting the Manager by e-mail at [info@horizonsetfs.com](mailto:info@horizonsetfs.com). These documents and other information about the ETFs are or will also be available on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).

**Horizons ETFs Management (Canada) Inc.**  
**55 University Avenue, Suite 800**  
**Toronto, ON M5J 2H7**  
**Tel: 416-933-5745**  
**Fax: 416-777-5181**  
**Toll Free: 1-866-641-5739**

HMMJ will not knowingly invest in any Constituent Issuers (as defined in the Glossary) that have exposure to the medical or adult use marijuana market in the United States, unless and until such time as it becomes legal under U.S. Federal law. If a Constituent Issuer becomes delisted from the TSX or TSX Venture exchange due to non-compliance by that Constituent Issuer with the rules and policies of the exchange, including, without limitation, the requirement that issuers do not engage in ongoing business activities that violate U.S. Federal law regarding marijuana, or if the Manager determines that the activities of any Constituent Issuer are not in compliance with such rules and policies, the Manager will remove the securities of that Constituent Issuer from HMMJ's portfolio. However, certain Constituent Issuers of HMMJ may, without the knowledge of the Manager, the from time to time have a limited degree of exposure to the medical and/or adult use cannabis industry in certain U.S. states where cannabis use has been legalized by state law, notwithstanding that the use, possession, sale, cultivation and transportation of cannabis remains illegal under U.S. Federal law. Despite the permissive regulatory environment regarding cannabis in certain U.S. states, cannabis continues to be listed as a Schedule I substance under the U.S. Controlled Substances Act of 1970 (the "US Controlled Substances Act"). As a result of the conflicting laws between state legislatures and the federal government regarding cannabis, investments in U.S. marijuana businesses may be subject to inconsistent regulation and enforcement. Unless and until the U.S. Congress amends the US Controlled Substances Act with respect to cannabis, there is a risk that federal authorities may enforce current U.S. Federal law against businesses operating in the U.S. marijuana industry, which may adversely affect the market price of any Constituent Issuers that have exposure to the U.S. marijuana industry, and therefore the market price of HMMJ. Accordingly, HMMJ and the Constituent Issuers in which it invests may be subject to a higher degree of regulatory oversight and regulatory action, which may include a restriction on the types of Constituent Issuers that HMMJ may invest at any time.

HMMJ is exposed to companies that are involved in the legal cannabis market in Canada. The Cannabis Act came into force on October 17, 2018 and governs both the medical and adult use cannabis regimes in Canada in conjunction with the various provincial and territorial regulatory regimes. HMMJ is not and will not be directly engaged in the manufacture, importation, possession, use, sale or distribution of cannabis in Canada.



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## PROSPECTUS SUMMARY

*The following is a summary of the principal features of this distribution and should be read together with the more detailed information and financial data and statements contained elsewhere in this prospectus or incorporated by reference in the prospectus. Capitalized terms not defined in this summary are defined in the Glossary.*

### **The ETFs**

The ETFs are open-end mutual funds established under the laws of Ontario. Each of the Alternative ETFs is an “alternative mutual fund” as defined in NI 81-102. See “Overview of the Legal Structure of the ETFs”.

### **Investment Objectives**

#### *DLR*

DLR seeks to reflect the reference value in Canadian dollars (in respect of the Cdn\$ Units) and U.S. dollars (in respect of the US\$ Units) of the U.S. dollar, net of expenses, by investing primarily in cash and Cash Equivalents that are denominated in the U.S. dollar.

#### *HOG*

HOG seeks to replicate, to the extent possible, the performance of the Solactive Pipelines & Energy Services Index, net of expenses. The Solactive Pipelines & Energy Services Index is designed to provide exposure to equity securities of certain Canadian oil and gas companies in the Midstream Sector (as hereinafter defined).

#### *HMMJ*

HMMJ seeks to replicate, to the extent possible, the performance of the North American Marijuana Index, net of expenses. The North American Marijuana Index is designed to provide exposure to the performance of a basket of North American publicly listed companies with significant business activities in the marijuana industry.

#### *INOC*

INOC seeks to replicate, to the extent possible, the performance of the Nasdaq Inovestor Canada Index, net of expenses. The Nasdaq Inovestor Canada Index is a large capitalization equity index of diversified constituents which are selected largely from the Canadian equity universe.

#### *RBOT*

RBOT seeks to replicate, to the extent possible, the performance of the Indxx Global Robotics & Artificial Intelligence Thematic Index, net of expenses. The Indxx Global Robotics & Artificial Intelligence Thematic Index is designed to provide exposure to the performance of equity securities of companies that are involved in the development of robotics and/or artificial intelligence. RBOT seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

#### *HBGD*

HBGD seeks to replicate, to the extent possible, the performance of the Solactive Big Data & Hardware Index, net of expenses. The Solactive Big Data and Hardware Index tracks a portfolio of global companies focusing

directly on data development, storage, and management-related services and solutions as well as hardware and hardware-related services used in data-intensive applications such as blockchain.

*ETHI*

ETHI seeks to replicate, to the extent possible, the performance of the Nasdaq Future Global Sustainability Leaders USD Index, net of expenses. The Nasdaq Future Global Sustainability Leaders USD Index is designed to provide exposure to the performance of a basket of large-cap equity securities of companies that are global climate change leaders (as measured by their relative carbon efficiency), and are not materially engaged in activities deemed inconsistent with responsible investment considerations. ETHI seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

*FOUR*

FOUR seeks to replicate, to the extent possible, the performance of the Solactive Industry 4.0 Index, net of expenses. The Solactive Industry 4.0 Index is designed to provide exposure to the performance of equity securities of companies that are involved in the transformation of manufacturing and the industrial market through the development or implementation of new technologies and innovations. FOUR seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

*BBIG*

BBIG seeks to replicate, to the extent possible and net of expenses, the performance of an index that is designed to provide exposure to the performance of publicly-listed large-cap and mid-cap global equities in the following industries: secondary battery, biotechnology, internet and gaming. Currently, BBIG seeks to replicate the performance of the Solactive Global BBIG Index, net of expenses.

*CASH*

CASH seeks to maximize monthly income for unitholders while preserving capital and liquidity by investing primarily in high interest deposit accounts with Canadian banks.

*HGGB*

HGGB seeks to replicate, to the extent possible and net of expenses, the performance of a market index that is designed to provide exposure to the performance of global green-labeled bonds issued in U.S. dollars that are subject to stringent eligibility criteria to fund projects that have positive environmental or climate benefits. Currently, HGGB seeks to replicate the performance of the S&P Green Bond U.S. Dollar Select Index, net of expenses. HGGB seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

*HLIT*

HLIT seeks to replicate, to the extent possible and net of expenses, the

performance of an index that is designed to provide exposure to the performance of global, publicly listed companies engaged in the mining and/or production of lithium, lithium compounds, or lithium related components. Currently, HLIT seeks to replicate the performance of the Solactive Global Lithium Producers Index, net of expenses. HLIT seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

#### *HYDR*

HYDR seeks to replicate, to the extent possible and net of expenses, the performance of an index that is designed to provide exposure to the performance of global, publicly listed companies engaged in the development and production of fuel cell technology and equipment, as well as infrastructure, components, and systems for hydrogen generation, storage, and transportation. Currently, HYDR seeks to replicate the performance of the Solactive Global Hydrogen Industry Index, net of expenses. HYDR seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

#### *CHPS*

CHPS seeks to replicate, to the extent possible and net of expenses, the performance of an index that is designed to provide exposure to the performance of global, publicly listed companies engaged in the production and development of semiconductors and semiconductor equipment. Currently, CHPS seeks to replicate the performance of the Solactive Capped Global Semiconductor Index, net of expenses. CHPS seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

#### *HBUG*

HBUG seeks to replicate, to the extent possible and net of expenses, the performance of an index that is designed to provide exposure to the performance of global, publicly listed companies that stand to potentially benefit from the increased adoption of cybersecurity technology, such as those whose principal business is generally engaged in the development and management of security protocols preventing intrusion and attacks to systems, networks, applications, computers, and mobile devices. Currently, HBUG seeks to replicate, directly or indirectly, the performance of Indxx Cybersecurity Index, net of expenses, by investing primarily in the Global X Cybersecurity ETF. HBUG seeks to hedge any U.S. dollar portfolio exposure back to the Canadian dollar at all times.

#### *MTAV*

MTAV seeks to replicate, to the extent possible and net of expenses, the performance of an index that seeks to provide exposure to global, publicly listed companies that potentially stand to benefit from the adoption and usage of technologies expected to grow and support the functioning of the metaverse. Currently, MTAV seeks to replicate the performance of the Solactive Global Metaverse Index, net of expenses. MTAV seeks to hedge any U.S. dollar portfolio exposure back to the Canadian dollar at all times.

#### *HAC*

HAC seeks to provide long term capital appreciation in all market cycles by

tactically allocating its exposure amongst equities, fixed income, commodities and currencies during periods that have historically demonstrated seasonal trends. HAC's portfolio may from time to time also include a significant amount of cash and/or cash equivalents.

*HURA*

HURA seeks to replicate, to the extent possible, the performance of the Solactive Global Uranium Pure-Play Index, net of expenses. The Solactive Global Uranium Pure-Play Index is designed to provide exposure to the performance of a basket of issuers which (a) are primarily involved in the uranium mining and exploration industry, or (b) invest and participate directly in the physical price of uranium.

*COPP*

COPP seeks to replicate, to the extent possible and net of expenses, the performance of an index that is designed to provide exposure to the performance of companies active in copper ore mining that are listed on select North American stock exchanges. Currently, COPP seeks to replicate the performance of the Solactive North American Listed Copper Producers Index, net of expenses. COPP seeks to hedge any U.S. dollar portfolio exposure back to the Canadian dollar at all times.

*UTIL*

UTIL seeks to replicate, to the extent possible, the performance of an index that seeks to provide exposure to the performance of TSX-listed high dividend paying utility services companies. Currently, UTIL seeks to replicate the performance of the Solactive Canadian Utility Services High Dividend Index, net of expenses.

*HGY*

The investment objectives of HGY are to provide Unitholders with: (i) exposure to the price of gold bullion hedged to the Canadian dollar, less HGY's fees and expenses; (ii) tax-efficient monthly distributions; and (iii) in order to mitigate downside risk and generate income, exposure to a covered call option writing strategy.

*CNCC*

CNCC seeks to provide: (a) exposure to the performance of the large-cap segment of the Canadian equity market; and (b) monthly distributions of dividend and call option income. To mitigate downside risk and generate income, CNCC will employ a dynamic covered call option writing program.

*ENCC*

ENCC seeks to provide, to the extent possible and net of expenses: (a) exposure to the performance of an index of Canadian companies that are involved in the crude oil and natural gas industry (currently, the Solactive Equal Weight Canada Oil & Gas Index); and (b) monthly distributions of dividend and call option income. To mitigate downside risk and generate

income, ENCC will employ a dynamic covered call option writing program.

*BKCC*

BKCC seeks to provide, to the extent possible and net of expenses: (a) exposure to the performance of an index of equal-weighted equity securities of diversified Canadian banks (currently, the Solactive Equal Weight Canada Banks Index); and (b) monthly distributions of dividend and call option income. To mitigate downside risk and generate income, BKCC will employ a dynamic covered call option writing program.

In order to carry out the above noted investment objective, the Manager, on behalf of BKCC, has obtained relief from the Securities Regulatory Authorities from the concentration restrictions in subsection 2.1(1) of NI 81-102, subject to the terms and conditions described therein. See “Concentration Risk” at page 55.

*GLCC*

GLCC seeks to provide, to the extent possible and net of expenses: (a) exposure to the performance of an index of equity securities of diversified North American listed gold producers (currently, the Solactive North American Listed Gold Producers Index) and (b) monthly distributions of dividend and call option income. To mitigate downside risk and generate income, GLCC will employ a dynamic covered call option writing program.

*USCC.U*

USCC.U seeks to provide: (a) exposure to the performance of the large-cap market segment of the U.S. equity market and (b) monthly U.S. dollar distributions of dividend and call option income. To mitigate downside risk and generate income, USCC.U will employ a dynamic covered call option writing program. USCC.U will not seek to hedge its exposure to the U.S. dollar back to the Canadian dollar.

*QQCC*

QQCC seeks to provide, to the extent possible and net of expenses: (a) exposure to the performance of an index of the largest domestic and international nonfinancial companies listed on the NASDAQ stock market (currently, the NASDAQ-100® Index); and (b) monthly U.S. dollar distributions of dividend and call option income. To mitigate downside risk and generate income, QQCC will employ a dynamic covered call option writing program. QQCC will not seek to hedge its exposure to the U.S. dollar back to the Canadian dollar.

See “Investment Objectives”.

**Investment Strategies**

*DLR*

In order to achieve its investment objective DLR will invest in cash and/or Cash Equivalents that are denominated in the U.S. dollar. When investing in Cash Equivalents, DLR generally invests in Cash Equivalents with maturities of 90 days or less.

DLR is a money market fund within the definition set out in NI 81-102 and complies with all applicable requirements of NI 81-102. In order to achieve its investment objective, DLR may also, subject to regulatory approval, invest in money market mutual funds, exchange traded funds, or exchange traded notes.

*HOG*

To achieve HOG's investment objectives, HOG invests and holds the equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. HOG's Underlying Index is ordinarily rebalanced on a quarterly basis at the close of trading on each Rebalancing Date. The Constituent Issuers of its Underlying Index will be weighted equally on each Rebalancing Date.

*HMMJ*

To achieve HMMJ's investment objectives, HMMJ invests and holds the equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. These securities, which could include ADRs, will be listed on stock exchanges in North America, and will be equity securities of life sciences companies, and other companies, with significant business activities in the marijuana industry.

HMMJ's Underlying Index is ordinarily rebalanced on a quarterly basis at the close of trading on each Rebalancing Date. The Constituent Issuers of its Underlying Index will be market capitalization-weighted on each Rebalancing Date, subject to a cap for each Constituent Issuer of a maximum of 10% of the net asset value of HMMJ on each Rebalancing Date, with the remainder of the Constituent Issuers' weights to be increased proportionately.

HMMJ could have substantial exposure to US-listed securities, and HMMJ will not hedge any currency exposure from those securities.

*INOC*

To achieve INOC's investment objective, INOC invests and holds the equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. The Underlying Index is ordinarily rebalanced on a quarterly basis at the close of trading on each Rebalancing Date. The Constituent Issuers of its Underlying Index will be weighted equally on each Rebalancing Date.

*RBOT*

To achieve RBOT's investment objective, RBOT will be primarily invested in equity securities of the Constituent Issuers of the Underlying Index, or in ADRs or GDRs representing equity securities of Constituent Issuers of the Underlying Index. The Underlying Index is weighted according to a modified capitalization weighting methodology and is reconstituted and rebalanced annually.

*HBGD*

To achieve HBGD's investment objective, HBGD invests and holds the

equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. Although HBGD may provide exposure to cryptocurrency miners, cryptocurrency exchanges and other companies which may themselves have exposure to cryptocurrency miners, cryptocurrency exchanges and/or cryptocurrency, HBGD will not have direct exposure to crypto-assets and/or cryptocurrencies such as bitcoin or initial coin offerings, and HBGD will not be directly involved in cryptocurrency mining.

It is intended that HBGD will be fully invested in or exposed to the Underlying Index at all times. The majority of the value of the Underlying Index (and the net asset value of HBGD) will be invested in global companies focusing directly on data development, storage and management-related services and solutions as well as hardware and hardware-related services used in data-intensive applications such as blockchain. HBGD will have substantial exposure to US-listed securities as well as securities listed in other foreign countries. Generally, HBGD seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

#### *ETHI*

To achieve ETHI's investment objective, ETHI will be generally invested in equity securities of the Constituent Issuers of its Underlying Index, which may include ADRs or GDRs representing equity securities of Constituent Issuers of the Underlying Index. The Underlying Index was designed as a passively managed portfolio of global stocks which takes account of key ESG concerns. The Underlying Index is structured to limit exposure to the fossil fuel industry and climate change risk, and to invest in companies considered to be "climate leaders".

The Underlying Index identifies climate leaders as companies that have a carbon impact which is substantially lower than the average carbon impact for a company's industry, or companies that are otherwise superior performers in relation to "Scope 4" carbon emissions, also known as "avoided emissions". The Underlying Index is ordinarily rebalanced on an annual basis at the close of trading on each Rebalancing Date.

#### *FOUR*

To achieve FOUR's investment objective, FOUR will be primarily invested in equity securities of the Constituent Issuers of the Underlying Index, or in ADRs or GDRs representing equity securities of Constituent Issuers of the Underlying Index. The Underlying Index tracks the performance of companies that are operating in any of the following segments: Advanced Robotics, Augmented Reality & 3D Printing, Cloud & Big Data, Cyber Security and "Internet of Things" (together, the "**Index Categories**").

Constituent Issuers must have a market capitalization of at least USD 200 million and an average daily value traded of at least USD 2 million over both the preceding 1-month and 6-months periods. Generally, other than for the Internet of Things Index Category, the top 10 companies in terms of market capitalization in each of the Index Categories are selected. In order to identify the most innovative companies in the Internet of Things Index Category, Constituent Issuers in the Internet of Things Index Category are selected based on their R&D to Sales Ratio, and only the top 10 companies by this measurement are eligible for inclusion. Each of the five Index Categories, and the respective Constituent Issuers within an Index Category, are weighted



equally. The Underlying Index is ordinarily rebalanced on a quarterly basis at the close of trading on each Rebalancing Date.

*BBIG*

To achieve BBIG's investment objective, BBIG generally invests and holds equity securities of the Constituent Issuers in substantially the same proportion as the Solactive Global BBIG Index, the current Underlying Index. BBIG may also invest in ADRs or GDRs representing equity securities of Constituent Issuers of the Underlying Index. To the extent permitted, BBIG will generally be fully invested in or exposed to the Underlying Index at all times.

BBIG will not seek to hedge any foreign currency exposure.

*CASH*

CASH invests substantially all of its assets in high interest deposit accounts with one or more Canadian chartered banks. CASH may also invest in high-quality, short-term (one year or less) debt securities, including treasury bills and promissory notes issued or guaranteed by Canadian governments or their agencies, and banker's acceptances.

CASH is a money market fund within the definition set out in NI 81-102 and complies with all applicable requirements of NI 81-102.

*HGGB*

To achieve HGGB's investment objective, because of the practical difficulties and expense of purchasing securities of all of the Constituent Issuers, HGGB will employ a "stratified sampling" strategy. Under this stratified sampling strategy, HGGB will not hold securities of all of the Constituent Issuers of its Underlying Index, but instead will hold a portfolio of securities that closely matches the aggregate investment characteristics of the Constituent Issuers of its Underlying Index. HGGB generally will seek to track the performance of the Underlying Index by investing at least 90% of the value of its portfolio in the Constituent Issuers of its Underlying Index, and in investments that have characteristics that are substantially similar to the characteristics of the Constituent Issuers of its Underlying Index. HGGB may invest up to 10% of its portfolio in bonds or bond exchange traded funds not included in the Underlying Index, but which the Manager believes will help HGGB track its Underlying Index, as well as other securities including cash and high-quality, liquid short-term instruments.

HGGB currently uses the S&P Green Bond U.S. Dollar Select Index as its Underlying Index. The S&P Green Bond U.S. Dollar Select Index is a sub-index of the S&P Green Bond Index and is a market value-weighted index designed to measure the performance of green-labeled bonds issued globally in U.S. dollars. Bonds must be flagged as "green" by Climate Bonds Initiative (CBI) to be eligible for index inclusion. HGGB seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

*HLIT*

To achieve its investment objective, HLIT generally invests and holds equity

securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. HLIT may also invest in ADRs or GDRs representing equity securities of Constituent Issuers of its Underlying Index. To the extent permitted, HLIT will generally be fully invested in or exposed to its Underlying Index at all times.

*HYDR*

To achieve its investment objective, HYDR generally invests and holds equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. HYDR may also invest in ADRs or GDRs representing equity securities of Constituent Issuers of its Underlying Index. To the extent permitted, HYDR will generally be fully invested in or exposed to its Underlying Index at all times.

*CHPS*

To achieve its investment objective, CHPS generally invests and holds equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. CHPS may also invest in ADRs or GDRs representing equity securities of Constituent Issuers of its Underlying Index. To the extent permitted, CHPS will generally be fully invested in or exposed to its Underlying Index at all times.

*HBUG*

To achieve its investment objective, HBUG generally invests and holds, directly or indirectly, equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. HBUG may also invest in ADRs or GDRs representing equity securities of Constituent Issuers of its Underlying Index. To the extent permitted, HBUG will generally be fully invested in or exposed to its Underlying Index at all times.

HBUG invests primarily in the Global X Cybersecurity ETF, a US domiciled and listed exchange traded fund operated and managed by a US-based affiliate of the Manager. The Global X Cybersecurity ETF generally invests in the securities of the Indxx Cybersecurity Index in approximately the same proportions as in the Indxx Cybersecurity Index. The Manager intends to ensure that HBUG will own less than 10% of any class or series of shares of Global X Fund, although no assurance can be provided in this regard.

*MTAV*

To achieve its investment objective, MTAV generally invests and holds, directly or indirectly, equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. MTAV may also invest in ADRs or GDRs representing equity securities of Constituent Issuers of its Underlying Index. To the extent permitted, MTAV will generally be fully invested in or exposed to its Underlying Index at all times.

*HAC*

HAC invests in an actively managed portfolio of investments. HAC invests primarily in Exchange Traded Products to gain exposure to the performance of Broad Markets or Sector Markets that at various times of the year have

historically performed favourably. HAC may also invest in futures contracts to meet its investment objectives.

During historically favourable periods of the year that a given Broad Market has produced higher rates of return and/or a higher frequency of positive performance compared with other periods of the year, HAC may allocate some or all of its exposure that Broad Market. During historically favourable periods of the year that one or more Sector Markets have produced higher rates of return and/or have a higher frequency of positive performance compared with Broad Markets over the same period, HAC may allocate some of its exposure to those Sector Markets. During periods of the year when Broad Markets have historically underperformed when compared with Broad Markets during other periods of the year, HAC may allocate some of its portfolio to cash, cash equivalents or Exchange Traded Products that provide inverse exposure (including inverse leveraged exposure) to Broad Markets or one or more Sector Markets.

At times, HAC will seek to profit from short-term strategic opportunities with long or short exposure to Broad Markets or Sector Markets. At any time, HAC may have a significant amount of its portfolio in fixed-income securities, cash or cash equivalents in order to react to market conditions and/or preserve capital.

While HAC may seek to achieve its investment objective and implement these investment strategies by investing primarily in Exchange Traded Products that provide exposure to Broad Markets, Sector Markets, and fixed-income securities, HAC may seek exposure by investing directly or by employing indirect alternatives that are consistent with HAC's investment objectives.

HAC may purchase Exchange Traded Products that issue index participation units and provide exposure to securities markets and Commodity Participation Units that provide exposure to commodities markets. As an Alternative ETF, HAC may invest from time to time in the Leveraged ETFs that provide leveraged, inverse leveraged and inverse exposure to underlying indexes, including commodities and precious metals, and engage in a limited amount of short selling. The aggregate market value of all securities sold short by HAC cannot exceed 40% of its total net assets on a daily marked-to market basis.

HAC may from time to time be exposed to several different currencies. The Manager may or may not elect to hedge the value of the ETF's portfolio denominated in currencies other than the Canadian dollar back to the Canadian dollar based on the views of the Manager.

By engaging in short selling (of equity securities and Exchange Traded Products) or using futures contracts, HAC may achieve leverage. HAC's net unhedged notional exposure (long or short) may not exceed 140% of its NAV at any time.

#### *HURA*

To achieve HURA's investment objective, HURA invests and holds equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. These securities will be listed on global stock exchanges.

The Underlying Index intends to track the price movements of companies where a significant part of the business operations is or is expected to be related to the uranium industry (in particular uranium mining, exploration for uranium, physical uranium investments and technologies related to the uranium industry).

The Underlying Index is ordinarily rebalanced on an annual basis at the close of trading on the last business day of January and reweighted at the close of trading on the last business day of July. The Constituent Issuers of the Underlying Index will be initially market capitalization-weighted on each Rebalancing Date, subject to a cap for each Constituent Issuer of a maximum of 20% of the net asset value of HURA as at each Rebalancing Date, with the remainder of the Constituent Issuers' weights to be increased proportionately. Uranium participation companies (being issuers that participate in the physical price of uranium) are subject to a weight of 20% of the Underlying Index at time of rebalance in the event of one uranium participation company being a Constituent Issuer, and in the event of more than one uranium participation company being a Constituent Issuer, to an aggregate maximum of 25% of the Underlying Index at time of rebalance, with weights of such uranium participation companies being scaled proportionally to meet the requirement.

To the extent permitted, HURA will be fully invested in or exposed to the Underlying Index at all times and could have substantial exposure to U.S. and Australian listed securities as well as securities listed in other foreign countries. HURA will not hedge any foreign currency exposure from those securities.

HURA will not employ leverage.

#### *COPP*

To achieve its investment objective, COPP generally invests and holds, directly or indirectly, equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. COPP may also invest in ADRs or GDRs representing equity securities of Constituent Issuers of its Underlying Index. To the extent permitted, COPP will generally be fully invested in or exposed to its respective Underlying Index at all times.

#### *UTIL*

To achieve its investment objective, UTIL generally invests and holds, directly or indirectly, equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. UTIL may also invest in ADRs or GDRs representing equity securities of Constituent Issuers of its Underlying Index. To the extent permitted, UTIL will generally be fully invested in or exposed to its respective Underlying Index at all times.

#### *HGY*

HGY seeks to achieve its investment objectives by investing, either directly or indirectly, in a portfolio of securities and other instruments that provide exposure to the price of gold bullion (the "**Gold Portfolio**"). The Gold Portfolio may include gold futures contracts from time to time. The Gold Portfolio is selected by the Manager. HGY seeks to be fully exposed to the

price of gold bullion at all times, but does not replicate the performance of gold prices due to the covered call writing strategy and fees and expenses. The Manager will, depending on market conditions, write at-the-money or out-of-the-money call options on approximately, and not more than, 33% of the securities and other instruments in the Gold Portfolio.

HGY invests, either directly or indirectly, in the Gold Portfolio, and will generally write exchange traded or over-the-counter covered call options on 33% of the instruments in the Gold Portfolio. Under these call options, HGY will sell the buyer of the option, for a premium, either the right to buy the instrument at an exercise price, or if the option is cash settled, the right to a payment equal to the difference between the value of the security and the option exercise price. Covered call options partially hedge against declines in the price of the instruments on which they are written to the extent of the premiums received by HGY at the time the options are written by HGY.

The use of call options may have the effect of limiting or reducing total returns in respect of HGY, particularly in a rapidly rising market for gold, since the premiums associated with writing covered call options may be offset by the cost of closing out outstanding options. However, the Manager believes that in a slightly rising, flat or downward trending market, a portfolio that is subject to covered call option writing will generally provide higher relative returns and lower volatility than one on which no options are written.

HGY will not employ leverage.

HGY is a precious metals fund within the definition set out in NI 81-102.

#### *CNCC*

To achieve its investment objective CNCC invests, directly or indirectly, in a portfolio of large capitalization Canadian companies, which may include ETFs that provide exposure to such companies. Quarterly, on the Constituent Reset Date, the Investment Manager will select from the largest and most liquid Canadian issuers listed on the TSX and will, directly or indirectly, invest CNCC in each issuer. CNCC's portfolio exposure to the constituent securities will, directly or indirectly, rebalance on each Constituent Reset Date. The number of issuers that CNCC's portfolio may be exposed to, directly or indirectly, may change on a Constituent Reset Date. Between Constituent Reset Dates, the allocation between each of these constituent securities will, directly or indirectly, change due to market movement and the Investment Manager will typically not re-allocate, include or exclude issuers from CNCC's portfolio until its next rebalance date or Constituent Reset Date, other than when, in the opinion of the Investment Manager, circumstances necessitate a change (e.g. insufficient liquidity of an issuer's options). To mitigate downside risk and generate income, the Investment Manager actively manages a covered call strategy that will generally write out of the money call options, at its discretion, on up to approximately 50% of the value of CNCC's portfolio. Notwithstanding the foregoing, CNCC may write covered call options on a greater or lesser percentage of the portfolio, from time to time, at the discretion of the Investment Manager.

#### *ENCC and BKCC*

To achieve its investment objective, each of ENCC and BKCC invests in an equal weighted portfolio of Canadian companies in accordance with their

respective investment objectives, which may include ETFs that provide exposure to such companies. Semi-annually, on the Constituent Reset Date, the Investment Manager will, based on the applicable reference index for ENCC and BKCC respectively, identify the largest and most liquid Canadian issuers listed on the TSX in their respective sectors and will invest ENCC and BKCC's portfolios accordingly in each issuer equally. ENCC and BKCC will rebalance, on an equal weight basis, the portfolio of constituent securities on each Constituent Reset Date. The number of issuers included in the portfolio may change on a Constituent Reset Date. Between Constituent Reset Dates, the allocation between each of these constituent securities will change due to market movement and the Investment Manager will typically not re-allocate, include or exclude issuers from ENCC and BKCC's portfolios until their next rebalance date or Constituent Reset Date, other than when, in the opinion of the Investment Manager, circumstances necessitate a change (e.g. insufficient liquidity of an issuer's options). To mitigate downside risk and generate income, the Investment Manager actively manages a covered call strategy that will generally write out of the money call options, at its discretion, on up to approximately 50% of the value of the applicable ETF's portfolio. Notwithstanding the foregoing, an ETF may write covered call options on a greater or lesser percentage of the portfolio, from time to time, at the discretion of the Investment Manager.

#### *GLCC*

To achieve its investment objective GLCC invests in a portfolio of North American listed gold mining and exploration companies, which may include ADRs, or exchange traded funds that provide exposure to such companies. Semi-annually, on the Constituent Reset Date, the Investment Manager will, based on GLCC's reference index, identify the largest and most liquid North American listed issuers in the gold mining and exploration sector and will invest GLCC's portfolio in each issuer. From time to time, GLCC may also invest in equity and equity related securities of North American listed companies that are primarily exposed to the mining and exploration of precious metals other than gold. GLCC will rebalance the portfolio of constituent securities on each Constituent Reset Date. The number of issuers included in the portfolio may change on a Constituent Reset Date. Between Constituent Reset Dates, the allocation between each of these constituent securities will change due to market movement and the Investment Manager will typically not re-allocate, include or exclude issuers from GLCC's portfolio until its next rebalance date or Constituent Reset Date, other than when, in the opinion of the Investment Manager, circumstances necessitate a change (e.g. insufficient liquidity of an issuer's options). To mitigate downside risk and generate income, the Investment Manager actively manages a covered call strategy that will generally write out of the money call options, at its discretion, on up to approximately 50% of the value of GLCC's portfolio. Notwithstanding the foregoing, GLCC may write covered call options on a greater or lesser percentage of the portfolio, from time to time, at the discretion of the Investment Manager. GLCC will not to seek to hedge its exposure to the U.S. dollar back to the Canadian dollar.

#### *USCC.U*

To achieve its investment objective USCC.U invests, directly or indirectly, in a portfolio of large capitalization U.S. companies, which may include ETFs that provide exposure to such companies. Semi-annually, on the Constituent Reset Date, the Investment Manager will select from the largest and most

liquid U.S. companies listed on the NYSE or the NASDAQ and will, directly or indirectly, invest USCC.U in each issuer. USCC.U's portfolio exposure to the constituent securities will, directly or indirectly, rebalance on each Constituent Reset Date. The number of issuers that USCC.U's portfolio may be exposed to, directly or indirectly, may change on a Constituent Reset Date. Between Constituent Reset Dates, the allocation between each of these constituent securities will, directly or indirectly, change due to market movement and the Investment Manager will typically not re-allocate, include or exclude issuers from USCC.U's portfolio until its next rebalance date or Constituent Reset Date, other than when, in the opinion of the Investment Manager, circumstances necessitate a change (e.g., insufficient liquidity of an issuer's options). To mitigate downside risk and generate income, the Investment Manager actively manages a covered call strategy that will generally write out of the money call options, at its discretion, on up to approximately 50% of the value of USCC.U's portfolio. Notwithstanding the foregoing, USCC.U may write covered call options on a greater or lesser percentage of the portfolio, from time to time, at the discretion of the Investment Manager. USCC.U will not seek to hedge its exposure to the U.S. dollar back to the Canadian dollar.

### *QQCC*

To achieve its investment objective QQCC invests, directly or indirectly, in a portfolio of large capitalization domestic and international companies, which may include ETFs that provide exposure to such companies. Quarterly, on the Constituent Reset Date, the Investment Manager will, based on QQCC's reference index, select from the largest and most liquid domestic and international companies listed on the NASDAQ and will, directly or indirectly, invest QQCC in each issuer. QQCC's portfolio exposure to the constituent securities will, directly or indirectly, rebalance on each Constituent Reset Date. The number of issuers that QQCC's portfolio may be exposed to, directly or indirectly, may change on a Constituent Reset Date. Between Constituent Reset Dates, the allocation between each of these constituent securities will, directly or indirectly, change due to market movement and the Investment Manager will typically not re-allocate, include or exclude issuers from QQCC's portfolio until its next rebalance date or Constituent Reset Date, other than when, in the opinion of the Investment Manager, circumstances necessitate a change (e.g., insufficient liquidity of an issuer's options). To mitigate downside risk and generate income, the Investment Manager actively manages a covered call strategy that will generally write out of the money call options, at its discretion, on up to approximately 50% of the value of QQCC's portfolio. Notwithstanding the foregoing, QQCC may write covered call options on a greater or lesser percentage of the portfolio, from time to time, at the discretion of the Investment Manager. QQCC will not seek to hedge its exposure to the U.S. dollar back to the Canadian dollar.

### *Non-Discretionary Investing (Index ETFs)*

As each Index ETF is seeking to replicate the performance of its respective Underlying Index, the Manager does not invest the assets of the Index ETFs on a discretionary basis or select securities based on the Manager's view of the investment merit of a particular security or company, except to the extent it may select securities of issuers in the course of employing a stratified sampling strategy to seek to closely match the investment characteristics of an

Index ETF's portfolio with its Underlying Index.

*Stratified Sampling (Index ETFs)*

Notwithstanding the foregoing, an Index ETF may, in certain circumstances, employ a "stratified sampling" strategy. Under this stratified sampling strategy, an Index ETF may not hold all of the Constituent Issuers of its Underlying Index, but instead will hold a portfolio of securities, which may include securities of investment funds, that closely matches the aggregate investment characteristics of the securities included in its Underlying Index. Examples of when an Index ETF may employ stratified sampling include, but are not limited to, the practical difficulties and expense of purchasing securities of all of the Constituent Issuers, tax optimization strategies, liquidation strategies, inability to trade a Constituent Issuer due to a pending corporate action or jurisdictional limitations, cease trade order, other event affecting a Constituent Security or compliance with applicable law (including NI 81-102) or, in the case of HMMJ, the business activities of a Constituent Issuer.

*Covered Call Options (Covered Call ETFs)*

Each Covered Call ETF invests in its own portfolio of equity securities. Each Covered Call ETF will also, to mitigate downside risk and generate income, generally write short-term, out of the money call options on up to approximately 50% of the value of the Covered Call ETF's portfolio. Notwithstanding the foregoing, a Covered Call ETF may write covered call options on a greater or lesser percentage of the portfolio, from time to time, at the discretion of the Investment Manager. Under these call options, each Covered Call ETF will sell to the buyer of the option, for a premium, either the right to buy the security from the Covered Call ETF at an exercise price or, if the option is cash settled, the right to a payment from the Covered Call ETF equal to the difference between the value of the security and the option exercise price. Covered call options partially hedge against declines in the price of the securities on which they are written to the extent of the premiums received by the Covered Call ETF at the time the options are written by the Covered Call ETF. While providing hedging protection and generating income, the use of a covered call strategy may, however, limit potential gains available to a Covered Call ETF.

See "Investment Strategies".



## Offering

Units of each ETF are offered for sale on a continuous basis by this prospectus, and there is no maximum number of Units of an ETF that may be issued. Units of an ETF are offered for sale at a price equal to the net asset value of the Units of the ETF in the applicable currency next determined following the receipt of a subscription order. Cdn\$ Units of the ETFs are denominated and trade in Canadian dollars, and US\$ Units of the Dual Currency ETFs are denominated and trade in U.S. dollars. No currency hedging is employed specifically in respect of any US\$ Units, however, RBOT, HBGD and CHPS each seek to hedge the U.S. dollar value of their respective portfolios to the Canadian dollar at all times. Subscriptions for US\$ Units of the Dual Currency ETFs can be made in either U.S. or Canadian dollars. FOUR, HLIT and HYDR may also make their Units available in U.S. dollars. The Manager will issue a news release announcing the listing of any US\$ Units of FOUR, HLIT or HYDR on or prior to the applicable listing date. See “Plan of Distribution”.

Units of each ETF are currently listed and trade on the TSX.

Investors are able to purchase or sell Units of each ETF on the TSX through a registered broker or dealer in the province or territory where the investor resides. Accordingly, investors may trade Units of an ETF in the applicable currency in the same way as other securities listed on the TSX, including by using market orders and limit orders. Investors will incur customary brokerage commissions when buying or selling Units in the applicable currency on the TSX. Dealers may purchase a PNU from an ETF in the applicable currency at the net asset value per Unit of such ETF.

See “Attributes of the Securities”.

## Special Considerations for Purchasers

Units of the Index ETFs are, in the opinion of the Manager, index participation units within the meaning of NI 81-102. Accordingly, in the opinion of the Manager, mutual funds may purchase Units of an Index ETF without regard to the control, concentration or “fund of funds” restrictions of NI 81-102. No purchase of Units of an Index ETF should be made solely in reliance on the above statements.

The provisions of the so-called “early warning” requirements set out in Canadian securities legislation do not apply in connection with the acquisition of Units of an ETF. In addition, each ETF is entitled to rely on exemptive relief from the securities regulatory authorities to permit a Unitholder of that ETF to acquire more than 20% of the Units of that ETF through purchases on the TSX without regard to the takeover bid requirements of applicable Canadian securities legislation.

**Although CASH primarily invests in bank deposit accounts, CASH is not covered by the Canada Deposit Insurance Corporation or any other government deposit insurer.**

See “Purchases of Units – Buying and Selling Units of an ETF”, “Attributes of the Securities - Description of the Securities Distributed” and “Exemptions and Approvals”.

## **Distribution Policy**

### *DLR*

Distributions, if any, to Unitholders of DLR of income earned on cash and Cash Equivalents, net of fees and expenses, will be made on a quarterly basis, at the discretion of the Manager. Such distributions, if any, to Unitholders of DLR will be paid in U.S. dollars, and will be paid in cash, unless a Unitholder is participating in the Reinvestment Plan.

### *HOG, INOC, ETHI and HGGB*

It is anticipated that each of HOG, INOC, ETHI and HGGB will make distributions to its respective Unitholders on a quarterly basis, at the discretion of the Manager. Such distributions will be paid in cash, unless a Unitholder is participating in the Reinvestment Plan.

### *HMMJ*

Distributions, if any, to Unitholders of HMMJ of income earned from securities lending activities and/or dividends, net of fees and expenses, will be made on a quarterly basis, at the discretion of the Manager. Such distributions, if any, to Unitholders of HMMJ will be paid in Canadian dollars, and will be paid in cash, unless a Unitholder is participating in the Reinvestment Plan.

### *RBOT, FOUR, HBGD, BBIG, HLIT, HYDR, CHPS, HBUG, MTAV, HURA and COPP*

Each of RBOT, FOUR, HBGD, BBIG, HLIT, HYDR, CHPS, HBUG, MTAV, HURA and COPP are not expected to make regular cash distributions. Cash distributions, if any, to Unitholders of RBOT, FOUR, HBGD, BBIG, HLIT, HYDR, CHPS, HBUG, MTAV, HURA and COPP, as applicable, net of fees and expenses, will be made annually at the discretion of the Manager. Such distributions, if any, to Unitholders of RBOT, FOUR, HBGD, BBIG, HLIT, HYDR, CHPS, HBUG, MTAV, HURA and COPP, as applicable, will be paid in Canadian dollars.

### *CASH and UTIL*

It is anticipated that CASH and UTIL will make distributions to their respective Unitholders on a monthly basis.

### *HAC*

Any distributions on Units of HAC, which will be paid in Units or will be automatically reinvested in additional Units and then, in each case, consolidated, are expected to be made at the end of each taxation year.

### *Covered Call ETFs and HGY*

Each Covered Call ETF and HGY does not have a fixed distribution but pays distributions monthly. Distribution rates are generally based on the average current volatility of the securities held by the Covered Call ETF or HGY. The amount of monthly cash distributions are expected to fluctuate from month to month and there can be no assurance that a Covered Call ETF or HGY will make any distributions in any particular month or months. Each Covered Call

ETF and HGY may make additional distributions in any given year. Monthly distributions will be paid in cash, unless the investor has chosen to participate in the Reinvestment Plan.

It is anticipated that USCC.U will make distributions to its Unitholders on a monthly basis in U.S. Dollars. However, unless the Unitholder is participating in the Reinvestment Plan, such distributions from USCC.U to Unitholders of Cdn\$ Units will typically be converted to Canadian dollars by the Unitholder's account holder.

*All ETFs*

To the extent required, each ETF will also make payable after December 15 but on or before December 31 of that calendar year (in the case of a taxation year that ends on December 15), or prior to the end of each taxation year (in any other case), sufficient net income (including net capital gains) that has not previously been paid or made payable so that each ETF will not be liable for non-refundable income tax under Part I of the Tax Act in any given year and such distributions will be automatically reinvested in Units of the applicable ETF or paid in Units of the applicable ETF, in each case which will then be immediately consolidated such that the number of outstanding Units of the applicable ETF held by each Unitholder on such day following the distribution will equal the number of Units of the applicable ETF held by the Unitholder prior to that distribution.

See "Distribution Policy" and "Tax Implications of an ETF's Distribution Policy".

**Distribution Reinvestment**

At any time, a Unitholder of an ETF other than RBOT, FOUR, HBGD, BBIG, HLIT, HYDR, CHPS, HBUG, MTAV, HGY, COPP or UTIL may elect to participate in the Reinvestment Plan by contacting the CDS Participant(s) through which the Unitholder holds its Units. Under the Reinvestment Plan, cash distributions will be used to acquire additional Units of the applicable ETF held by the Unitholder in the market and will be credited to the account of the Unitholder through CDS.

See "Distribution Policy – Distribution Reinvestment Plan".

**Redemptions of Units**

On any Trading Day, Unitholders, Dealers and Designated Brokers may redeem: (i) Units for cash at a redemption price per Unit equal to 95% of the closing price for the applicable Units on the effective day of redemption, where the Units being redeemed are not equal to a PNU or a multiple PNU or (ii) less any applicable redemption charges, a PNU or a multiple PNU of an ETF for cash equal to the net asset value of that number of Units. A cash redemption request will be subject to a maximum redemption price payable to a Unitholder of the NAV per Unit of the applicable ETF. Holders of US\$ Units of a Dual Currency ETF may request that their redemption proceeds be paid in U.S. or Canadian dollars. As Unitholders will generally be able to sell (rather than redeem) Units at the applicable full market price on the TSX through a registered broker or dealer subject only to customary brokerage commissions, unless they are redeeming a PNU, Unitholders are advised to consult their brokers, dealers or investment advisors before redeeming such Units for cash. No fees or expenses are paid by a Unitholder of an ETF to Horizons or the respective ETF in connection with selling Units of the ETF on the TSX. Each ETF will also offer additional redemption options which are

available where a Dealer, Designated Broker or Unitholder redeems a PNU.

See “Exchange and Redemption of Units”.

**Income Tax Considerations**

A Unitholder of an ETF who is resident in Canada will generally be required to include, in computing income for a taxation year, the amount of income (including any taxable capital gains) that is paid or becomes payable to the Unitholder by that ETF in that year (including such income that is paid in Units or reinvested in additional Units of the ETF).

A Unitholder who disposes of a Unit of an ETF that is held as capital property, including on a redemption or otherwise, generally will realize a capital gain (or capital loss) to the extent that the proceeds of disposition (other than any amount payable by that ETF which represents income or capital gains allocated and designated to the redeeming Unitholder), net of any reasonable costs of disposition, exceed (or are less than) the adjusted cost base of the Unit disposed of.

Each investor should satisfy himself or herself as to the federal and provincial tax consequences of an investment in Units of an ETF by obtaining advice from his or her tax advisor.

See “Income Tax Considerations”.

**Eligibility for Investment**

Provided that Units of an ETF are listed on a “designated stock exchange” (which includes the TSX) or the ETF qualifies as a “mutual fund trust” under the Tax Act, then Units of such ETF would, if issued on the date hereof, be on such date qualified investments under the Tax Act for Registered Plans. See “Risk Factors – Tax Related Risks” and “Income Tax Considerations – Taxation of Registered Plans”.

See “Income Tax Considerations – Status of the ETFs”.

**Documents Incorporated by Reference**

Additional information about each ETF is or will be available in its most recently filed annual and interim financial statements, its most recently filed annual and interim management report of fund performance, and its most recently filed ETF Facts. These documents are or will be incorporated by reference into this prospectus. Documents incorporated by reference into this prospectus legally form part of this prospectus just as if they were printed as part of this prospectus. These documents are or will be publicly available on the website of the ETFs at [www.HorizonsETFs.com](http://www.HorizonsETFs.com) and may be obtained upon request, at no cost, by calling toll-free 1-866-641-5739 or by contacting your dealer. These documents and other information about the ETFs are or will also be publicly available at [www.sedarplus.ca](http://www.sedarplus.ca).

See “Documents Incorporated by Reference”.

**Termination**

The ETFs do not have a fixed termination date but may be terminated at the discretion of the Manager in accordance with the terms of the Trust Declaration. See “Termination of the ETFs”.

**Risk Factors**

There are certain risk factors inherent to an investment in the ETFs. See “Risk Factors”.

### ***Organization and Management of the ETFs***

#### **The Manager, Investment Manager and Trustee**

Horizons ETFs Management (Canada) Inc., a corporation existing under the laws of Canada, is the manager, investment manager and trustee of the ETFs. The Manager is responsible for providing or arranging for the provision of administrative services required by the ETFs. The Manager will also provide investment advisory and portfolio management services to the ETFs. The principal office of Horizons is 55 University Avenue, Suite 800, Toronto, Ontario, M5J 2H7.

Horizons and its subsidiaries are an innovative financial services organization distributing the Horizons family of leveraged, inverse leveraged, inverse, index and actively managed exchange traded funds. Horizons is a wholly-owned subsidiary of Mirae Asset Global Investments Co., Ltd. (“**Mirae Asset**”).

Mirae Asset is the Korea-based asset management entity of Mirae Asset Financial Group, one of the world’s largest investment managers in emerging market equities. See “Organization and Management Details of the ETFs – Manager of the ETFs”.

#### **Sub-Advisor**

IAM, a corporation existing under the laws of Canada, is the Sub-Advisor of INOC, and will provide investment sub-advisory services to INOC. The principal office of IAM is located in Montreal, Quebec.

Mirae Asset USA, an affiliate of the Manager, is a Sub-Advisor of HGGB. The principal office of Mirae Asset USA is located in New York City, New York.

#### **Custodian**

CIBC Mellon Trust is the custodian of the ETFs and is independent of the Manager. CIBC Mellon Trust provides custodial services to the ETFs and is located in Toronto, Ontario. See “Organization and Management Details of the ETFs – Custodian”.

#### **Valuation Agent**

CIBC Mellon Global has been retained to provide accounting valuation services to the ETFs. CIBC Mellon Global is located in Toronto, Ontario. See “Organization and Management Details of the ETFs– Valuation Agent”.

#### **Auditors**

KPMG LLP is responsible for auditing the financial statements of the ETFs. The auditors are independent of the Manager. The office of the auditors is located in Toronto, Ontario. See “Organization and Management Details of the ETFs – Auditors”.

#### **Promoter**

Horizons is also the promoter of the ETFs. Horizons took the initiative in founding and organizing the ETFs and is, accordingly, the promoter of the ETFs within the meaning of securities legislation of certain provinces and territories of Canada. See “Organization and Management Details of the ETFs – Promoter”.

#### **Registrar and Transfer Agent**

TSX Trust Company, at its principal offices in Toronto, Ontario is the registrar and transfer agent for Units of the ETFs pursuant to registrar and transfer agency agreements. TSX Trust Company is independent of the Manager. See “Organization and Management Details of the ETFs – Registrar and Transfer Agent”.

**Securities Lending Agents**

National Bank Financial Inc. (“**NBF**”) is a securities lending agent for the Index ETFs, and may also act as a securities lending agent for the ETFs pursuant to a securities lending agency agreement. NBF is located in Toronto, Ontario.

Canadian Imperial Bank of Commerce (“**CIBC**”) is a securities lending agent for the Covered Call ETFs, the Alternative ETFs and HGY, and may also act as a securities lending agent for the ETFs pursuant to a securities lending agreement. CIBC is located in Toronto, Ontario. CIBC is independent of the Manager.

CIBC Mellon Trust may also act as securities lending agents for COPP and UTIL. CIBC Mellon Trust is located in Toronto, Ontario and is independent of the Manager.

See “Organization and Management Details of the ETFs – Securities Lending Agents”.

***Summary of Fees and Expenses***

Set out below is a summary of the fees and expenses payable by the ETFs, and the fees and expenses that Unitholders may have to pay if they invest in the ETFs. Unitholders may have to pay some of these fees and expenses directly. Alternatively, each ETF may have to pay some of these fees and expenses, which will therefore reduce the value of an investment in that ETF.

*Fees and Expenses Payable by the ETFs*

**Type of Charge**

**Description**

**Management Fee**

Each ETF pays annual Management Fees, calculated and accrued daily and payable monthly in arrears, to the Manager equal to an annual percentage of the net asset value of the Units, plus applicable Sales Tax. The Management Fees of each ETF are as follows:

<b>ETF</b>	<b>Annual Management Fee</b>
DLR	0.45%
HOG	0.55%
HMMJ	0.75%
INOC	0.50%
RBOT	0.45%
HBGD	0.45%
ETHI	0.45%
FOUR	0.45%
BBIG	0.45%
CASH	0.10%
HGGB	0.45%
HLIT	0.75%
HYDR	0.75%

CHPS	0.45%
HBUG	0.45%
MTAV	0.55%
HAC	0.75%
HURA	0.75%
COPP	0.65%
UTIL	0.50%
HGY	0.60%
CNCC	0.39%
ENCC	0.65%
BKCC	0.39%
GLCC	0.65%
USCC.U	0.39%
QQCC	0.65%

See "Fees and Expenses".

**Performance Fees**

HAC pays the Manager the Performance Fee, as described below. The Performance Fee is calculated and accrued daily. The Performance Fee is payable at least quarterly in arrears on dates determined by the Manager, together with applicable Sales Taxes.

HAC pays to the Manager a Performance Fee, if any, equal to 20% of the amount by which the performance of HAC, at any date on which the Performance Fee is payable,

(i) exceeds the High Water Mark and (ii) is greater than an annualized return of five percent (5%).

The Performance Fee will be determined in accordance with the following formula:

$$20\% \times (A - (B \times C)) \times D$$

where:

A equals the net asset value per Unit, as at the last day of the period in respect of which the calculation is being made, without giving effect to the accrual of any Performance Fee, plus the aggregate amount of all distributions previously declared on a per Unit basis, if any;

B equals the High Water Mark;

C equals 1 plus an annualized return of five percent (5%) pro-rated for the number of days in the period; and

D equals the number of Units outstanding as at the last day of the period in respect of which the calculation is being made.

No Performance Fee will be payable on any payable date unless A exceeds B x C at that time.

**Management Fee Distributions**

The Manager may, at its discretion, agree to charge a reduced fee as compared to the fee it would otherwise be entitled to receive from an ETF with respect to large investments in the ETF by Unitholders. Such a reduction will be dependent upon a number of factors, including the amount invested, the total assets of the ETF under administration and the expected amount of account activity. In such cases, an amount equal to the difference between the fee otherwise chargeable and the reduced fee will be distributed by the ETF, at the discretion of the Manager, to the applicable Unitholders as Management Fee Distributions.



**Operating Expenses**

Unless otherwise waived or reimbursed by the Manager, each ETF (other than CASH) will pay all of its operating expenses, including but not limited to: Management Fees; audit fees; trustee and custodial expenses; valuation, accounting and record keeping costs; legal expenses; permitted prospectus preparation and filing expenses; costs associated with delivering documents to Unitholders; costs associated with meetings of Unitholders; listing and annual stock exchange fees; index licensing fees, if applicable; CDS fees; bank related fees and interest charges; extraordinary expenses; Unitholder reports and servicing costs; registrar and transfer agent fees; costs of the IRC; income taxes; Sales Tax; brokerage expenses and commissions; withholding taxes and fees payable to service providers in connection with regulatory compliance and tax matters in foreign jurisdictions.

The Manager will pay all the expenses of CASH other than the Management Fee, any Sales Taxes on the applicable Management Fee, and any brokerage expenses and commissions as may be applicable. As a result, CASH will not have any operating expenses other than Management Fees, Sales Taxes on the Management Fees, and any brokerage expenses and commissions as may be applicable.

Costs and expenses payable by the Manager, or an affiliate of the Manager include fees of a general administrative nature.

See “Fees and Expenses”.

**Underlying Fund Fees**

An ETF may, in accordance with its investment strategy and applicable Canadian securities legislation, invest in exchange traded funds, mutual funds or other public investment funds which may be managed by the Manager, its affiliates or independent fund managers. There are fees and expenses payable by these underlying funds in addition to the fees and expenses payable by an ETF. With respect to such investments, no management fees or incentive fees are payable by an ETF that, to a reasonable person, would duplicate a fee payable by such underlying fund for the same service. Further, no sales fees or redemption fees are payable by an ETF in relation to purchases or redemptions of the securities of the underlying funds in which it invests if these funds are managed by the Manager or an affiliate or associate of the Manager.

**Expenses of the Issue**

Apart from the initial organizational costs of an ETF, all expenses related to the issuance of Units of the ETF are borne by the ETF.

See “Fees and Expenses”.

*Fees and Expenses Payable Directly by Unitholders*

**Administration Charge**

As may be agreed between the Manager and a Designated Broker or Dealer, the Manager may charge the Designated Broker and Dealers of an ETF, at its discretion, an issue, exchange or redemption charge to offset certain transaction costs associated with the issuance, exchange or redemption of Units. Administration charges are variable, and the Manager will publish the current administration charges, if any, on its website, [www.HorizonsETFs.com](http://www.HorizonsETFs.com). These administrative charges do not apply to Unitholders who buy and sell their Units on a stock exchange.

## GLOSSARY

The following terms have the following meaning:

“**2018 Farm Bill**” has the meaning ascribed to that term under the heading “Risk Factors – Marijuana Section Risk – HMMJ”;

“**ADRs**” means American depositary receipts;

“**allowable capital loss**” has the meaning ascribed to that term under the heading “Income Tax Considerations – Taxation of Holders”;

“**Alternative ETFs**” means, collectively, HAC and HURA, and “**Alternative ETF**” means any one of them;

“**Basket of Securities**” means a group of shares or other securities, including but not limited to one or more exchange traded funds or securities, determined by the Investment Manager from time to time for the purpose of subscription orders, exchanges, redemptions or for other purposes;

“**Basket Subscription**” means a subscription consisting of cash or cash and Cash Equivalents, determined to be acceptable to Horizons from time to time for the purpose of subscription orders;

“**Broad Markets**” means major North American equity markets;

“**Canadian securities legislation**” means the securities laws in force in each province and territory of Canada, all regulations, rules, orders and policies made thereunder and all multilateral and national instruments adopted by the Securities Regulatory Authorities in such jurisdictions;

“**capital gains refund**” has the meaning ascribed to that term under the heading “Income Tax Considerations – Taxation of the ETFs”;

“**Cash Equivalents**” means an evidence of indebtedness that has a remaining term of maturity of 365 days or less and that is issued, or fully and unconditionally guaranteed as to principal and interest, by (a) the government of Canada or the government of a province or territory of Canada, (b) the government of the United States of America, the government of one of the states of the United States of America, the government of another sovereign state or a permitted supranational agency, if, in each case, the evidence of indebtedness has a designated rating, or (c) a Canadian financial institution, or a financial institution that is not incorporated or organized under the laws of Canada or of a jurisdiction if, in either case, evidences of indebtedness of that issuer or guarantor that are rated as short term debt by a designated rating organization or its DRO affiliate (each within the meaning of NI 81-102) have a designated rating;

“**Cash Subscription**” means a subscription order for Units of an ETF that is paid in full in cash;

“**Cdn\$ Units**” means the class A units of an ETF that are denominated in Canadian dollars, and “**Cdn\$ Unit**” means one of them;

“**CDS**” means CDS Clearing and Depository Services Inc.;

“**CDS Participant**” means a participant in CDS that holds security entitlements in Units of an ETF on behalf of beneficial owners of those Units;

“**CFTC**” means the U.S. Commodity Futures Trading Commission;

“**CIBC**” means Canadian Imperial Bank of Commerce;

“**CIBC Mellon Global**” means CIBC Mellon Global Securities Services Company;

“**CIBC Mellon Trust**” means CIBC Mellon Trust Company;

“**CIBC SLA**” has the meaning ascribed to that term under the heading “Organization and Management Details of the ETF – Securities Lending Agent”;

“**Commodity Participation Unit**” means a security that is issued by an issuer, the only purpose of which is to hold:

- (a) a physical commodity as defined in NI 81-102 (a “**Physical Commodity**”) or more than one Physical Commodity;
- (b) commodity futures that are widely quoted or used as the benchmark for pricing the future price of a Physical Commodity or more than one Physical Commodity; or
- (c) specified derivatives that replicate the performance of a Physical Commodity or more than one Physical Commodity, or commodity futures, referred to in subparagraphs (a) and (b);

“**Constituent Issuers**” means the issuers that from time to time are included in an Underlying Index as determined by the Index Provider and “**Constituent Issuer**” means any one of them;

“**Constituent Reset Date**” means, in respect of a Covered Call ETF, the Trading Day on which the Manager determines the constituent issuers to include in the Covered Call ETF’s portfolio and rebalances those constituent issuers;

“**Covered Call ETFs**” means, collectively Horizons Canadian Large Cap Equity Covered Call ETF, Horizons Canadian Oil and Gas Equity Covered Call ETF, Horizons Equal Weight Canadian Bank Covered Call ETF, Horizons Gold Producer Equity Covered Call ETF, Horizons US Large Cap Equity Covered Call ETF and Horizons NASDAQ-100 Covered Call ETF; and “**Covered Call ETF**” means any one of them;

“**CRA**” means the Canada Revenue Agency;

“**CRS Rules**” has the meaning ascribed to that term under the heading “Unitholder Matters – Exchange of Tax Information”;

“**Custodian**” means CIBC Mellon Trust, in its capacity as custodian of the ETFs pursuant to the Custodian Agreement;

“**Custodian Agreement**” means the second amended and restated master custodial services agreement dated September 1, 2013, as amended from time to time, between the Manager, in its capacity as manager and trustee of the ETFs, CIBC Mellon Trust, The Bank of New York Mellon, Canadian Imperial Bank of Commerce and CIBC Mellon Global;

“**Cyber Security Incidents**” has the meaning ascribed to that term under the heading “Risk Factors – Cybersecurity Risk”;

“**Dealer**” means a registered dealer (that may or may not be a Designated Broker) that has entered into a Dealer Agreement with the Manager, on behalf of the ETFs, pursuant to which the Dealer may subscribe for Units of an ETF as described under “Purchases of Units”;

“**Dealer Agreement**” means an agreement between the Manager, on behalf of the ETFs, and a Dealer;

“**Designated Broker**” means a registered dealer that has entered into a Designated Broker Agreement pursuant to which the Designated Broker agrees to perform certain duties in relation to the ETFs;

“**Designated Broker Agreement**” means an agreement between the Manager, on behalf of the ETFs, and a Designated Broker;

“**designated rating**” has the meaning ascribed to that term in NI 81-102;

“**DFA Rules**” has the meaning ascribed to that term under the heading “Risk Factors – Tax Related Risks”;

“**Distribution Record Date**” means a date determined by the Manager as a record date for the determination of Unitholders entitled to receive a distribution from an ETF;

“**DPSP**” means a deferred profit sharing plan within the meaning of the Tax Act;

“**Dual Currency ETFs**” means, collectively, DLR, HMMJ, RBOT, HBGD, FOUR, BBIG, HLIT, HYDR, CHPS and USCC.U (to the extent Canadian dollar and U.S. dollar denominated Units of such ETFs are outstanding); and “**Dual Currency ETF**” means any one of them;

“**EIFEL Rules**” has the meaning ascribed to that term under the heading “Risk Factors – Tax Related Risks”;

“**equity related securities**” means securities that are either convertible into equity securities (e.g., subscription right or a warrant) or the underlying interest of which is an equity security, and may be exchange traded or traded over-the-counter;

“**Equity Repurchase Rules**” has the meaning ascribed to that term under the heading “Risk Factors – Tax Related Risks”;

“**ESG**” means the generally accepted standards of Environmental, Social, and Governance criteria established by the Manager;

“**ETF Managers**” means The Manager and its respective principals and affiliates (each, an “**ETF Manager**”);

“**ETFs**” means the exchange-traded mutual funds offered under this prospectus, and “**ETF**” means any one of them;

“**Exchange Traded Product**” means an exchange traded fund or an exchange traded note traded on a North American exchange;

“**Exchange/Redemption Deadline**” means, for an ETF, the applicable exchange/redemption deadline published by Horizons on its website at [www.horizonsetfs.com](http://www.horizonsetfs.com) from time to time, or such other time as may be acceptable to Horizons in its sole discretion;

“**FHSA**” means a first home savings account within the meaning of the Tax Act;

“**Floating Rate Evidence of Indebtedness**” means an evidence of indebtedness that has a floating rate of interest determined over the term of the obligation by reference to a commonly used benchmark interest rate and that satisfies any of the following:

- (a) if the evidence of indebtedness was issued by a person or company other than a government or a permitted supranational agency, it has a designated rating;
- (b) if the evidence of indebtedness was issued by a government or a permitted supranational agency, it has its principal and interest fully and unconditionally guaranteed by any of the following:
  - (i) the government of Canada or the government of a jurisdiction of Canada;
  - (ii) the government of the United States of America, the government of one of the states of the United States of America, the government of another sovereign state or a permitted supranational agency, if, in each case, the evidence of indebtedness has a designated rating;

“**GDR**” means Global Depositary Receipt;

“**Global X Fund**” has the meaning ascribed to that term under the heading “Risk Factors – Tax Related Risks”;

“**Gold Portfolio**” means a portfolio of securities and other instruments that provide exposure to the price of gold bullion held by HGY;

“**GST/HST**” means taxes exigible under Part IX of the *Excise Tax Act* (Canada) and the regulations made thereunder;

“**High Water Mark**” as described under “Fees and Expenses – Fees and Expenses Payable the ETFs - Performance Fees” means the greater of: (i) \$10.00; and (ii) the highest NAV per Unit previously utilized for the purposes of calculating a Performance Fee that was paid;

“**Holder**” shall have the meaning ascribed to such term in “Income Tax Considerations”;

“**Horizons**” means Horizons ETFs Management (Canada) Inc., the manager, investment manager, trustee and promoter of the ETFs;

“**IAM**” means Inoventor Asset Management;

“**IFRS**” means International Financial Reporting Standards;

“**IGA**” has the meaning ascribed to that term under the heading “Unitholder Matters – Exchange of Tax Information”;

“**Index Categories**” has the meaning ascribed to that term under the heading “Investment Objectives – The Underlying Indexes of the Index ETFs”;

“**Index ETFs**” means, collectively, HOG, HMMJ, INOC, RBOT, HBGD, ETHI, FOUR, BBIG, HGGB, HLIT, HYDR, CHPS, HBUG, MTAV, HURA, COPP and UTIL; and “**Index ETF**” means any one of them;

“**Index Provider**” means Solactive in respect of HOG, HMMJ, HBGD, FOUR, BBIG, MTAV, HLIT, HYDR, CHPS, HURA, COPP and UTIL; Nasdaq, Inc. in respect of INOC and ETHI; RBOT Global LLC in respect of RBOT; S&P Opco, LLC in respect of HGGB and Indxx LLC in respect of HBUG, and “**Index Providers**” means all of them;

“**Investment Manager**” means Horizons, in its capacity as investment manager of the ETFs;

“**IRC**” means the independent review committee of the ETFs established under NI 81-107;

“**Leveraged ETFs**” means the leveraged Exchange Traded Products, including Exchange Traded Products managed by Horizons;

“**LRE**” has the meaning ascribed to that term under the heading “Risk Factors – Tax Related Risks”;

“**Management Fee**” means the annual management fee paid by an ETF to the Manager, equal to a percentage of the net asset value of that ETF, calculated and accrued daily and payable monthly;

“**Management Fee Distribution**” means an amount equal to the difference between the Management Fees otherwise chargeable by the Manager and a reduced fee determined by the Manager, at its discretion, from time to time, and that is distributed by an ETF quarterly in cash to Unitholders of the ETF who hold large investments in that ETF;

“**Manager**” means Horizons, in its capacity as manager of the ETFs, pursuant to the Trust Declaration;

“**Midstream Sector**” is as described under “Investment Objectives – The Underlying Indexes of the Index ETFs” and includes the securities of companies who are involved in the transportation, storage, and wholesale marketing of crude oil, natural gas and other refined petroleum products;

“**Mirae Asset**” means Mirae Asset Global Investments Co., Ltd.;

“**Mirae Asset USA**” means Mirae Asset Global Investments (USA) LLC;

“**NASDAQ**” means the NASDAQ Stock Exchange;

“**NBF**” means National Bank Financial Inc.;

“**NBF SLAA**” means the securities lending agency agreement with NBF, pursuant to which NBF may act as a securities lending agent for the ETFs;

“**net asset value**” means the net asset value of an ETF as calculated on each Valuation Day in accordance with the Trust Declaration and “**NAV**” shall have the same meaning;

“**NI 81-102**” means National Instrument 81-102 *Investment Funds*, as it may be amended from time to time;

“**NI 81-107**” means National Instrument 81-107 *Independent Review Committee for Investment Funds*, as it may be amended from time to time;

“**NRT Rules**” has the meaning ascribed to such term under the heading “Risk Factors – Tax Related Risks”;

“**NYSE**” means the New York Stock Exchange;

“**Performance Fee**” means the performance fee for HAC described under “Fees and Expenses – Fees and Expenses Payable by the ETFs – Performance Fees”;

“**Plan Agent**” means TSX Trust Company, plan agent for the Reinvestment Plan;

“**Plan Participant**” has the meaning ascribed to such term under the heading “Distribution Policy – Distribution Reinvestment Plan”;

“**Plan Units**” has the meaning ascribed to such term under the heading “Distribution Policy – Distribution Reinvestment Plan”;

“**PNU**” in relation to Units of an ETF, means the prescribed number of Units of that ETF determined by the Manager from time to time, whereby a dealer or a Unitholder may subscribe for, and/or redeem Units of the ETF or for such other purposes as the Manager may determine;

“**QARP**” has the meaning ascribed to such term under the heading “Investment Objectives – The Underlying Indexes of the Index ETFs”;

“**RDSP**” means a registered disability savings plan within the meaning of the Tax Act;

“**Rebalancing Date**” means for each ETF set out in the table below, as follows:

ETF	Rebalancing Date
Horizons Global BBIG Technology ETF	<b>Rebalanced:</b> Semi-annually in January and July <b>Reweighted:</b> Semi-annually in April and October

ETF	Rebalancing Date
Horizons GX Cybersecurity Index ETF	Semi-annually in May and November
Horizons Global Lithium Producers Index ETF	Quarterly in January, April, July and October
Horizons Global Hydrogen Index ETF	Quarterly in January, April, July and October
Horizons Global Semiconductor Index ETF	Quarterly in February, May, August and November
Horizons S&P Green Bond Index ETF	Monthly
Horizons Pipelines & Energy Services Index ETF	Quarterly in March, June, September and December
Horizons Marijuana Life Sciences Index ETF	Quarterly in March, June, September and December
Horizons Inovestor Canadian Equity Index ETF	Quarterly in January, April, July and October
Horizons Big Data & Hardware Index ETF	Quarterly in January, April, July and October
Horizons Global Sustainability Leaders Index ETF	Annually in May
Horizons Industry 4.0 Index ETF	Quarterly in February, May, August and November
Horizons Global Metaverse Index ETF	Quarterly in February, May, August & November
Horizons Global Uranium Index ETF	<b>Rebalanced:</b> Annually in January <b>Rewighted:</b> Annually in July
Horizons Copper Producers Index ETF	Semi-annually in June and December
Horizons Canadian Utility Services High Dividend Index ETF	Semi-annually in June and December
Horizons Robotics and Automation Index ETF	Annually in March

“**Redemption Date**” has the meaning ascribed to that term under the heading “RBOT, HBGD, ETHI, FOUR, BBIG, HLIT, HYDR, CHPS, HURA, MTAV, COPP and UTIL – Exchange and Redemption of Units at Net Asset Value per Unit for Baskets of Securities and/or Cash”;

“**Registered Plans**” means trusts governed by RDSPs, RESPs, RRIFs, RRSPs, DPSPs, TFSAs and FHSAs;

“**Registrar and Transfer Agent**” means TSX Trust Company;

“**Reinvestment Plan**” means the distribution reinvestment plan for each ETF except for RBOT, HBGD and FOUR, as described under the heading “Distribution Policy – Distribution Reinvestment Plan”;

“**RESP**” means a registered education savings plan within the meaning of the Tax Act;

“**RRIF**” means a registered retirement income fund within the meaning of the Tax Act;

“**RRSP**” means a registered retirement savings plan within the meaning of the Tax Act;

“**Sales Tax**” means all applicable provincial and federal sales, use, value-added or goods and services taxes, including GST/HST;

“**Sector Market**” means a specific commodity, currency, fixed-income or equity sector located anywhere in the world;

“**Securities Regulatory Authorities**” means the securities commission or similar regulatory authority in each province and territory of Canada that is responsible for administering the Canadian securities legislation in force in such jurisdictions;

“**SIFT Rules**” has the meaning ascribed to that term under the heading “Risk Factors – Tax Related Risks”;

“**Solactive**” means Solactive AG;

“**Sub-Advisor**” means, in respect of INOC, IAM and, in respect of HGGB, Mirae Asset USA;

“**Sub-Advisory Agreement**” means, as applicable, the portfolio sub-advisory agreement in respect of INOC among IAM and the Manager, as supplemented, amended, or amended and restated from time to time or the sub-advisory agreement in respect of HGGB among Mirae Asset USA and the Manager, as supplemented, amended, or amended and restated from time to time;

“**Subscription Deadline**” means, for an ETF, the applicable subscription deadline published by Horizons on its website at [www.horizonsetfs.com](http://www.horizonsetfs.com) from time to time, or such other time as may be acceptable to Horizons in its sole discretion;

“**substituted property**” has the meaning ascribed to that term under the heading “Income Tax Considerations – Taxation of the ETFs”;

“**taxable capital gains**” has the meaning ascribed to that term under the heading “Income Tax Considerations – Taxation of Holders”;

“**Tax Act**” means the *Income Tax Act* (Canada) and the regulations thereunder as amended from time to time;

“**Tax Amendment**” means a proposed amendment to the Tax Act publicly announced by the Minister of Finance (Canada) prior to the date hereof;

“**Tax Treaties**” has the meaning ascribed to such term under the heading “Risk Factors – Tax Related Risks”;

“**TFSA**” means a tax-free savings account within the meaning of the Tax Act;

“**Trade Date**” has the meaning ascribed to that term under the heading “Purchases of Units – Issuance of Units of the ETF – To Designated Brokers and Dealers”;

“**Trading Day**” for an Index ETF (except HURA) and DLR means, as applicable, a day on which (i) a session of the TSX is held, (ii) the principal exchange for the securities to which the ETF is exposed is open for trading, and (iii) the Index Provider calculates and publishes data relating to the Underlying Index; for GLCC, USCC.U and QQCC, means a day on which sessions of the TSX, NYSE and NASDAQ are each held; for CASH, HLIT, HYDR and CHPS means a day on which (i) a session of the TSX is held, (ii) the principal exchange for the securities to which the ETF is exposed is open for trading, and (iii) deposit taking banks in Canada are open for business, and is not a Friday, or a business day immediately before a statutory or bank holiday; for HURA means a day (i) on which a session of the TSX and any applicable designated exchange of HURA’s Constituent Issuers is held, and (ii) that is not a business day that deposit taking banks in the United States or Canada are not open for business; for HAC means a day (i) on which a session of the TSX and New York Stock Exchange is held and (ii) that is not a business day that deposit taking banks in the United States or Canada are not open for business; and for HGY means a day (i)



upon which a session of the TSX is held and (ii) that is not a business day that deposit taking banks in the United States or Canada are not open for business;

“**Trust Declaration**” means the amended and restated declaration of trust establishing the ETFs, as supplemented, amended or amended and restated from time to time;

“**Trustee**” means Horizons, in its capacity as trustee of the ETFs pursuant to the Trust Declaration;

“**TSX**” means the Toronto Stock Exchange;

“**Underlying Index**” means the underlying index which is used by an Index ETF in relation to its investment objective, and “**Underlying Indexes**” means more than one of them;

“**Unitholder**” means a holder of Units of an ETF;

“**Units**” means, together, the Cdn\$ Units and US\$ Units, if any, of an ETF, and “**Unit**” means one of them;

“**US\$ Units**” means Class A units of a Dual Currency ETF that are denominated in U.S. dollars;

“**USDA**” means the United States Department of Agriculture;

“**UTIL Index Categories**” has the meaning ascribed to that term under the heading “Investment Objectives – The Underlying Indexes – Solactive Canadian Utility Services High Dividend Index”;

“**Valuation Agent**” means CIBC Mellon Global;

“**Valuation Day**” for the ETFs means a day upon which a session of the TSX is held; and

“**Valuation Time**” means 4:00 p.m. (EST) on a Valuation Day or such other time as may be deemed appropriate by the Manager, as trustee of the ETFs.

### OVERVIEW OF THE LEGAL STRUCTURE OF THE ETFs

The ETFs are open-end mutual fund trusts established under the laws of Ontario. Each of the Alternative ETFs is an “alternative mutual fund” as defined in NI 81-102. The manager, investment manager and trustee of the ETFs is Horizons ETFs Management (Canada) Inc. (“**Horizons**”, the “**Manager**” or the “**Trustee**”). The Manager has engaged Inoventor Asset Management (“**IAM**”) to act as a sub-advisor to INOC.

The Units of the ETFs that are offered pursuant to this prospectus, and their applicable ticker symbols, are:

<b>Name of ETF</b>	<b>Currency</b>	<b>Ticker Symbol</b>
Horizons US Dollar Currency ETF	Canadian dollar	DLR
	U.S. dollar	DLR.U
Horizons Pipelines & Energy Services Index ETF	Canadian dollar	HOG
Horizons Marijuana Life Sciences Index ETF	Canadian dollar	HMMJ
	U.S. dollar	HMMJ.U
Horizons Inoventor Canadian Equity Index ETF	Canadian dollar	INOC
Horizons Robotics and Automation Index ETF	Canadian dollar	RBOT
	U.S. dollar	RBOT.U
Horizons Big Data & Hardware Index ETF	Canadian dollar	HBGD
	U.S. dollar	HBGD.U
Horizons Global Sustainability Leaders Index ETF	Canadian dollar	ETHI
Horizons Industry 4.0 Index ETF	Canadian dollar	FOUR
Horizons Global BBIG Technology ETF	Canadian dollar	BBIG
	U.S. dollar	BBIG.U
Horizons High Interest Savings ETF	Canadian dollar	CASH
Horizons S&P Green Bond Index ETF	Canadian dollars	HGGB
Horizons Global Lithium Producers Index ETF	Canadian dollar	HLIT
	U.S. dollar	HLIT.U
Horizons Global Hydrogen Index ETF	Canadian dollar	HYDR
	U.S. dollar	HYDR.U

<b>Name of ETF</b>	<b>Currency</b>	<b>Ticker Symbol</b>
Horizons Global Semiconductor Index ETF	Canadian dollar	CHPS
	U.S. dollar	CHPS.U
Horizons GX Cybersecurity Index ETF	Canadian dollar	HBUG
Horizons Global Metaverse Index ETF	Canadian dollars	MTAV
Horizons Seasonal Rotation ETF	Canadian dollar	HAC
Horizons Global Uranium Index ETF	Canadian dollar	HURA
Horizons Copper Producers Index ETF	Canadian dollar	COPP
Horizons Canadian Utility Services High Dividend Index ETF	Canadian dollar	UTIL
Horizons Gold Yield ETF	Canadian dollar	HGY
Horizons Canadian Large Cap Equity Covered Call ETF	Canadian dollar	CNCC
Horizons Canadian Oil and Gas Equity Covered Call ETF	Canadian dollar	ENCC
Horizons Equal Weight Canadian Bank Covered Call ETF	Canadian dollar	BKCC
Horizons Gold Producer Equity Covered Call ETF	Canadian dollar	GLCC
Horizons US Large Cap Equity Covered Call ETF	U.S. dollar	USCC.U
	Canadian dollar	USCC
Horizons NASDAQ-100 Covered Call ETF	Canadian dollar	QQCC

The ETFs were created pursuant to the Trust Declaration. The head office of the Manager and the ETFs is 55 University Avenue, Suite 800, Toronto, Ontario, M5J 2H7. While each ETF is a mutual fund under the securities legislation of certain provinces and territories of Canada, each ETF is entitled to rely on exemptive relief from certain provisions of Canadian securities legislation applicable to conventional mutual funds.

Units of each ETF are currently listed and trade on the TSX.

### **INVESTMENT OBJECTIVES**

The fundamental investment objective of an ETF may not be changed except with the approval of its Unitholders. See “Unitholder Matters” for additional descriptions of the process for calling a meeting of Unitholders and requirements of Unitholder approval.

***DLR***

DLR seeks to reflect the reference value in Canadian dollars (in respect of the Cdn\$ Units) and U.S. dollars (in respect of the US\$ Units) of the U.S. dollar, net of expenses, by investing primarily in cash and Cash Equivalents that are denominated in the U.S. dollar.

***HOG***

HOG seeks to replicate, to the extent possible, the performance of the Solactive Pipelines & Energy Services Index, net of expenses. The Solactive Pipelines & Energy Services Index is designed to provide exposure to equity securities of certain Canadian oil and gas companies in the Midstream Sector (as hereinafter defined).

***HMMJ***

HMMJ seeks to replicate, to the extent possible, the performance of the North American Marijuana Index, net of expenses. The North American Marijuana Index is designed to provide exposure to the performance of a basket of North American publicly listed companies with significant business activities in the marijuana industry.

***INOC***

INOC seeks to replicate, to the extent possible, the performance of the Nasdaq Inoestor Canada Index, net of expenses. The Nasdaq Inoestor Canada Index is a large capitalization equity index of diversified constituents which are selected largely from the Canadian equity universe.

***RBOT***

RBOT seeks to replicate, to the extent possible, the performance of the Indxx Global Robotics & Artificial Intelligence Thematic Index, net of expenses. The Indxx Global Robotics & Artificial Intelligence Thematic Index is designed to provide exposure to the performance of equity securities of companies that are involved in the development of robotics and/or artificial intelligence. RBOT seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

***HBGD***

HBGD seeks to replicate, to the extent possible, the performance of the Solactive Big Data & Hardware Index, net of expenses. The Solactive Big Data and Hardware Index tracks a portfolio of global companies focusing directly on data development, storage, and management-related services and solutions as well as hardware and hardware-related services used in data-intensive applications such as blockchain.

***ETHI***

ETHI seeks to replicate, to the extent possible, the performance of the Nasdaq Future Global Sustainability Leaders USD Index, net of expenses. The Nasdaq Future Global Sustainability Leaders USD Index is designed to provide exposure to the performance of a basket of large-cap equity securities of companies that are global climate change leaders (as measured by their relative carbon efficiency), and are not materially engaged in activities deemed inconsistent with responsible investment considerations. ETHI seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

***FOUR***

FOUR seeks to replicate, to the extent possible, the performance of the Solactive Industry 4.0 Index, net of expenses. The Solactive Industry 4.0 Index is designed to provide exposure to the performance of equity securities of companies that are involved in the transformation of manufacturing and the industrial market through the development or implementation of new technologies and innovations. FOUR seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

***BBIG***

BBIG seeks to replicate, to the extent possible and net of expenses, the performance of an index that is designed to provide exposure to the performance of publicly-listed large-cap and mid-cap global equities in the following industries: secondary battery, biotechnology, internet and gaming. Currently, BBIG seeks to replicate the performance of the Solactive Global BBIG Index, net of expenses.

***CASH***

CASH seeks to maximize monthly income for unitholders while preserving capital and liquidity by investing primarily in high interest deposit accounts with Canadian banks.

***HGGB***

HGGB seeks to replicate, to the extent possible and net of expenses, the performance of a market index that is designed to provide exposure to the performance of global green-labeled bonds issued in U.S. dollars that are subject to stringent eligibility criteria to fund projects that have positive environmental or climate benefits. Currently, HGGB seeks to replicate the performance of the S&P Green Bond U.S. Dollar Select Index, net of expenses. HGGB seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

***HLIT***

HLIT seeks to replicate, to the extent possible and net of expenses, the performance of an index that is designed to provide exposure to the performance of global, publicly listed companies engaged in the mining and/or production of lithium, lithium compounds, or lithium related components. Currently, HLIT seeks to replicate the performance of the Solactive Global Lithium Producers Index, net of expenses. HLIT seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

***HYDR***

HYDR seeks to replicate, to the extent possible and net of expenses, the performance of an index that is designed to provide exposure to the performance of global, publicly listed companies engaged in the development and production of fuel cell technology and equipment, as well as infrastructure, components, and systems for hydrogen generation, storage, and transportation. Currently, HYDR seeks to replicate the performance of the Solactive Global Hydrogen Industry Index, net of expenses. HYDR seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

***CHPS***

CHPS seeks to replicate, to the extent possible and net of expenses, the performance of an index that is designed to provide exposure to the performance of global, publicly listed companies engaged in the production and development of semiconductors and semiconductor equipment. Currently, CHPS seeks to replicate the performance of the Solactive Capped Global Semiconductor Index, net of expenses. CHPS seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

***HBUG***

HBUG seeks to replicate, to the extent possible and net of expenses, the performance of an index that is designed to provide exposure to the performance of global, publicly listed companies that stand to potentially benefit from the increased adoption of cybersecurity technology, such as those whose principal business is generally engaged in the development and management of security protocols preventing intrusion and attacks to systems, networks, applications, computers, and mobile devices. Currently, HBUG seeks to replicate, directly or indirectly, the performance of Indxx Cybersecurity Index, net of expenses, by investing primarily in the Global X Cybersecurity ETF. HBUG seeks to hedge any U.S. dollar portfolio exposure back to the Canadian dollar at all times.

### ***MTAV***

MTAV seeks to replicate, to the extent possible and net of expenses, the performance of an index that seeks to provide exposure to global, publicly listed companies that potentially stand to benefit from the adoption and usage of technologies expected to grow and support the functioning of the metaverse. Currently, MTAV seeks to replicate the performance of the Solactive Global Metaverse Index, net of expenses. MTAV seeks to hedge any U.S. dollar portfolio exposure back to the Canadian dollar at all times.

### ***HAC***

HAC seeks to provide long term capital appreciation in all market cycles by tactically allocating its exposure amongst equities, fixed income, commodities and currencies during periods that have historically demonstrated seasonal trends. HAC's portfolio may from time to time also include a significant amount of cash and/or cash equivalents.

HAC is an alternative mutual fund within the meaning of NI 81-102, and is permitted to use strategies generally prohibited by conventional mutual funds, such as the ability to invest more than 10% of its net asset value in securities of a single issuer, the ability to borrow cash, to short sell beyond the limits prescribed for conventional mutual funds and to employ leverage of up to 300% of net asset value. These strategies will only be used in accordance with the investment objectives and strategies of HAC.

### ***HURA***

HURA seeks to replicate, to the extent possible, the performance of the Solactive Global Uranium Pure-Play Index, net of expenses. The Solactive Global Uranium Pure-Play Index is designed to provide exposure to the performance of a basket of issuers which (a) are primarily involved in the uranium mining and exploration industry, or (b) invest and participate directly in the physical price of uranium.

HURA is an alternative mutual fund within the meaning of NI 81-102, and is permitted to use strategies generally prohibited by conventional mutual funds, such as the ability to invest more than 10% of its net asset value in securities of a single issuer, the ability to borrow cash, to short sell beyond the limits prescribed for conventional mutual funds and to employ leverage of up to 300% of net asset value. These strategies will only be used in accordance with the investment objectives and strategies of HURA.

### ***COPP***

COPP seeks to replicate, to the extent possible and net of expenses, the performance of an index that is designed to provide exposure to the performance of companies active in copper ore mining that are listed on select North American stock exchanges. Currently, COPP seeks to replicate the performance of the Solactive North American Listed Copper Producers Index, net of expenses. COPP seeks to hedge any U.S. dollar portfolio exposure back to the Canadian dollar at all times.

### ***UTIL***

UTIL seeks to replicate, to the extent possible, the performance of an index that seeks to provide exposure to the performance of TSX-listed high dividend paying utility services companies. Currently, UTIL seeks to replicate the performance of the Solactive Canadian Utility Services High Dividend Index, net of expenses.

### ***HGY***

The investment objectives of HGY are to provide Unitholders with: (i) exposure to the price of gold bullion hedged to the Canadian dollar, less HGY's fees and expenses; (ii) tax-efficient monthly distributions; and (iii) in order to mitigate downside risk and generate income, exposure to a covered call option writing strategy.

HGY is a precious metals fund within the meaning of NI 81-102.

### ***Covered Call ETFs***

The fundamental investment objective of each Covered Call ETF is set out below. Each Covered Call ETF invests in a portfolio of securities or an applicable ETF and will generally write short-term, “out-of-the-money” index or equity call options on up to approximately 50% of the value of the applicable Covered Call ETF’s portfolio. Notwithstanding the foregoing, a Covered Call ETF may write covered call options on a greater or lesser percentage of the portfolio, from time to time, at the discretion of the Investment Manager.

Covered call writing may mitigate downside risk associated with holding portfolio securities, generate cash flow and allow for capital appreciation. The level of covered call writing may vary depending on market volatility and other factors.

The Covered Call ETFs will use derivatives for covered call writing and may, as applicable, use derivatives to hedge their exposure to foreign currency gains or losses.

### ***CNCC***

CNCC seeks to provide: (a) exposure to the performance of the large-cap segment of the Canadian equity market; and (b) monthly distributions of dividend and call option income. To mitigate downside risk and generate income, CNCC will employ a dynamic covered call option writing program.

### ***ENCC***

ENCC seeks to provide, to the extent possible and net of expenses: (a) exposure to the performance of an index of Canadian companies that are involved in the crude oil and natural gas industry (currently, the Solactive Equal Weight Canada Oil & Gas Index); and (b) monthly distributions of dividend and call option income. To mitigate downside risk and generate income, ENCC will employ a dynamic covered call option writing program.

### ***BKCC***

BKCC seeks to provide, to the extent possible and net of expenses: (a) exposure to the performance of an index of equal-weighted equity securities of diversified Canadian banks (currently, the Solactive Equal Weight Canada Banks Index); and (b) monthly distributions of dividend and call option income. To mitigate downside risk and generate income, BKCC will employ a dynamic covered call option writing program.

### ***GLCC***

GLCC seeks to provide, to the extent possible and net of expenses: (a) exposure to the performance of an index of equity securities of diversified North American listed gold producers (currently, the Solactive North American Listed Gold Producers Index) and (b) monthly distributions of dividend and call option income. To mitigate downside risk and generate income, GLCC will employ a dynamic covered call option writing program.

### ***USCC.U***

USCC.U seeks to provide: (a) exposure to the performance of the large-cap market segment of the U.S. equity market and (b) monthly U.S. dollar distributions of dividend and call option income. To mitigate downside risk and generate income, USCC.U will employ a dynamic covered call option writing program. USCC.U will not seek to hedge its exposure to the U.S. dollar back to the Canadian dollar.

### ***QQCC***

QQCC seeks to provide, to the extent possible and net of expenses: (a) exposure to the performance of an index of the largest domestic and international nonfinancial companies listed on the NASDAQ stock market (currently, the NASDAQ-100® Index); and (b) monthly U.S. dollar distributions of dividend and call option income. To mitigate

downside risk and generate income, QQCC will employ a dynamic covered call option writing program. QQCC will not seek to hedge its exposure to the U.S. dollar back to the Canadian dollar.

A change to the fundamental investment objective of an ETF would require the approval of Unitholders of that ETF. See “Unitholder Matters – Matters Requiring Unitholder Approval”.

### **The Underlying Indexes of the Index ETFs**

#### ***Solactive Global BBIG Index***

The Solactive Global BBIG Index, the Underlying Index of BBIG, is designed to provide exposure to the performance of global publicly-listed companies focused on certain specific industries and sub-industries, namely the secondary battery, biotechnology, internet and gaming industries.

A company is, generally, deemed to be eligible to be a Constituent Issuer of the Underlying Index if the company is classified in the following industries: secondary battery, biotechnology, internet or gaming. These industries are determined using ARTIS, which is a proprietary software tool of the Index Provider, built to identify thematic exposure in corporations using unconventional data sources. In addition, companies must meet certain size and liquidity criteria. Constituents Issuers will be drawn from developed and emerging markets, and may include large and mid-capitalization companies.

At each Rebalancing Date, the universe of the Underlying Index will be ranked by ARTIS score within the secondary battery, biotechnology, internet and gaming industries, and then reviewed to ensure relevance to the industry category based on business operations. In addition, a company must meet minimum trading, liquidity and market capitalization requirements to be considered for inclusion.

Companies are ranked by ARTIS score in the secondary battery, biotechnology, internet and gaming industries, and the highest-ranking stock from each industry category is included first, then the second-highest-ranking stock from each industry category is included. This process is repeated until 10 stocks are included for each industry category. Companies must also meet the minimum trading, liquidity and market capitalization requirements to be eligible for inclusion.

Securities are equally weighted in the Underlying Index at each Rebalancing Date and reweighting date based on data as of a reference date. Buffer rules are applied at each rebalancing to minimize turnover.

The Underlying Index is ordinarily rebalanced or reweighted on a quarterly basis at the close of trading on each Rebalancing Date or reweighting date. A full rebalance, which includes the re-evaluation of the Constituent Issuers, will occur in January and July. In April and October, the Constituent Issuers at that time are reweighted back to equal-weight, but not re-evaluated.

The value of the Underlying Index is, or will be, published by Bloomberg L.P. under the Bloomberg ticker symbol SOLBBIGP.

The Index Provider is not affiliated with BBIG or the Manager. The methodology for the Underlying Index is, or will be, available on the Index Provider’s website at [www.solactive.com](http://www.solactive.com).

#### ***Solactive Global Uranium Pure-Play Index***

The Underlying Index tracks the performance of (a) companies which are active in the uranium industry, particularly including uranium mining, exploration, uranium investments and technologies related to the uranium industry; and (b) issuers that invest directly in uranium, either in the form of uranium oxide in concentrates or uranium hexafluoride, with the primary investment objective of achieving appreciation in the value of their uranium holdings

The Underlying Index is ordinarily rebalanced on an annual basis at the close of trading on the last business day of January and reweighted at the close of trading on the last business day of July. The Constituent Issuers of the



Underlying Index will be initially market capitalization-weighted on each Rebalancing Date, subject to a cap for each Constituent Issuer of a maximum of 20% of the net asset value of HURA as at each Rebalancing Date, with the remainder of the Constituent Issuers' weights to be increased proportionately. Uranium participation companies (being issuers that participate in the physical price of uranium) are subject to a weight of 20% of the Underlying Index at time of rebalance in the event of one uranium participation company being a Constituent Issuer, and in the event of more than one uranium participation company being a Constituent Issuer, to an aggregate maximum of 25% of the Underlying Index at time of rebalance, with weights of such uranium participation companies being scaled proportionally to meet the requirement.

The index provider is not affiliated with the Manager. Further information about the Underlying Index provided by Solactive and its constituents is available from Solactive on its web site at [www.solactive.com](http://www.solactive.com). The value of the Underlying Index will be published by Bloomberg L.P. under the ticker symbol "SOLGUPP Index".

### ***S&P Green Bond U.S. Dollar Select Index***

The S&P Green Bond U.S. Dollar Select Index, the Underlying Index of HGGB, is a sub-index of the S&P Green Bond Index and is a market value-weighted index designed to measure the performance of green-labeled bonds issued globally in U.S. dollars. Bonds must be flagged as "green" by Climate Bonds Initiative (CBI) to be eligible for inclusion in the Underlying Index. For a bond to be flagged green the issuer must clearly indicate the bond's "green" label and the rationale behind it, such as the intended use of proceeds. CBI uses company disclosures to make the "green" determination. Such disclosures must be made in sources that are credible and related to the company, and may include a company's website, public filings, sustainability report, legal disclosures, and independent second opinions. These bonds carry the credit risk of the issuer, however, they differ from traditional bonds in that the proceeds from these bonds are earmarked for investments in projects that have environmental benefits.

The CBI certification scheme involves both qualitative and quantitative factors; however, a scientific framework underpins the definitions of which projects and assets are consistent with a low carbon and climate resilient economy and therefore eligible for inclusion.

Certification exclusively relates to the climate attributes of the use of proceeds of a designated debt instrument in accordance with the CBI's Climate Bonds Standard. Certification does not address any other aspect of the designated debt instrument or the nominated projects and assets which is not covered by the Climate Bonds Standard, such as compliance with national or international laws, broader ESG attributes, or credit worthiness.

Key features of the Climate Bonds Standard include:

- full alignment with the latest version of the International Capital Markets Association's Green Bond Principles;
- clear mandatory requirements for use of proceeds, tracking, and reporting;
- specific eligibility criteria for low carbon and climate resilient projects and assets; and
- an assurance framework with independent verifiers and clear procedures.

The Underlying Index of HGGB generally undergoes a rebalancing process once a month, with the intent of keeping the Underlying Index current. Each bond must have at least 12 months to final maturity at the time of issuance to be included, and have at least one month remaining until maturity at each Rebalancing Date. No bond matures in the Underlying Index of HGGB.

The complete details of the criteria applied in this selection process are provided in the Methodology for the S&P Green Bond U.S. Dollar Select Index (index ticker: SPGRUSS) available on the S&P Dow Jones Indices website at <https://www.spglobal.com/spdji/en/> or <https://www.spglobal.com/spdji/en/indices/esg/sp-green-bond-us-dollar-select-index>.

### ***Solactive Global Lithium Producers Index***

The Solactive Global Lithium Producers Index, the Underlying Index of HLIT, is designed to provide exposure to

the performance of global, publicly listed companies engaged in the mining and/or production of lithium, lithium compounds, or lithium related components. Lithium, the world's lightest metal, is sometimes referred to as "white petroleum" due to its color and common usage in state-of-the-art batteries that power a range of devices and vehicles. Lithium-ion is generally lighter, more efficient, and more durable than competing battery chemistries. This makes lithium a desirable choice for energy storage, particularly in vehicles and consumer electronics where weight and heavy usage are significant considerations. These applications can include electric and hybrid vehicles, scooters, smart phones, laptops, power tools and cameras, among other things. Lithium is an essential material used in lithium-ion batteries, which play an increasingly important role in areas like electric vehicles and renewable energy storage. The growth of these industries and their dependence on batteries is driving unprecedented demand for lithium, causing lithium miners to rapidly scale operations.

Constituent Issuers will be drawn from publicly listed companies in developed and emerging markets, and may include small-, mid-, and large-capitalization companies. The Underlying Index will not include shares of companies that trade on the Shanghai and Shenzhen Connect exchanges, but may include securities of those companies which have Hong-Kong listed shares or ADRs. Constituent Issuers are determined using ARTIS, which is a proprietary software tool of the Index Provider, built to identify thematic exposure in corporations using unconventional data sources. In addition, a company must meet minimum trading, liquidity and market capitalization requirements to be considered for inclusion.

At each Rebalancing Date, the universe of the Underlying Index will be ranked by ARTIS score, and then reviewed to ensure relevance to the lithium production industry based on business operation. The Underlying Index is ordinarily rebalanced on a quarterly basis at the close of trading on each Rebalancing Date and reweighting date. The Underlying Index is a modified market capitalization-weighted index. Constituent Issuers with the largest market capitalization will receive higher index weights in proportion to other constituents in the index. The Underlying Index will implement an index weighting cap at the time of rebalance. These caps are implemented on Rebalancing Days.

The value of the Underlying Index is, or will be, published by Bloomberg L.P. under the Bloomberg ticker symbol SOLGLITN. The value of the Underlying Index will be published in U.S. dollars. The Index Provider is not affiliated with HLIT or the Manager. The methodology for the Underlying Index is, or will be, available on the Index Provider's website at [www.solactive.com](http://www.solactive.com).

### ***Solactive Global Hydrogen Industry Index***

The Solactive Global Hydrogen Industry Index, the Underlying Index of HYDR, is designed to provide exposure to the performance of global, publicly listed companies engaged in the development and production of fuel cell technology and equipment, as well as infrastructure, components, and systems, for hydrogen generation, storage, and transportation.

Constituents Issuers will be drawn from publicly listed companies in developed and emerging markets, and may include small-, mid-, and large-capitalization companies. The Underlying Index will not include shares that trade on the Shanghai and Shenzhen Connect exchanges but may include those securities which have Hong-Kong listed shares or ADRs. In addition, a company must meet minimum trading, liquidity and market capitalization requirements to be considered for inclusion.

Constituent Issuers are determined using ARTIS, which is a proprietary software tool of the Index Provider, built to identify thematic exposure in corporations using unconventional data sources. At each Rebalancing Date, the universe of the Underlying Index will be ranked by ARTIS score, and then reviewed to ensure relevance to the development of hydrogen technologies, equipment, and infrastructure and will generally include industrial, technology, and utility companies. Constituent Issuers will be divided into "pure-play" and "non-pure-play" companies based on whether or not their primary business activity is in another industry, but that they are still expected to have material involvement in the growth of the hydrogen industry. Examples of such companies would include industrial machinery, specialty chemical companies, and electrical products. The Underlying Index is ordinarily rebalanced on a quarterly basis at the close of trading on each Rebalancing Date and reweighting date.

The Underlying Index is a modified market capitalization-weighted. Constituent Issuers with the largest market

capitalization will receive higher index weights in proportion to other constituents in the index. The Underlying Index will implement an index weighting cap at the time of rebalance. “Pure-play” constituents and “non-pure-play” constituents will have caps of 10% and 4% respectively at the time of rebalance. These caps are implemented on Rebalancing Days.

The value of the Underlying Index is, or will be, published by Bloomberg L.P. under the Bloomberg ticker symbol SOGHYDRN. The value of the Underlying Index will be published in U.S. dollars. The Index Provider is not affiliated with HYDR or the Manager. The methodology for the Underlying Index is, or will be, available on the Index Provider’s website at [www.solactive.com](http://www.solactive.com).

### ***Solactive Capped Global Semiconductor Index***

The Solactive Capped Global Semiconductor Index is the Underlying Index of CHPS. The Solactive Capped Global Semiconductor Index is a capped market capitalization index designed to provide exposure to the performance of global, publicly listed equity securities of companies engaged in the development or production of semiconductors and semiconductor equipment. Publicly listed equity securities of companies with a minimum market capitalization of US\$ 1 billion, that derive a substantial amount of revenue from the production or development of semiconductors or semi-conductor equipment, will be eligible for inclusion.

The Solactive Capped Global Semiconductor Index will hold publicly listed securities in developed and emerging markets, as long as the securities meet the minimum index inclusion criteria, except for A-Shares securities listed on the Shenzhen or Shanghai Connect exchanges. If an ADR or Hong-Kong listed alternative to one of these securities exists, it may be eligible for index inclusion.

The Solactive Capped Global Semiconductor Index will hold the 50 largest globally listed issuers (excluding any aforementioned Chinese-listed A-shares issuers) as determined using a capped market capitalization methodology. Stocks with the largest market capitalization will receive higher index weights in proportion to other constituents in the Solactive Capped Global Semiconductor Index. The Solactive Capped Global Semiconductor Index includes an index weighting cap, so that no Constituent Issuer can exceed 10% of the index portfolio at the time of rebalance.

At the time of rebalance, all index Constituent Issuers with an index weight below that 10% cap will be weighted in correspondence to their relative market-capitalization.

The Solactive Capped Global Semiconductor Index is rebalanced on a quarterly basis.

The value of the Underlying Index is, or will be, published by Bloomberg L.P. under the Bloomberg ticker symbol SOCGSEMN. The value of the Underlying Index will be published in U.S. dollars. The Index Provider is not affiliated with CHPS or the Manager. The methodology for the Underlying Index is, or will be, available on the Index Provider’s website at [www.solactive.com](http://www.solactive.com).

### ***Indxx Cybersecurity Index***

The Indxx Cybersecurity Index, the Underlying Index of HBUG, is designed to provide exposure to global, exchange-listed companies that are positioned to benefit from increased adoption of cybersecurity technology, including but not limited to companies whose principal business is in the development and management of security protocols preventing intrusion and attacks to systems, networks, applications, computers, and mobile devices (collectively, “**Cybersecurity Companies**”), as determined by the Index Provider. In order to be eligible for inclusion in the Underlying Index, a company is considered by the Index Provider to be a Cybersecurity Company if it derives at least 50% of its revenues from cybersecurity activities, which the Index Provider classifies as the development and management of security protocols preventing intrusion and attacks to systems, networks, applications, computers, and mobile devices.

Constituents Issuers will be drawn from publicly listed companies in developed markets and emerging markets, excluding India, as defined by the “Index Provider.” Constituent Issuers may include small-, mid-, and large-capitalization companies. In addition, a company must meet minimum trading, liquidity and market capitalization

requirements to be considered for inclusion.

The Indxx Cybersecurity Index is weighted according to a modified capitalization weighting methodology and is reconstituted and re-weighted semi-annually.

Modified capitalization weighting seeks to weight constituents primarily based on market capitalization, but subject to caps on the weights of the individual securities. Securities with the largest market capitalization will receive higher index weights in proportion to other constituents in the Indxx Cybersecurity Index.

The value of the Underlying Index is, or will be, published by Bloomberg L.P. under the Bloomberg ticker symbol IBUGT. The value of the Underlying Index will be published in U.S. dollars. The Index Provider is not affiliated with HBUG or the Manager. The methodology for the Underlying Index is, or will be, available on the Index Provider's website at [www.indxx.com](http://www.indxx.com).

### ***Solactive Global Metaverse Index***

The Solactive Global Metaverse Index, the Underlying Index of MTAV, is designed to provide exposure to the performance of global, publicly listed companies that potentially stand to benefit from the adoption and usage of technologies expected to grow and support the functioning of the metaverse.

Constituents Issuers will be drawn from publicly listed companies headquartered in developed and emerging markets, and may include small-capitalization, mid-capitalization and large-capitalization companies. The Underlying Index will not include securities that trade on the Shanghai and Shenzhen Connect exchanges but may include securities which have Hong Kong listed shares or ADRs. In addition, a company must meet minimum trading, liquidity and market capitalization requirements to be considered for inclusion.

In order to be eligible for inclusion in the Underlying Index, a company is considered to be a “**Metaverse Company**” if it is classified as having operating exposure to any of the following segments: Augmented/Virtual Reality, Creator Economy, Digital Infrastructure, Digital Marketplace, Gaming, and Digital Payments (together, the “**Index Categories**”) as defined by the Index Provider.

- **Augmented / Virtual Reality:** Companies engaged in the production of technologies, software, and hardware that allow consumers and businesses to interact in immersive extended realities. This includes the production of wearable devices, specialized optics and displays, as well as, audio and sensory equipment. These companies are expected to allow end-users to transcend physical spaces and fully immerse themselves into the metaverse.
- **Creator Economy:** Companies that offer consumer software tools, social media, and other distribution platforms that make it possible for individual creators to create, share, and transact directly with their consumers. This includes the provision of programs and services used for editing and sharing user generated content. These companies are expected to unlock the value chain of the creator economy in the metaverse.
- **Digital Infrastructure:** Companies engaged in the development, operation and distribution of technologies, services and hardware related to network infrastructure, big data, digital platforms and cloud computing.
- **Digital Marketplace:** Companies engaged in the provision of a digital economy including platforms and services to facilitate virtual interactions and online commerce, as well as the integration of social network platforms. These companies are expected to play a key role in the digital economy of the metaverse.
- **Gaming:** Companies involved in the provision, development, and distribution of technologies, infrastructure and hardware used for the creation, streaming, and consumption of online gaming and e-sports content. This includes the development of online games, the production of gaming equipment, as

well as, the provision of services and platforms necessary for the functioning of the gaming ecosystem expected to be central to the metaverse.

- **Digital Payments:** Companies engaged in the development, distribution and integration of infrastructure, software, and applications related to digital payment services and blockchain technologies. This includes digital payment processes, platforms, including fiat currency “on-ramps” to decentralized finance (DeFi) applications. These companies are expected to provide the payment rails for the metaverse.

Constituent Issuers are determined using ARTIS, which is a proprietary software tool of Solactive AG, the Index Provider of the Underlying Index, built to identify thematic exposure in companies using unconventional data sources. At each Rebalancing Date, the universe of the Underlying Index will be ranked by ARTIS score, and then reviewed to ensure operating exposure to at least one of the Index Categories.

The Underlying Index is weighted according to a modified capitalization weighting methodology and is reconstituted and rebalanced on a quarterly basis at the close of trading on each Rebalancing Date. Modified capitalization weighting seeks to weight constituents primarily based on market capitalization, but subject to caps on the weights of the individual securities.

The value of the Underlying Index is, or will be, published by Bloomberg L.P. under the Bloomberg ticker symbol SOGMETA. The value of the Underlying Index will be published in U.S. dollars. The Index Provider is not affiliated with MTAV or the Manager. The methodology for the Underlying Index is, or will be, available on the Index Provider’s website at [www.solactive.com](http://www.solactive.com).

### ***Solactive Pipelines & Energy Services Index***

The Solactive Pipelines & Energy Services Index, the Underlying Index of HOG, is a rules-based index which is designed to measure the performance of equity securities of certain Canadian oil and gas companies in the Midstream Sector listed on the TSX. The details of the criteria applied in this selection process are provided in the guidelines for this Underlying Index available on the Solactive website at [www.solactive.com](http://www.solactive.com). The universe of eligible securities is composed of companies listed on the TSX with significant business operations in the Canadian oil and gas services industry. The number of Constituent Issuers is determined by how many securities meet the size and liquidity thresholds. The minimum number of Constituent Issuers is ten. The Constituent Issuers of this Underlying Index are selected by Solactive based on size and liquidity. This Underlying Index is ordinarily rebalanced on a quarterly basis at the close of trading on each Rebalancing Date. The Constituent Issuers of this Underlying Index will be weighted equally on each Rebalancing Date. The Index Provider is not affiliated with HOG or the Manager. Further information about the Underlying Index is available from the Index Provider on its website at [www.solactive.com](http://www.solactive.com).

#### *Overview of the Canadian Oil and Gas Midstream Sector*

The Canadian oil and gas midstream sector includes the securities of issuers which are involved in the transportation, storage, and wholesale marketing of crude oil, natural gas and other refined petroleum products (collectively, the “**Midstream Sector**”). Pipelines and other transportation systems can be used to move these petroleum products from production sites from the upstream exploration and production companies to the downstream refineries and various refined product distributors. Specific service company types in the Midstream Sector include but are not limited to: pipeline transportation companies; barge companies; railroad companies; trucking and hauling companies; logistics and technology companies; transloading companies and terminal developers and operators.

### ***North American Marijuana Index***

The North American Marijuana Index, the Underlying Index of HMMJ, is designed to be a liquid and investable index of equity securities of publicly listed life sciences companies, and other companies, with business activities in the marijuana industry. These securities, which could include ADRs, are listed on North America’s public equity markets with business activities that include biopharmaceuticals, medical manufacturing, distribution, bio products

and other ancillary businesses to the marijuana industry. Constituents of the index are selected from both North American senior and junior exchanges that support the success of early-stage public companies. While securities may be listed on the TSX, NYSE, or Nasdaq Global Market many of these securities may trade on North American junior exchanges that include but are not limited to: the TSX Venture Exchange, Canadian Securities Exchange and the Nasdaq Capital Market. The North American Marijuana Index is a market capitalization weighted subset of the growing universe of medical marijuana companies being listed on North American exchanges. For a security to be eligible for the Index, the issuer will generally have a market capitalization of greater than CAD \$75 million, and the average monthly daily trading volume will generally be greater than 75,000 shares a day, with a trading value generally greater than \$250,000.

The Constituent Issuers of the Underlying Index will be market capitalization-weighted on each Rebalancing Date, subject to a cap for each Constituent Issuer of a maximum of 10% of the net asset value of HMMJ on each Rebalancing Date, with the remainder of the Constituent Issuers' weights to be increased proportionately.

For companies that are cross listed in Canada and the United States only a company's primary domestic listing is eligible for the Underlying Index.

The Index Provider is not affiliated with HMMJ or the Manager. Further information about the North American Marijuana Index provided by Solactive and its Constituents is available from Solactive on its web site at [www.solactive.com](http://www.solactive.com).

### ***Nasdaq Inoestor Canada Index***

The Nasdaq Inoestor Canada Index, the Underlying Index of INOC, was designed by Inoestor Inc., an affiliate of the Sub-Advisor, to reflect the returns generated over time through equally weighted notional investments in 25 large capitalization Canadian companies. The Underlying Index is designed to provide exposure to high quality companies that trade at a reasonable price ("QARP"). The index uses a quantitative bottom-up model that systematically identifies companies that have screened for high levels of "Economic Profit" while trading at attractive valuations ranked according to pre-selected factors. The "Economic Profit" of a firm is estimated by subtracting the firm's cost of capital from the firms' net operating profit after tax.

The selection process uses the QARP philosophy, and categorizes security selection using a multi-factor approach on the entire Inoestor StockPointer™<sup>1</sup> universe, which is a Canadian equity universe of over 1,500 securities which have a minimum of three years of trading history listed on a Canadian exchange. A score card is used to evaluate companies for economic performance and risk (the "SPscore") and an Economic Profit sector analysis is used to derive sector allocation and attributions. Some of the key performance indicators can be broadly defined per the following quality and value dimensions: profitability, growth, safety, management quality, reasonable valuations and shareholders yield.

#### Step-by-Step Process:

1. Top 100 securities by Economic Profit are determined using data from the end of the most recent quarter;
2. Sector weights in the Top 100 by Economic Profit are calculated;
3. Apply sector weights from Top 100 and proportionally apply to the number of securities in each sector based upon the index containing 25 securities;
4. Use SPscore screen to identify best securities in each sector (QARP);
5. If many securities share the same SPscore, identify the security (securities) that will enter the index based on value and quality factors by choosing the security that has the highest score in the most variables;

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<sup>1</sup>StockPointer™ is a trademark of Inoestor Inc.



6. When rebalancing the index every quarter, the securities included are those with the top SPscores within their respective sector. Securities will remain in the index if the delta between the security's SPscore and the #1 security's SPscore in the same sector is less than 5%. (Ex: the index holds security A leading up to an evaluation which has an SPscore of 68% and is ranked #4 in the Financials sector. Security B is ranked #1 in the Financials sector with an SPscore of 72%. Since delta between security A and B is only 4%, security A remains in the index. If security B had an SPscore of 75%, the index would remove security A and add security B.)

The 25 securities are selected with optimal performance and risk attributes, which blends quality and value factors.

The Index is evaluated quarterly using market data through the end of March, June, September, and December. Securities meeting the criteria are included in the Underlying Index. Security additions and deletions are made effective after the close of trading on each Rebalancing Date.

Further details regarding the methodology for this Underlying Index, are available at <https://indexes.nasdaqomx.com/Index/Overview/NQICA>.

The value of the Underlying Index is, or will be, published by Bloomberg L.P. under the Bloomberg ticker symbol NQICAT.

The Underlying Index was designed by Inoventor Inc., an affiliate of the Sub-Advisor, and is calculated and disseminated by the Index Provider.

#### ***Indxx Global Robotics & Artificial Intelligence Thematic Index***

The Indxx Global Robotics & Artificial Intelligence Thematic Index, the Underlying Index of RBOT, is designed to provide exposure to the performance of companies listed in developed markets that are expected to benefit from the increased adoption and utilization of robotics and Artificial Intelligence ("**Robotics & Artificial Intelligence Companies**"), as defined by the Index Provider.

The Underlying Index is designed to include the most liquid and investable universe of companies listed on developed markets exchanges, as defined by the Index Provider. As of the date of this prospectus, companies must have a minimum market capitalization of \$100 million and a minimum average daily turnover for the last 6 months greater than or equal to \$2 million in order to be eligible for inclusion in the Underlying Index.

From the eligible universe, the Index Provider identifies Robotics & Artificial Intelligence Companies by applying a proprietary analysis that consists of two primary components: theme identification and company analysis. As part of the theme identification process, the Index Provider analyzes industry reports, investment research and consumer data related to the robotics and artificial intelligence industry in order to establish the themes that are expected to provide the most exposure to the growth of the robotics and artificial intelligence industry. The Index Provider has identified the following four robotics and artificial intelligence themes: (1) Industrial Robotics and Automation, (2) Unmanned Vehicles and Drones, (3) Artificial Intelligence, and (4) Non-Industrial Robotics (collectively, "Robotics & Artificial Intelligence Themes"). In order to be included in the Underlying Index, a company must be identified as having significant exposure to one of these Robotics & Artificial Intelligence Themes. In the second step of the process, companies are analyzed based on two primary criteria: revenue exposure and primary business operations. A company is deemed to have significant exposure to one of the Robotics & Artificial Intelligence Themes if (i) according to a public filing, it derives a significant portion of its revenue from one of the Robotics & Artificial Intelligence Themes, or (ii) it has stated its primary business to be in products and services focused on one of the Robotics & Artificial Intelligence Themes. Accordingly, RBOT's assets will be concentrated in companies that provide exposure to the robotics and artificial intelligence industry.

The Underlying Index is weighted according to a modified capitalization weighting methodology and is reconstituted and rebalanced semi-annually. At the rebalance on the close of the second Friday of March of each year, a capping methodology is applied to reduce concentration in individual securities and increase diversification of the Underlying Index. The composition of the Underlying Index is reviewed and any new addition or deletion to

the Underlying Index becomes effective at the close of the second Friday of September. The Underlying Index may include large-, mid- or small-capitalization companies, and components primarily include industrials and information technology companies.

The Underlying Index is sponsored by the Index Provider, which is an organization that is independent of the ETF and the Manager. The Index Provider determines the relative weightings of the securities in the Underlying Index and publishes information regarding the market value of the Underlying Index. The methodology for the Underlying Index is available on the internet at <https://www.indxx.com>.

### ***Solactive Big Data & Hardware Index***

The Solactive Big Data & Hardware Index, the Underlying Index of HBGD, tracks a portfolio of global companies focusing directly on data development, storage, and management-related services and solutions as well as hardware and hardware-related services used in data-intensive applications such as blockchain. The Underlying Index takes a three-tier approach, selecting one third of its Constituent Issuers from companies focusing on the development of blockchain technologies (Industry Group 1), one third from the semiconductor industry (Industry Group 2), which is at the heart of much of the hardware required for blockchain technology mining, and one third from industries that directly supply other relevant hardware (e.g. memory and storage producers) or provide services increasingly important to large-scale mining on a commercial level (e.g. data center real estate investment trusts) (Industry Group 3).

Each Industry Group is intended to represent one third of the weight of the Underlying Index, provided sufficient companies qualify in each industry group. Within each Industry Group, each individual Constituent Issuer is equally weighted, and initially capped at 5%. The Underlying Index is ordinarily rebalanced on a quarterly basis at the close of trading on each Rebalancing Date.

The Underlying Index will have a minimum of thirty constituents and a maximum of fifty.

The Index Provider is not affiliated with HBGD or the Manager. Further information about the Underlying Index will be available from the Index Provider on its website at [www.solactive.com](http://www.solactive.com). The value of the Underlying Index is, or will be, published in USD by Bloomberg L.P. under the Bloomberg ticker symbol SOLBCTH.

### ***Nasdaq Future Global Sustainability Leaders USD Index***

The Nasdaq Future Global Sustainability Leaders USD Index, the Underlying Index of ETHI, includes 200 large global stocks that are constituents of the Nasdaq Developed Markets Index (excluding Australia). that have been identified as “Climate Leaders” and have also passed certain eligibility screens designed to exclude companies with direct or significant exposure to the fossil fuel industry or that are engaged in other activities deemed inconsistent with responsible investment considerations.

- **Climate Leaders** are companies that have a carbon impact that places it in the top one-third of a company’s industry, or are otherwise superior performers in relation to “Scope 4” carbon emissions (also known as “avoided emissions”).
  - **Carbon Impact:** calculated based on the total greenhouse gas emissions from a company’s operations, fuel use, supply chain and business activities, divided by its annual revenues.
  - **Avoided Emissions:** superior performers are those companies involved in commercialising technologies that have net positive climate benefits through substantial greenhouse gas emissions reductions (e.g., primary business activities in renewable energy, energy efficiency, sustainable agricultures and land use, and carbon sequestration).
  - **Fossil Fuel Screen** is applied to the universe of Climate Leaders which removes companies with any direct or significant exposure to the fossil fuel industry.



- **Eligibility Screens** are applied to remove companies which have exposure to other activities (listed below) deemed inconsistent with responsible investment considerations (subject to materiality thresholds) which include:
  - Fossil Fuels
  - Fossil Fuel Service Providers
  - Gambling
  - Tobacco
  - Armaments and Militarism
  - Uranium and nuclear energy
  - Destruction of valuable environments
  - Animal Cruelty
  - Chemicals of concern
  - Mandatory detention of asylum seekers and for-profit prisons
  - Alcohol
  - Junk foods
  - Pornography
  - Human and Labour Rights
  - Board diversity

The Underlying Index is weighted by market capitalization, with a maximum weight per security of 4% at each annual Rebalancing Date. The industry weights of the Underlying Index cannot exceed the corresponding industry weights of the Nasdaq Developed Markets Index, a traditional broad-based global equities benchmark index, by more than 3%. The Underlying Index is ordinarily rebalanced, subject to certain buffer rules, on an annual basis at the close of trading on each Rebalancing Date.

The Index Provider is not affiliated with ETHI or the Manager. The methodology for the Underlying Index is available on the Index Provider's website at <https://indexes.nasdaqomx.com/Index/Overview/NQFGSLusd>.

#### ***Solactive Industry 4.0 Index***

The Solactive Industry 4.0 Index, the Underlying Index of FOUR, tracks the performance of companies that are operating in any of the following segments: Advanced Robotics, Augmented Reality & 3D Printing, Cloud & Big Data, Cyber Security and "Internet of Things" (together, the "**Index Categories**").

Constituent Issuers must have a market capitalization of at least USD 200 million and an average daily value traded of at least USD 2 million over both the preceding 1-month and 6-months periods. Generally, other than for the Internet of Things Index Category, the top 10 companies in terms of market capitalization in each of the Index Categories are selected. In order to identify the most innovative companies in the Internet of Things Index Category, Constituent Issuers in the Internet of Things Index Category are selected based on their R&D to Sales Ratio, and only the top 10 companies by this measurement are eligible for inclusion.

Each of the five Index Categories, and the respective Constituent Issuers within an Index Category, are weighted equally.

The Underlying Index is ordinarily rebalanced on a quarterly basis at the close of trading on each Rebalancing Date.

The Index Provider is not affiliated with FOUR or the Manager. The methodology for the Underlying Index is available on the Index Provider's website at [www.solactive.com](http://www.solactive.com).

#### ***Solactive North American Listed Copper Producers Index***

The Solactive North American Listed Copper Producers Index, the Underlying Index of COPP, is designed to provide exposure to the performance of companies active in copper ore mining that are listed on the New York Stock Exchange, the Nasdaq, the NYSE American, the TSX and the TSX Venture Exchange.

In order to be eligible for inclusion in the Underlying Index, a company must be classified as “Pure Play” or “Diversified,” as each term is defined by the Index Provider in the index guideline of the Underlying Index.

Constituent Issuers will be drawn from North American, publicly listed companies, and may include small, mid, and large-capitalization companies. The Underlying Index may include securities of companies with North American listings but which are not headquartered in North America, including ADRs and GDRs. In addition, a company must meet minimum trading, liquidity and market capitalization requirements to be considered for inclusion in the Underlying Index.

The Underlying Index is a modified market capitalization-weighted index. Constituent Issuers with the largest market capitalizations will receive higher index weights in proportion to other constituents in the index. The Underlying Index will implement weighting caps at the time of selection. “Pure Play” Constituent Issuers will have higher weighting caps than “Diversified” Constituent Issuers.

The Underlying Index is ordinarily rebalanced on a semi-annual basis at the close of trading on each Rebalancing Date.

The value of the Underlying Index is, or will be, published by Bloomberg L.P. under the Bloomberg ticker symbol SOLNACPN. The value of the Underlying Index will be published in U.S. dollars. The Index Provider is not affiliated with COPP or the Manager. The index guideline for the Underlying Index is, or will be, available on the Index Provider’s website at [www.solactive.com](http://www.solactive.com).

#### ***Solactive Canadian Utility Services High Dividend Index***

The Solactive Canadian Utility Services High Dividend Index, the Underlying Index of UTIL, is designed to provide exposure to TSX- listed high dividend paying utility services companies. Constituent Issuers will be drawn from publicly listed companies headquartered in Canada, and may include small, mid, and large-capitalization companies. In addition, a company must meet minimum trading, liquidity and market capitalization requirements to be considered for inclusion in the Underlying Index.

In order to be eligible for inclusion in the Underlying Index, a company will be classified as primarily operating in one of the following index categories: “Utilities,” “Pipelines,” or “Telecommunications” (the “**UTIL Index Categories**”), as each term is defined by the Index Provider in the index guideline of the Underlying Index. Companies must also meet a minimum yield requirement to be eligible for inclusion, as determined by the Index Provider.

At each rebalance, Constituent Issuers will be ranked according to market capitalization within each UTIL Index Category. The Underlying Index is required to have a defined number of Constituent Issuers per UTIL Index Category. The largest eligible Constituent Issuers in each category will be included in the Underlying Index, subject to certain buffer rules for existing Constituent Issuers.

On each Rebalancing Date, each Constituent Issuer will be weighted equally. The Underlying Index is ordinarily rebalanced on a semi-annual basis at the close of trading on each Rebalancing Date.

The value of the Underlying Index is, or will be, published by Bloomberg L.P. under the Bloomberg ticker symbol SOLCUHDT. The value of the Underlying Index will be published in Canadian dollars. The Index Provider is not affiliated with UTIL or the Manager. The index guideline for the Underlying Index is, or will be, available on the Index Provider’s website at [www.solactive.com](http://www.solactive.com).

#### ***Change of an Underlying Index***

The Manager may, subject to any required Unitholder approval, change an Underlying Index in order to provide investors with substantially the same exposure to which that ETF is currently exposed. If the Manager changes an Underlying Index, or any index replacing such Underlying Index, the Manager will issue a press release identifying and describing the new Underlying Index and specifying the reasons for the change in the Underlying Index.

### ***Termination of an Underlying Index***

Each Index Provider calculates, determines and maintains the applicable Underlying Index. If an Index Provider ceases to calculate an Underlying Index, or the applicable license agreement is terminated, the Manager may terminate the applicable ETF(s) on 60 days' notice, change the investment objective of that ETF (subject to any necessary approvals), seek to replicate an alternative index, or make such other arrangements as the Manager considers appropriate and in the best interests of Unitholders of the ETF in the circumstances.

### ***Use of the Underlying Indexes***

The Manager and the ETFs are each permitted to use their applicable Underlying Index pursuant to a license agreement. The Manager and the ETFs do not accept responsibility for, or guarantee the accuracy and/or completeness of, the Underlying Indexes or any data included in the Underlying Indexes.

See "Overview of the Sectors that the ETFs Invest In".

## **INVESTMENT STRATEGIES**

### ***Overview of the Investment Strategy of DLR***

In order to achieve its investment objective DLR will invest in cash and/or Cash Equivalents that are denominated in the U.S. dollar. When investing in Cash Equivalents, DLR generally invests in Cash Equivalents with maturities of 90 days or less. As the underlying exposure of the Cdn\$ Units and US\$ Units of DLR is the same, no currency hedging is used with respect to US\$ Units of DLR.

In order to achieve its investment objective, DLR may also, subject to regulatory approval, invest in money market mutual funds, exchange traded funds, or exchange traded notes. Horizons does not invest the assets of DLR on a discretionary basis or select investments based on its view of the investment merit of a particular security or company, nor does it conduct conventional research or analysis, or forecast currency market movement or trends in managing the assets of DLR.

As a money market fund, DLR may only invest in: (i) cash, (ii) Cash Equivalents, (iii) an evidence of indebtedness that has a remaining term to maturity of 365 days or less and a designated rating, (iv) a Floating Rate Evidence of Indebtedness if: (A) the Floating Rate Evidence of Indebtedness is reset no later than every 185 days, and (B) the principal amount of the indebtedness will continue to have a market value of approximately par at the time of each change in the rate to be paid to the holders of the evidence of indebtedness, or (v) securities issued by one or more qualifying money market funds.

DLR has a portfolio of assets, excluding qualifying money market funds, with a dollar-weighted average term to maturity not exceeding: (i) 180 days, and (ii) 90 days when calculated on the basis that the term of a floating rate obligation is the period remaining to the date of the next rate setting. The ETF will not use derivatives or sell securities short.

### ***Overview of the Investment Strategy of HOG***

To achieve HOG's investment objectives, HOG invests and holds the equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. HOG's Underlying Index is ordinarily rebalanced on a quarterly basis at the close of trading on each Rebalancing Date. The Constituent Issuers of this Underlying Index will be weighted equally on each Rebalancing Date.

### ***Overview of the Investment Strategy of HMMJ***

To achieve HMMJ's investment objectives, HMMJ invests and holds the equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. These securities, which could include ADRs, will be

listed on stock exchanges in North America, and will be equity securities of life sciences companies, and other companies, with significant business activities in the marijuana industry.

HMMJ's Underlying Index is ordinarily rebalanced on a quarterly basis at the close of trading on each Rebalancing Date. The Constituent Issuers of its Underlying Index will be market capitalization-weighted on each Rebalancing Date, subject to a cap for each Constituent Issuer of a maximum of 10% of the net asset value of HMMJ on each Rebalancing Date, with the remainder of the Constituent Issuers' weights to be increased proportionately.

HMMJ could have substantial exposure to US-listed securities, and HMMJ will not hedge any currency exposure from those securities. No currency hedging is used with respect to US\$ Units of HMMJ. As HMMJ is seeking to replicate the performance of its Underlying Index, the Manager does not invest the assets of the ETFs on a discretionary basis or select securities based on the Manager's view of the investment merit of a particular security or company, except to the extent it selects securities of issuers in the course of employing a stratified sampling strategy to seek to closely match the investment characteristics of HMMJ's portfolio with the Underlying Index.

HMMJ does not track marijuana as a commodity, but instead invests in companies involved in the production or sale of marijuana based products.

HMMJ will not knowingly invest in any Constituent Issuers that have exposure to the medical or adult use marijuana market in the United States unless and until such time as it becomes legal under U.S. Federal law. If a Constituent Issuer becomes delisted from the TSX or TSX Venture exchange due to non-compliance by that Constituent Issuer with the rules and policies of the exchange, including, without limitation, the requirement that issuers do not engage in ongoing business activities that violate U.S. Federal law regarding marijuana, or if the Manager determines that the activities of any Constituent Issuer are not in compliance with such rules and policies, the Manager will remove the securities of that Constituent Issuer from HMMJ's portfolio. However, certain Constituent Issuers of HMMJ may, without the knowledge of the Manager, from time to time have a limited degree of exposure to the medical and/or adult use cannabis industry in certain U.S. states where cannabis use has been legalized by state law, notwithstanding that the use, possession, sale, cultivation and transportation of cannabis remains illegal under U.S. Federal law. Despite the permissive regulatory environment regarding cannabis in certain U.S. states, cannabis continues to be listed as a Schedule I substance under the US Controlled Substances Act. As a result of the conflicting laws between state legislatures and the federal government regarding cannabis, investments in U.S. cannabis businesses may be subject to inconsistent regulation and enforcement. Unless and until the U.S. Congress amends the US Controlled Substances Act with respect to cannabis, there is a risk that federal authorities may enforce current U.S. Federal law against businesses operating in the U.S. cannabis industry, which may adversely affect the market price of any Constituent Issuers that have exposure to the U.S. cannabis industry, and therefore the market price of HMMJ. Accordingly, HMMJ and the Constituent Issuers in which it invests may be subject to a higher degree of regulatory oversight and regulatory action, which may include a restriction on the types of Constituent Issuers that HMMJ may invest at any time.

#### ***Overview of the Investment Strategy of INOC***

To achieve INOC's investment objective, INOC invests and holds the equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. The Underlying Index is ordinarily rebalanced on a quarterly basis at the close of trading on each Rebalancing Date. The Constituent Issuers of its Underlying Index will be weighted equally on each Rebalancing Date.

#### ***Overview of the Investment Strategy of RBOT***

To achieve RBOT's investment objective, RBOT will be primarily invested in equity securities of the Constituent Issuers of the Underlying Index, or in ADRs or GDRs representing equity securities of Constituent Issuers of the Underlying Index. The Underlying Index is weighted according to a modified capitalization weighting methodology and is reconstituted and rebalanced annually.

### ***Overview of the Investment Strategy of HBGD***

To achieve HBGD's investment objective, HBGD invests and holds the equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. Although HBGD may provide exposure to cryptocurrency miners, cryptocurrency exchanges and other companies which may themselves have exposure to cryptocurrency miners, cryptocurrency exchanges and/or cryptocurrency, HBGD will not have direct exposure to crypto-assets and/or cryptocurrencies such as bitcoin or initial coin offerings, and HBGD will not be directly involved in cryptocurrency mining.

The majority of the value of the Underlying Index (and the net asset value of HBGD) will be invested in global companies focusing directly on data development, storage, and management-related services and solutions as well as hardware and hardware-related services used in data-intensive applications such as blockchain. HBGD will have substantial exposure to US-listed securities as well as securities listed in other foreign countries. Generally, HBGD seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

### ***Overview of the Investment Strategy of ETHI***

To achieve ETHI's investment objective, ETHI will be generally invested in equity securities of the Constituent Issuers of its Underlying Index, which may include ADRs or GDRs representing equity securities of Constituent Issuers of the Underlying Index. The Underlying Index was designed as a passively managed portfolio of global stocks which takes account of key ESG concerns. The Underlying Index is structured to limit exposure to the fossil fuel industry and climate change risk, and to invest in companies considered to be "climate leaders".

The Underlying Index identifies climate leaders as companies that have a carbon impact which is substantially lower than the average carbon impact for a company's industry, or companies that are otherwise superior performers in relation to "Scope 4" carbon emissions, also known as "avoided emissions". The Underlying Index is ordinarily rebalanced on an annual basis at the close of trading on each Rebalancing Date.

### ***Overview of the Investment Strategy of FOUR***

To achieve FOUR's investment objective, FOUR will be primarily invested in equity securities of the Constituent Issuers of the Underlying Index, or in ADRs or GDRs representing equity securities of Constituent Issuers of the Underlying Index. The Underlying Index tracks the performance of companies that are operating in any of the following segments: Advanced Robotics, Augmented Reality & 3D Printing, Cloud & Big Data, Cyber Security and "Internet of Things" (together, the "**Index Categories**").

Constituent Issuers must have a market capitalization of at least USD 200 million and an average daily value traded of at least USD 2 million over both the preceding 1-month and 6-months periods. Generally, other than for the Internet of Things Index Category, the top 10 companies in terms of market capitalization in each of the Index Categories are selected. In order to identify the most innovative companies in the Internet of Things Index Category, Constituent Issuers in the Internet of Things Index Category are selected based on their R&D to Sales Ratio, and only the top 10 companies by this measurement are eligible for inclusion. Each of the five Index Categories, and the respective Constituent Issuers within an Index Category, are weighted equally.

The Underlying Index is ordinarily rebalanced on a quarterly basis at the close of trading on each Rebalancing Date.

### ***Overview of the Investment Strategy of BBIG***

To achieve BBIG's investment objective, BBIG generally invests and holds equity securities of the Constituent Issuers in substantially the same proportion as the Solactive Global BBIG Index, the current Underlying Index. BBIG may also invest in ADRs or GDRs representing equity securities of Constituent Issuers of the Underlying Index. To the extent permitted, BBIG will generally be fully invested in or exposed to the Underlying Index at all times.

BBIG will not seek to hedge any foreign currency exposure.

### ***Overview of the Investment Strategy of CASH***

CASH invests substantially all of its assets in high interest deposit accounts with one or more Canadian chartered banks. CASH may also invest in high-quality, short-term (one year or less) debt securities, including treasury bills and promissory notes issued or guaranteed by Canadian governments or their agencies, and banker's acceptances. CASH will not engage in securities lending.

CASH is a money market fund within the definition set out in NI 81-102 and complies with all applicable requirements of NI 81-102.

### ***Overview of the Investment Strategy of HGGB***

To achieve HGGB's investment objective, because of the practical difficulties and expense of purchasing securities of all of the Constituent Issuers, HGGB will employ a "stratified sampling" strategy. Under this stratified sampling strategy, HGGB will not hold securities of all of the Constituent Issuers of its Underlying Index, but instead will hold a portfolio of securities that closely matches the aggregate investment characteristics of the Constituent Issuers of its Underlying Index. HGGB generally will seek to track the performance of the Underlying Index by investing at least 90% of the value of its portfolio in the Constituent Issuers of its Underlying Index, and in investments that have characteristics that are substantially similar to the characteristics of the Constituent Issuers of its Underlying Index. HGGB may invest up to 10% of its portfolio in bonds or bond exchange traded funds not included in the Underlying Index, but which the Manager believes will help HGGB track its Underlying Index, as well as other securities including cash and high-quality, liquid short-term instruments.

HGGB currently uses the S&P Green Bond U.S. Dollar Select Index as its Underlying Index. The S&P Green Bond U.S. Dollar Select Index is a sub-index of the S&P Green Bond Index and is a market value-weighted index designed to measure the performance of green-labeled bonds issued globally in U.S. dollars. Bonds must be flagged as "green" by Climate Bonds Initiative (CBI) to be eligible for index inclusion. HGGB seeks to hedge the U.S. dollar value of its portfolio to the Canadian dollar at all times.

### ***Overview of the Investment Strategy of HLIT***

To achieve its investment objective, HLIT generally invests and holds equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. HLIT may also invest in ADRs or GDRs representing equity securities of Constituent Issuers of its Underlying Index. To the extent permitted, HLIT will generally be fully invested in or exposed to its Underlying Index at all times.

### ***Overview of the Investment Strategy of HYDR***

To achieve its investment objective, HYDR generally invests and holds equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. HYDR may also invest in ADRs or GDRs representing equity securities of Constituent Issuers of its Underlying Index. To the extent permitted, HYDR will generally be fully invested in or exposed to its Underlying Index at all times.

### ***Overview of the Investment Strategy of CHPS***

To achieve its investment objective, CHPS generally invests and holds equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. CHPS may also invest in ADRs or GDRs representing equity securities of Constituent Issuers of its Underlying Index. To the extent permitted, CHPS will generally be fully invested in or exposed to its Underlying Index at all times.

### ***Overview of the Investment Strategy of HBUG***

To achieve its investment objective, HBUG generally invests and holds, directly or indirectly, equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. HBUG may also invest in

ADRs or GDRs representing equity securities of Constituent Issuers of its Underlying Index. To the extent permitted, HBUG will generally be fully invested in or exposed to its Underlying Index at all times.

HBUG invests primarily in the Global X Cybersecurity ETF, a US domiciled and listed exchange traded fund operated and managed by a US-based affiliate of the Manager. The Global X Cybersecurity ETF generally invests in the securities of the Indxx Cybersecurity Index in approximately the same proportions as in the Indxx Cybersecurity Index. The Manager intends to ensure that HBUG will own less than 10% of any class or series of shares of Global X Fund, although no assurance can be provided in this regard.

#### ***Overview of the Investment Strategy of MTAV***

To achieve its investment objective, MTAV generally invests and holds, directly or indirectly, equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. MTAV may also invest in ADRs or GDRs representing equity securities of Constituent Issuers of its Underlying Index. To the extent permitted, MTAV will generally be fully invested in or exposed to its Underlying Index at all times.

#### ***Overview of the Investment Strategy of HAC***

HAC invests primarily in Exchange Traded Products to gain exposure to the performance of Broad Markets or Sector Markets that at various times of the year have historically performed favourably. During historically favourable periods of the year that a given Broad Market has produced higher rates of return and/or a higher frequency of positive performance compared with other periods of the year, HAC may allocate some or all of its exposure to such Broad Market. HAC may also invest in futures contracts to meet its investment objectives.

During historically favourable periods of the year that one or more Sector Markets have produced higher rates of return and or have a higher frequency of positive performance compared with Broad Markets over the same period, HAC may allocate some of its exposure to those Sector Markets. During periods of the year when Broad Markets have historically underperformed when compared with Broad Markets during other periods of the year, HAC may allocate some of its portfolio to cash or cash equivalents or Exchange Traded Products that provide inverse exposure (including inverse leverage exposure) to Broad Markets or one or more Sector Markets.

In order to implement these investment strategies, the Manager may employ investment techniques that include: (a) investing directly in securities, often referred to as a “long position”; (b) taking a position in a security whereby HAC will agree with another party to deliver that security to that party at a future date and future price, often referred to as a “short position”; and (c) take a long position and a short position in different securities or financial instruments that, in the opinion of the Manager, reflect Broad Markets or Sector Markets that are traditionally inversely or directly correlated, often referred to as a “pair trade”.

At times, HAC will seek to profit from short-term strategic opportunities with long or short exposure to Broad Markets or Sector Markets. At any time, HAC may have a significant amount of its portfolio in fixed-income securities, cash or cash equivalents in order to react to market conditions and/or preserve capital.

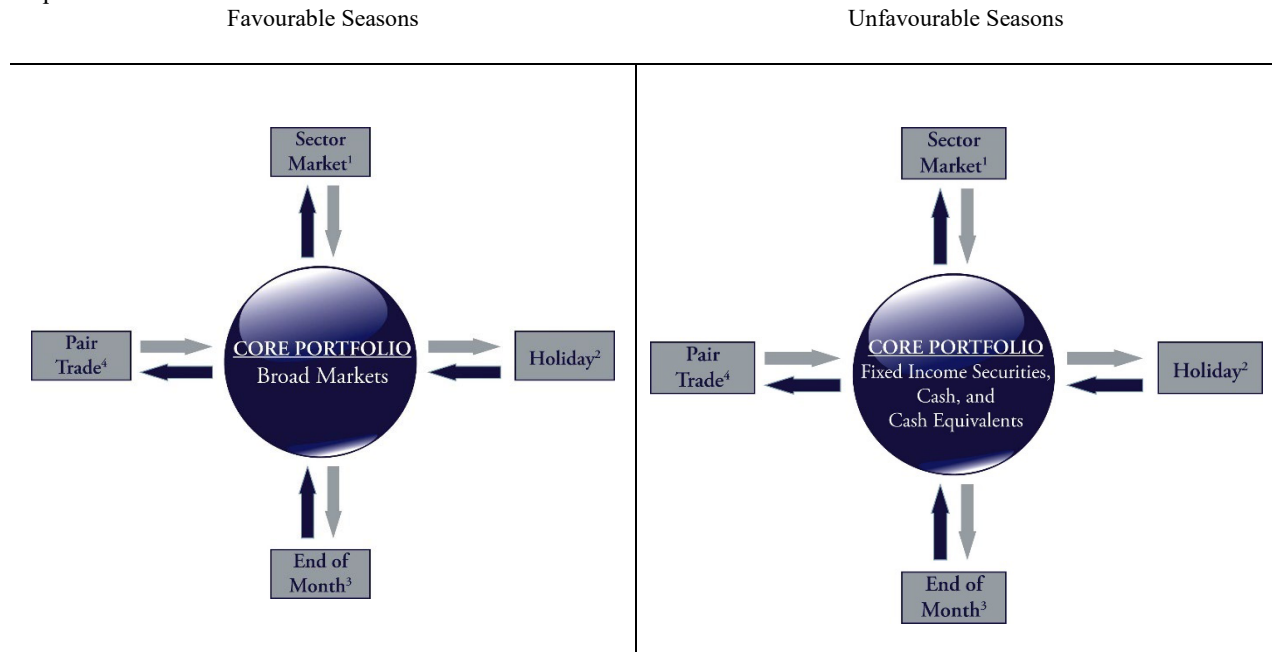
While HAC may seek to achieve its investment objective and implement these investment strategies by investing primarily in Exchange Traded Products that provide exposure to Broad Markets, Sector Markets, and fixed-income securities, HAC may seek exposure by investing directly or by employing indirect alternatives that are consistent with HAC’s investment objectives. Any investment in futures contracts for non-hedging purposes, including commodity futures by HAC will be subject to investment restrictions which ensure that HAC holds cash cover in an amount that, together with margin on account for the futures contract and the market value of the futures contract is not less than, on a daily mark to market basis, the underlying market exposure of the commodity future.

#### ***Investment Philosophy***

Investment markets follow seasonal trends and have seasonal rhythms. Some of these seasonal patterns occur over the course of weeks or months; others last only a few days. By rotating a portfolio in reaction to these seasonal patterns, a well-informed investor can realize returns that are superior to a static investment in Broad Markets and

Sector Markets. One way to take advantage of these seasonal patterns is to create a core portfolio that is exposed to one or more Broad Markets and set aside a portion of the portfolio for seasonal rotation through one or more Sector Markets. As seasonal periods are never the same, the Investment Manager’s technical analyst, Brooke Thackray, will provide technical analysis to support the seasonal rotation strategy and identify and capitalize on seasonal patterns.

Current research supports the view that Broad Markets and Sector Markets may earn higher returns during certain periods of the year when compared to other periods of the same duration. The Investment Manager refers to those periods as “favourable market seasons”. During favourable market seasons HAC seeks to gain exposure to those Broad Markets and, if appropriate one or more Sector Markets. When a favourable season ends for a Broad Market, unless it is a favourable season for a different Broad Market, HAC may shift its core portfolio into fixed income securities, cash, and cash equivalents and from that core holding seek to gain exposure to one or more Sector Markets. Current research also supports the view that during certain periods of the year, Broad Markets may earn lower returns than they do during other periods of the year. The Manager refers to those periods as “unfavourable market seasons”. By shifting its core portfolio from exposure to Broad Markets to a core portfolio of fixed income securities, cash and cash equivalents during unfavourable market seasons, HAC may be able to gain exposure to Sector Markets that, during those periods, may earn higher returns than Broad Markets. If it is also an unfavourable season for Sector Markets, HAC may remain invested in its core portfolio of fixed-income securities, cash, or cash equivalents.



<sup>1</sup> Investment in Sector Markets;

<sup>2</sup> Investment to take advantage of favourable market trends around certain holidays;

<sup>3</sup> Investment to take advantage of favourable market trends at certain month’s end;

<sup>4</sup> Investment to take advantage of the spread between the performance of two markets;

This illustration demonstrates the difference between investment strategies during favourable and unfavourable seasons. The difference is the content of the core portfolio during favourable and unfavourable seasons. During an unfavourable season, the core portfolio may contain fixed-income securities, cash, cash equivalents and cash securities and during a favourable season the core portfolio may contain cash and exposure to Broad Markets. In order to benefit from the trends associated with unfavourable or favourable seasons, the Investment Manager may allocate HAC’s portfolio from its core holdings into one or more Broad Markets or Sector Markets. In order to react



to specific market opportunities, HAC may also seek exposure to Broad Markets or Sector Markets during periods that are not otherwise previously identified as favourable or unfavourable seasons.

Subject to compliance with NI 81-102 or an exemption therefrom, HAC may purchase Exchange Traded Products that issue index participation units or Commodity Participation Units.

HAC also seeks exposure to commodities markets by investing in commodities futures for hedging and non-hedging purposes and will, in respect of its non-hedging commodity futures investments, hold cash cover in an amount that, together with margin on account for the futures contract and the market value of the futures contract, is not less than, on a daily mark to market basis, the underlying market exposure of the commodity future.

As an Alternative ETF, HAC may invest from time to time in the Leveraged ETFs that provide leveraged, inverse leveraged and inverse exposure to underlying indexes, including commodities and precious metals. The Leveraged ETFs are commodity pools or alternative mutual funds that use financial instruments that correlate to the performance of a “permitted index”, as defined in NI 81-102.

#### *Currency Exposure*

HAC may from time to time be exposed to several different currencies. The Manager may or may not elect to hedge the value of the ETF’s portfolio denominated in currencies other than the Canadian dollar back to the Canadian dollar, based on its own views.

#### *Use of Leverage*

Through the use of future contracts and by engaging in short selling (of equity securities and Exchange Traded Products), the ETF may employ leverage. HAC’s net unhedged notional exposure (long or short) may not exceed 140% of its NAV at any time.

#### *Exchange Traded Products Investment*

Subject to compliance with NI 81-102 or an exemption therefrom, HAC may purchase Exchange Traded Products that issue Commodity Participation Units such as those that provide exposure to one or more commodities markets.

#### *Commodity Futures Investment for Non-Hedging Purposes*

HAC may seek exposure to commodities markets by investing in commodities futures for hedging and non-hedging purposes and will, in respect of its non-hedging commodity futures investments, comply with the requirements of NI 81-102.

#### *Leveraged ETFs*

As an Alternative ETF, HAC may invest from time to time in certain Leveraged ETFs. The Leveraged ETFs are Exchange Traded Products that seek to provide returns similar to a particular benchmark market, industry sector index, or commodity and magnify returns by either a multiple or an inverse multiple of that benchmark, index or commodity.

#### *Derivatives*

Subject to its investment restrictions, the ETF may use derivative instruments for hedging all or a portion of the value of the ETF’s non-Canadian currency exposure back to the Canadian dollar. The ETF may also use derivative instruments for hedging and non-hedging purposes to reduce transaction costs and increase the liquidity and efficiency of trading, in accordance with the ETF’s investment restrictions. The ETF uses various hedging activities to manage portfolio and currency risk. Any use of derivatives will be in accordance with NI 81-102, subject to any exemptive relief from NI 81-102 that has been obtained by the ETF.

### *Short Selling*

Subject to compliance with NI 81-102 or an exemption therefrom, HAC may engage in short selling within certain controls and limitations. Securities may be sold short only for cash if HAC receives the cash proceeds within normal trading settlement periods for the market in which the short sale is made. All short sales are effected only through market facilities through which those securities normally are bought and sold and HAC will short sell a security only if: (i) it is listed and posted for trading on a stock exchange and it is consistent with HAC's fundamental investment objective and the issuer of the security has a market capitalization of not less than \$300 million at the time the short sale is made. The aggregate market value of all securities sold short by HAC cannot exceed 40% of its total net assets on a daily marked-to market basis. As well, at the time securities of a particular issuer are sold short, the aggregate market value of all securities of that issuer sold short by HAC cannot exceed 10% of the total net assets of HAC.

HAC may deposit assets with lenders in accordance with industry practice in relation to its obligations arising under short sale transactions. Where a short sale is effected in Canada, every dealer that holds assets of HAC as security in connection with the short sale must be a registered dealer and a member of a self-regulatory organization that is a participating member of the Canadian Investor Protection Fund. Where a short sale is effected outside Canada, every dealer that holds assets of HAC as security in connection with the short sale must be a member of a stock exchange and have a net worth in excess of the equivalent of \$50 million determined from its most recent audited financial statements. The aggregate assets deposited by HAC with any single dealer as security in connection with short sales will not exceed 10% of HAC's total net assets at the time of deposit.

Written policies and procedures relating to short selling by HAC (including objectives, goals and risk management procedures) have been developed by the Manager. The policies and procedures that are applicable to HAC relating to short selling (including trading limits and controls in addition to those specified above) will be reviewed (and, if determined to be appropriate, revised) by the board of directors of the Manager on a semi-annual basis. Risk measurement procedures or simulations are not used to test the portfolio of HAC under stress conditions.

The decision to effect any particular short sale for HAC will be made by the Manager. The Risk Management Committee will be responsible for ensuring compliance with the terms of the short-selling relief. The Manager will notify the Risk Management Committee in writing upon the establishment of any new short position and will produce reports setting out details of HAC's short selling activities. Copies of the reports will be provided to the Risk Management Committee on a weekly basis. The Risk Management Committee will meet at least once a month to review all short positions.

### ***Overview of the Investment Strategy of HURA***

To achieve HURA's investment objective, HURA invests and holds equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. These securities will be listed on global stock exchanges.

The Underlying Index intends to track the price movements of companies where a significant part of the business operations is or is expected to be related to the uranium industry (in particular uranium mining, exploration for uranium, physical uranium investments and technologies related to the uranium industry).

In order to be eligible for inclusion, Constituent Issuers must (a) be listed on a regulated stock exchange in a developed market, as defined in the Solactive Country Classification Framework, (b) classified as a Pure-Play company based on the "Uranium Suppliers Annual", which generally includes issuers with significant business operations in the uranium industry (in particular uranium mining, exploration for uranium, physical uranium investments and technologies related to the uranium industry), and companies or investment trusts with an investment focus on the uranium sector are also considered as eligible for inclusion, (c) have a market capitalization of at least CAD\$40 million as at the time of inclusion, and (d) have an average daily trading value in the last three months of at least CAD\$50,000 as at the time of inclusion.

The Underlying Index is ordinarily rebalanced on an annual basis at the close of trading on the last business day of January and reweighted at the close of trading on the last business day of July. The Constituent Issuers of the Underlying Index will be initially market capitalization-weighted on each Rebalancing Date, subject to a cap for

each Constituent Issuer of a maximum of 20% of the net asset value of HURA as at each Rebalancing Date, with the remainder of the Constituent Issuers' weights to be increased proportionately. Uranium participation companies (being issuers that participate in the physical price of uranium) are subject to a weight of 20% of the Underlying Index at time of rebalance in the event of one uranium participation company being a Constituent Issuer, and in the event of more than one uranium participation company being a Constituent Issuer, to an aggregate maximum of 25% of the Underlying Index at time of rebalance, with weights of such uranium participation companies being scaled proportionally to meet the requirement.

To the extent permitted, HURA will be fully invested in or exposed to the Underlying Index at all times and could have substantial exposure to U.S. and Australian listed securities as well as securities listed in other foreign countries. HURA will not hedge any foreign currency exposure from those securities.

#### *Use of Leverage*

HURA will not employ leverage.

#### ***Overview of the Investment Strategy of COPP***

To achieve its investment objective, COPP generally invests and holds, directly or indirectly, equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. COPP may also invest in ADRs or GDRs representing equity securities of Constituent Issuers of its Underlying Index. To the extent permitted, COPP will generally be fully invested in or exposed to its respective Underlying Index at all times.

#### ***Overview of the Investment Strategy of UTIL***

To achieve its investment objective, UTIL generally invests and holds, directly or indirectly, equity securities of the Constituent Issuers in substantially the same proportion as its Underlying Index. UTIL may also invest in ADRs or GDRs representing equity securities of Constituent Issuers of its Underlying Index. To the extent permitted, UTIL will generally be fully invested in or exposed to its respective Underlying Index at all times.

#### ***Overview of the Investment Strategy of HGY***

HGY was created to provide Unitholders with low cost exposure to the price of gold bullion hedged to the Canadian dollar, while providing monthly tax-efficient distributions.

HGY seeks to achieve its investment objectives by holding the Gold Portfolio. The Gold Portfolio may include gold futures contracts from time to time. The Gold Portfolio is selected by the Manager. HGY seeks to be fully exposed to the price of gold bullion at all times, but does not replicate the performance of gold prices due to the covered call writing strategy and fees and expenses. The Manager will, depending on market conditions, write at-the-money or out-of-the-money covered call options on approximately, and not more than, 33% of the securities and other instruments in the Gold Portfolio. The level of covered call option writing to which the Gold Portfolio is exposed may vary based on market volatility and other factors.

Positions in gold futures contracts are only maintained if HGY holds cash cover in an amount that, together with margin on account for the gold futures contracts, is not less than the underlying market exposure of the gold futures contracts. Call options written by the Manager generally involve writing next month call options and, based on the price movement of gold bullion, the Manager rolls those call options that are in-the-money prior to expiry to the next month and lets call options that are out-of-the-money expire. The Manager does not manage the call option writing strategy to achieve a specific target return, but manages it to generate attractive option premiums that temper the volatility associated with owning a portfolio of securities that provide exposure to the price of gold bullion. The Manager may decide, in its discretion, to reduce the percentage of, or not to sell, call options on securities in the Gold Portfolio in any month based on prevailing market conditions.

### *Covered Option Writing*

The writing of call options by the Manager involves the selling of call options in respect of approximately, and not more than, 33% of the securities and other instruments in the Gold Portfolio. Such call options may be either exchange-traded options or over-the-counter options. Call options are only written in accordance with NI 81-102 which permits call options to be written only if a fund holds positions sufficient, without recourse to other assets of the fund, to enable the fund to satisfy its obligations to deliver the underlying interest of the option.

The holder of a call option purchased from HGY has the option, exercisable during a specific time period or at the expiry, to purchase the security or futures contract underlying the option from HGY at the strike price. By selling call options, HGY receives option premiums, which are generally paid within one business day of writing the option. If at any time during the term of a call option or at expiry, the market price of the underlying futures contract or security is above the strike price, the holder of the option may exercise the option and the seller of such call option would be obligated to sell the futures contracts or securities to the holder at the strike price per futures contract or security. Alternatively, HGY may repurchase a call option when the option's strike price is lower than the market price of the underlying futures contract or security (also known as the option being "in-the-money") by paying the market value of the call option. If, however, a call option's strike price is higher than the market price of the underlying futures contract or security (also known as the option being "out-of-the-money"), at expiration of the call option the holder of the option will likely not exercise the option and the option will expire. In each case, HGY will retain the option premium. See "Call Option Pricing".

The amount of option premium depends upon, among other factors, the expected volatility of the price of the underlying futures contract or security. The higher the volatility, the higher the option premium. In addition, the amount of an option premium will depend upon the difference between the strike price of the option and the market price of the underlying futures contract or security at the time the option is written. The smaller the positive difference (or the larger the negative difference), the more likely it is that the option will become in-the-money during the term and, accordingly, the greater the option premium. The Manager intends that options sold by HGY will be sold at a strike price which is "at-the-money" (that is at or close to the current market price of futures contracts or securities in the Gold Portfolio) or "out-of-the-money". See "Call Option Pricing".

If a call option is written on a futures contract or security in the Gold Portfolio, the amounts that HGY will be able to realize on the futures contract or security during the term of the call option will be limited to an amount equal to the sum of the strike price and the premium received from writing the option. In essence, HGY forgoes potential returns resulting from any price appreciation of the futures contract or security underlying the option above the strike price because the futures contract or security will be called away or HGY will pay to close out the option by repurchasing the option at the then current market price of the option. The current market price of an in-the-money option may exceed the premium received when the at-the-money option was sold.

### *Call Option Pricing*

Many investors and financial market professionals price call options based on the Black-Scholes Model. In practice, however, actual option premiums are determined in the marketplace and there can be no assurance that the values generated by the Black-Scholes Model can be attained in the market.

Under the Black-Scholes Model (modified to include dividends and distributions), the primary factors that affect the option premium received by the seller of a call option are the following:

- (a) the volatility of the price of the underlying futures contract or security - the volatility of the price of a futures contract or security measures the tendency of the price of the instrument to vary during a specified period. The higher the price volatility, the more likely that the price of that instrument will fluctuate (either positively or negatively) and the greater the option premium. Price volatility is generally measured in percentage terms on an annualized basis, based on price changes during a period of time immediately prior to or "trailing" the date of calculation;

- (b) the difference between the strike price and the market price of the underlying futures contract or security at the time the option is written - the smaller the positive difference (or the larger the negative difference), the greater the option premium;
- (c) the term of the option - the longer the term, the greater the call option premium;
- (d) the “risk-free” or benchmark interest rate in the market in which the option is issued - the higher the risk-free interest rate, the greater the call option premium; and
- (e) the dividends and distributions expected to be paid on the underlying futures contract or security during the relevant term - the greater the dividends and distributions, the lower the call option premium.

#### *Currency Hedging*

As most of the futures contracts or securities that make up the Gold Portfolio are denominated in U.S. currency and the net asset value of HGY is calculated in Canadian currency, substantially all of the exposure to the U.S. dollar denominated securities in the Gold Portfolio is hedged back to the Canadian dollar.

#### *Commodity Participation Units*

HGY has obtained exemptive relief that permits it to invest in Exchange Traded Products that issue Commodity Participation Units, including Exchange Traded Products managed by the Manager and advised by the Manager. The Manager believes that investing in Exchange Traded Products that issue Commodity Participation Units exposes HGY to less risk than a direct investment in commodity futures as HGY’s risk is limited to the principal amount invested in such Exchange Traded Product while the notional exposure of an investment by HGY in a commodity future could be significantly greater than the cash cover and margin on account.

#### *Use of Leverage*

HGY will not employ leverage.

#### ***Overview of the Investment Strategy of CNCC***

To achieve its investment objective CNCC invests, directly or indirectly, in a portfolio of large capitalization Canadian companies, which may include ETFs that provide exposure to such companies. Quarterly, on the Constituent Reset Date, the Investment Manager will select from the largest and most liquid Canadian issuers listed on the TSX and will, directly or indirectly, invest CNCC in each issuer. CNCC’s portfolio exposure to the constituent securities will, directly or indirectly, rebalance on each Constituent Reset Date. The number of issuers that CNCC’s portfolio may be exposed to, directly or indirectly, may change on a Constituent Reset Date. Between Constituent Reset Dates, the allocation between each of these constituent securities will, directly or indirectly, change due to market movement and the Investment Manager will typically not re-allocate, include or exclude issuers from CNCC’s portfolio until its next rebalance date or Constituent Reset Date, other than when, in the opinion of the Investment Manager, circumstances necessitate a change (e.g., insufficient liquidity of an issuer’s options). To mitigate downside risk and generate income, the Investment Manager actively manages a covered call strategy that will generally write out of the money call options, at its discretion, on up to approximately 50% of the value of CNCC’s portfolio. Notwithstanding the foregoing, CNCC may write covered call options on a greater or lesser percentage of the portfolio, from time to time, at the discretion of the Investment Manager.

#### ***Overview of the Investment Strategy of ENCC and BKCC***

To achieve its investment objective, each of ENCC and BKCC invests in an equal weighted portfolio of Canadian companies in accordance with their respective investment objectives, which may include ETFs that provide exposure to such companies. Semi-annually, on the Constituent Reset Date, the Investment Manager will, based on the applicable reference index for ENCC and BKCC respectively, identify the largest and most liquid Canadian

issuers listed on the TSX in their respective sectors and will invest ENCC and BKCC's portfolios accordingly in each issuer equally. ENCC and BKCC will rebalance, on an equal weight basis, the portfolio of constituent securities on each Constituent Reset Date. The number of issuers included in the portfolio may change on a Constituent Reset Date. Between Constituent Reset Dates, the allocation between each of these constituent securities will change due to market movement and the Investment Manager will typically not re-allocate, include or exclude issuers from ENCC and BKCC's portfolios until their next rebalance date or Constituent Reset Date, other than when, in the opinion of the Investment Manager, circumstances necessitate a change (e.g., insufficient liquidity of an issuer's options). To mitigate downside risk and generate income, the Investment Manager actively manages a covered call strategy that will generally write out of the money call options, at its discretion, on up to approximately 50% of the value of the applicable ETF's portfolio. Notwithstanding the foregoing, an ETF may write covered call options on a greater or lesser percentage of the portfolio, from time to time, at the discretion of the Investment Manager.

In respect of BKCC, in order to carry out the above noted investment strategy, the Manager, on behalf of BKCC, has obtained relief from the Securities Regulatory Authorities from the concentration restrictions in subsection 2.1(1) of NI 81-102, subject to the terms and conditions described therein. See "Concentration Risk" at page 55.

### ***Overview of the Investment Strategy of GLCC***

To achieve its investment objective GLCC invests in a portfolio of North American listed gold mining and exploration companies, which may include ADRs, or exchange traded funds that provide exposure to such companies. Semi-annually, on the Constituent Reset Date, the Investment Manager will, based on GLCC's reference index, identify the largest and most liquid North American listed issuers in the gold mining and exploration sector and will invest GLCC's portfolio in each issuer. From time to time, GLCC may also invest in equity and equity related securities of North American listed companies that are primarily exposed to the mining and exploration of precious metals other than gold. GLCC will rebalance the portfolio of constituent securities on each Constituent Reset Date. The number of issuers included in the portfolio may change on a Constituent Reset Date. Between Constituent Reset Dates, the allocation between each of these constituent securities will change due to market movement and the Investment Manager will typically not re-allocate, include or exclude issuers from GLCC's portfolio until its next rebalance date or Constituent Reset Date, other than when, in the opinion of the Investment Manager, circumstances necessitate a change (e.g., insufficient liquidity of an issuer's options). To mitigate downside risk and generate income, the Investment Manager actively manages a covered call strategy that will generally write out of the money call options, at its discretion, on up to approximately 50% of the value of GLCC's portfolio. Notwithstanding the foregoing, GLCC may write covered call options on a greater or lesser percentage of the portfolio, from time to time, at the discretion of the Investment Manager. GLCC will not seek to hedge its exposure to the U.S. dollar back to the Canadian dollar.

### ***Overview of the Investment Strategy of USCC.U***

To achieve its investment objective USCC.U invests, directly or indirectly, in a portfolio of large capitalization U.S. companies, which may include ETFs that provide exposure to such companies. Semi-annually, on the Constituent Reset Date, the Investment Manager will select from the largest and most liquid U.S. companies listed on the NYSE or the NASDAQ and will, directly or indirectly, invest USCC.U in each issuer. USCC.U's portfolio exposure to the constituent securities will, directly or indirectly, rebalance on each Constituent Reset Date. The number of issuers that USCC.U's portfolio may be exposed to, directly or indirectly, may change on a Constituent Reset Date. Between Constituent Reset Dates, the allocation between each of these constituent securities will, directly or indirectly, change due to market movement and the Investment Manager will typically not re-allocate, include or exclude issuers from USCC.U's portfolio until its next rebalance date or Constituent Reset Date, other than when, in the opinion of the Investment Manager, circumstances necessitate a change (e.g., insufficient liquidity of an issuer's options). To mitigate downside risk and generate income, the Investment Manager actively manages a covered call strategy that will generally write out of the money call options, at its discretion, on up to approximately 50% of the value of USCC.U's portfolio. Notwithstanding the foregoing, USCC.U may write covered call options on a greater or lesser percentage of the portfolio, from time to time, at the discretion of the Investment Manager. USCC.U will not seek to hedge its exposure to the U.S. dollar back to the Canadian dollar.

### ***Overview of the Investment Strategy of QQQC***

To achieve its investment objective QQCC invests, directly or indirectly, in a portfolio of large capitalization domestic and international companies, which may include ETFs that provide exposure to such companies. Quarterly, on the Constituent Reset Date, the Investment Manager will, based on QQCC's reference index, select from the largest and most liquid domestic and international companies listed on the NASDAQ and will, directly or indirectly, invest QQCC in each issuer. QQCC's portfolio exposure to the constituent securities will, directly or indirectly, rebalance on each Constituent Reset Date. The number of issuers that QQCC's portfolio may be exposed to, directly or indirectly, may change on a Constituent Reset Date. Between Constituent Reset Dates, the allocation between each of these constituent securities will, directly or indirectly, change due to market movement and the Investment Manager will typically not re-allocate, include or exclude issuers from QQCC's portfolio until its next rebalance date or Constituent Reset Date, other than when, in the opinion of the Investment Manager, circumstances necessitate a change (e.g., insufficient liquidity of an issuer's options). To mitigate downside risk and generate income, the Investment Manager actively manages a covered call strategy that will generally write out of the money call options, at its discretion, on up to approximately 50% of the value of QQCC's portfolio. Notwithstanding the foregoing, QQCC may write covered call options on a greater or lesser percentage of the portfolio, from time to time, at the discretion of the Investment Manager. QQCC will not seek to hedge its exposure to the U.S. dollar back to the Canadian dollar.

### ***General Investment Strategies of the Covered Call ETFs***

Each Covered Call ETF invests in its own portfolio of equity securities and, to mitigate downside risk and generate income, writes out-of-the-money call options on some or all of its portfolio securities, as applicable. While providing hedging protection and generating income, the use of a covered call strategy may, however, limit potential gains available to the Covered Call ETFs.

A Covered Call ETF may enter into securities lending transactions to the extent permitted by applicable securities laws, to earn additional income for the Covered Call ETF.

Each Covered Call ETF invests in a variety of portfolio securities and instruments which may include, but are not limited to, equity and equity related securities and options contracts. Equity securities held by the Covered Call ETFs will typically include single issuer equity options and/or warrants.

A Covered Call ETF may purchase units of other investment funds (in circumstances and to the extent permitted under NI 81-102, and as allowed pursuant to exemptive relief obtained by the Covered Call ETF) to gain exposure to markets or investments that may not otherwise be easily and economically available to the Covered Call ETF, or where insufficient diversification would result from any other stock-specific investment strategy.

### ***Covered Call Option Writing (Covered Call ETFs)***

To seek to mitigate downside risks, generate cashflow and allow for modest capital appreciation, each Covered Call ETF generally writes "out-of-the-money" covered call options on up to approximately 50% of the value of the applicable Covered Call ETF's portfolio. Notwithstanding the foregoing, a Covered Call ETF may write covered call options on a greater or lesser percentage of the portfolio, from time to time, at the discretion of the Investment Manager. Each Covered Call ETF's strategy does not involve managing its investment portfolio to achieve a specific distribution target, but seeks to generate attractive option premiums to provide downside protection, lower overall volatility of returns and increased cashflow available for distribution and reinvestment.

Call options sold by a Covered Call ETF may be either options traded on a North American stock exchange or "over-the-counter" options sold pursuant to an agreement with a counterparty with a "designated rating" as defined in NI 81-102. Under these call options, a Covered Call ETF will sell to the buyer of the option, for a premium, either the right to buy the security from the Covered Call ETF at an exercise price or, if the option is cash settled, the right to a payment from the Covered Call ETF equal to the difference between the value of the security and the option exercise price. Covered call options partially hedge against declines in the price of the securities on which they are written to the extent of the premiums received by a Covered Call ETF at the time the options are written by the Covered Call ETF. The Investment Manager intends that such options will be sold with a strike price which is generally "out-of-the-money" (that is generally 5% above the current market price of a Covered Call ETF's portfolio securities on which call options are written) and with a term of one or two months. The Investment Manager intends

to close out any outstanding options that are in-the-money prior to their expiry date to avoid having portfolio securities of a Covered Call ETF called away pursuant to the terms of the option, but may allow portfolio securities of the Covered Call ETF to be called away, at its discretion. The Investment Manager may decide, in its discretion, not to sell call options on securities of any portfolio issuer of a Covered Call ETF at any time if it determines that market conditions render it impracticable to do so.

A Covered Call ETF may also close out options in advance of year-end to reduce the likelihood that gains distributed by way of a special distribution in any year are reversed in a subsequent year. A Covered Call ETF may also sell its portfolio securities that are in a loss position to reduce the capital gain that would otherwise be payable by the Covered Call ETF by way of a special distribution in a particular year where the Investment Manager determines that it is in the best interest of the Covered Call ETF to do so.

The holder of a call option purchased from a Covered Call ETF will have the option, exercisable during a specific time period or at expiry, to purchase the securities underlying the option from the Covered Call ETF at the strike price per security. By selling call options, a Covered Call ETF will receive option premiums, which are generally paid within one business day of the writing of the option. If at any time during the term of a call option or at expiry, the market price of the underlying securities is above the strike price, the holder of the option may exercise the option and the applicable Covered Call ETF will be obligated to sell the securities to the holder at the strike price per security. If the call option may not be cash settled, each Covered Call ETF intends to repurchase a call option which is in-the-money by paying the market value of the call option but, at the Manager's discretion, may allow portfolio securities of that Covered Call ETF to be called away. If, however, the option is out-of-the-money at expiration of the call option, the holder of the option will likely not exercise the option and the option will expire. In each case, the applicable Covered Call ETF will retain the option premium.

The amount of the option premium depends upon, among other factors, the expected volatility of the price of the underlying security. The higher the volatility, the higher the option premium. In addition, the amount of the option premium will depend upon the difference between the strike price of the option and the market price of the underlying security at the time the option is written. The smaller the positive difference (or the larger the negative difference), the more likely it is that the option will become in-the-money during the term and, accordingly, the greater the option premium. The Investment Manager intends to write out-of-the-money call options for each Covered Call ETF with a term of one to two months on the securities in the portfolio issuers of that Covered Call ETF with a strike price that is generally 5% higher than the current market price of the portfolio securities of that Covered Call ETF depending on prevailing levels of volatility.

If a call option is written on a security in the investment portfolio of a Covered Call ETF, the amounts that the Covered Call ETF will be able to realize on the security during the term of the call option will be limited to the distributions received during such period plus an amount equal to the sum of the strike price and the premium received from writing the option. In essence, each Covered Call ETF forgoes potential returns resulting from any price appreciation of the security underlying the option above the strike price because the security will be called away or that Covered Call ETF will pay to close out the option by cash settling or repurchasing the option at the then current market price of the option. The current market price of an in-the-money option may exceed the option premium received when the call option was sold.

### ***Additional Investment Strategies – All ETFs***

#### *Non-Discretionary Investing (Index ETFs)*

As each Index ETF is seeking to replicate the performance of its respective Underlying Index, the Manager does not invest the assets of the Index ETFs on a discretionary basis or select securities based on the Manager's view of the investment merit of a particular security or company, except to the extent it may select securities of issuers in the course of employing a stratified sampling strategy to seek to closely match the investment characteristics of an Index ETF's portfolio with its Underlying Index.



### *Stratified Sampling (Index ETFs)*

Notwithstanding the foregoing, an Index ETF may, in certain circumstances, employ a “stratified sampling” strategy. Under this stratified sampling strategy, an Index ETF may not hold all of the Constituent Issuers of its Underlying Index, but instead will hold a portfolio of securities, which may include securities of investment funds, that closely matches the aggregate investment characteristics of the securities included in its Underlying Index. Examples of when an Index ETF may employ stratified sampling include, but are not limited to, the practical difficulties and expense of purchasing securities of all of the Constituent Issuers, tax optimization strategies, liquidation strategies, inability to trade a Constituent Issuer due to a pending corporate action or jurisdictional limitations, cease trade order, other event affecting a Constituent Security or compliance with applicable law (including NI 81-102) or, in the case of HMMJ, the business activities of a Constituent Issuer.

### *Investments in Underlying Funds*

In accordance with applicable securities legislation, including NI 81-102, and, in the case of the Index ETFs, as an alternative to or in conjunction with investing in securities of Constituent Issuers directly, an ETF may also invest in one or more other investment funds, including other investment funds managed by the Manager, provided that no management fees or incentive fees are payable that, to a reasonable person, would duplicate a fee payable by the underlying fund for the same service. Such investment funds may include, without limitation, high-quality, liquid, cash-like investment funds. The Manager’s allocation to investments in other investment funds, if any, will vary from time to time depending on the relative size and liquidity of the investment fund, and the ability of the Manager to identify appropriate investment funds that are consistent with the applicable ETF’s investment objectives and strategies.

### *Use of Derivatives*

An ETF may use derivative instruments for currency hedging purposes or other purposes, including to generate additional income, reduce transaction costs and increase the liquidity and efficiency of trading. Any use of derivative instruments, including futures contracts and forward contracts, will be consistent with the applicable ETF’s investment objectives and strategies, and will be in accordance with NI 81-102.

### *Reverse Repurchase Transactions*

An ETF may enter into reverse repurchase transactions. The Manager has adopted policies and practice guidelines applicable to each ETF to manage the risks associated with entering into reverse repurchase transactions. Such policies and practice guidelines require that:

- the reverse repurchase transactions be consistent with an ETF’s investment objective and policies;
- the risks associated with reverse repurchase transactions be adequately described in the prospectus of the ETFs;
- authorized officers or directors of the Manager approve the parameters, including transaction limits, under which reverse repurchase transactions are permitted for an ETF and that such parameters comply with applicable securities legislation;
- the operational, monitoring and reporting procedures in place ensure that all reverse repurchase transactions are completely and accurately recorded, in accordance with their approved use, and within the limits and regulatory restrictions prescribed for an ETF;
- the counterparties to reverse repurchase transactions must meet the Manager’s quantitative and qualitative criteria regarding market making and credit worthiness, and be in good standing with all applicable regulators; and

- the Manager must review at least annually all reverse repurchase transactions to ensure that they are being conducted in accordance with applicable securities legislation.

All reverse repurchase transactions must be completed within 30 days.

#### *Securities Lending*

An ETF may lend securities to brokers, dealers and other financial institutions and other borrowers desiring to borrow securities provided that such securities lending qualifies as a “securities lending arrangement” for the purposes of the Tax Act. Securities lending will allow an ETF to earn additional income to offset its costs and, in respect of DLR, may help to ensure that the investment results of DLR more closely correspond to the applicable investment objective. All additional income earned by an ETF through securities lending will accrue to the ETF. In carrying out securities lending, an ETF will engage a lending agent with experience and expertise in completing such transactions. Each ETF has received exemptive relief from the limitations in NI 81-102 so that an ETF may engage affiliates of the National Bank of Canada as a lending agent of the ETF.

Under applicable securities legislation, the collateral from securities lending is required to have an aggregate value of not less than 102% of the value of the loaned securities. Any cash collateral acquired by an ETF is permitted to be invested only in securities permitted under NI 81-102 and that have a remaining term to maturity of no longer than 90 days.

In accordance with the terms of exemptive relief obtained by the Manager on March 19, 2021, HMMJ may enter into securities lending transactions in which the aggregate market value of securities loaned by HMMJ could represent up to 100% of the net asset value of HMMJ.

### **OVERVIEW OF THE SECTORS THAT THE ETFS INVEST IN**

#### **Canadian Oil and Gas Companies**

The Canadian Oil and Gas sector includes the securities of companies who are involved in Oil & Gas Drilling, Oil & Gas Equipment & Services, Integrated Oil & Gas, Oil & Gas Exploration & Production, Oil & Gas Refining & Marketing, and Oil & Gas Storage & Transportation.

#### **Canadian Financial Services**

The Canadian financial services sector includes the securities of integrated financial services companies which provide banking, insurance, real-estate and investment products and services to Canadian consumers.

#### **North American Gold Mining and Exploration**

The North American gold production sector includes the securities of companies whose businesses are primarily derived from gold mining and exploration in North America and abroad and whose primary market listings for their common shares are located in Canada or the United States.

#### **Global Green-labeled Bonds**

HGGB provides exposure to the performance of a market index that is designed to provide exposure to the performance of global green-labeled bonds issued in U.S. dollars that are subject to stringent eligibility criteria to fund projects that have positive environmental or climate benefits.

#### **The Metaverse**

MTAV seeks to provide exposure to global, publicly listed companies that potentially stand to benefit from the adoption and usage of technologies expected to grow and support the functioning of the metaverse.

**HAC**

HAC invests primarily in Exchange Traded Products and futures contracts to gain exposure to the performance of Broad Markets or Sector Markets that at various times of the year have historically performed favourably.

**HURA**

HURA seeks to provide exposure to the performance of a basket of companies which are (a) primarily involved in the uranium industry and (b) issuers that invest directly in uranium.

**HGY**

HGY is exposed to the gold futures market. Gold is a popular precious metal for decorative and industrial purposes, as well as for use in currency or as an alternative to currencies. Gold bullion can represent a private and borderless store of wealth and is often held by central and reserve banks as a means of defending their currency and by individual investors as an alternative to any one country’s currency, or as a hedge against currency fluctuations, devaluations, deflation and inflation.

The price of gold is determined through trading in the physical gold and gold derivatives markets. Although the spot price of gold is determined twice each business day on the London market by the five members of The London Gold Market Fixing Ltd., significant gold futures market activity occurs in the United States.

For the Index ETFs and CASH, see “Investment Objectives – The Underlying Indexes of the Index ETFs” and “Investment Strategies”, as applicable.

**INVESTMENT RESTRICTIONS**

The ETFs are subject to certain restrictions and practices contained in securities legislation, including NI 81-102 and NI 81-107. The ETFs are also subject to certain restrictions contained in the Trust Declaration. The ETFs will be managed in accordance with these restrictions and practices, except as otherwise permitted by exemptions provided by the Canadian Securities Regulatory Authorities or as permitted by NI 81-107. See “Exemptions and Approvals”.

No ETF will make an investment that would result in that ETF failing to qualify as a “unit trust” or “mutual fund trust” within the meaning of the Tax Act or that would result in that ETF becoming subject to the tax for “SIFT trusts” within the meaning of the Tax Act. In addition, no ETF will make or hold any investment in property that would be “taxable Canadian property” (if the definition of such term in the Tax Act were read without reference to paragraph (b) thereof) if more than 10% of that ETF’s property consisted of such property. The Manager intends to monitor the activities of any ETF that is not a “mutual fund trust” for purposes of the Tax Act so as to ensure that such ETF does not have any “designated income” for purposes of the Tax Act.

DLR and CASH are each money market funds and will not use derivatives or sell securities short. Not less than 95% of the cash, Cash Equivalents, debt, Floating Rate Evidence of Indebtedness, and money market funds held by DLR or CASH are denominated in a currency that the NAV of the mutual fund is calculated. Not less than 5% of DLR’s or CASH’s assets are invested in cash or are readily convertible into cash within one day, and not less than 15% of DLR’s assets are invested in cash or are readily convertible into cash within one week.

**FEES AND EXPENSES**

**Management Fees**

Each ETF pays an annual management fee to the Manager equal to a percentage of the ETF’s net asset value, plus applicable Sales Tax, as follows:

ETF	Annual Management Fee
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DLR	0.45%
HOG	0.55%
HMMJ	0.75%
INOC	0.50%
RBOT	0.45%
HBGD	0.45%
ETHI	0.45%
FOUR	0.45%
BBIG	0.45%
CASH	0.10%
HGGB	0.45%
HLIT	0.75%
HYDR	0.75%
CHPS	0.45%
HBUG	0.45%
MTAV	0.55%
HAC	0.75%
HURA	0.75%
COPP	0.65%
UTIL	0.50%
HGY	0.60%
CNCC	0.39%
ENCC	0.65%
BKCC	0.39%
GLCC	0.65%
USCC.U	0.39%

QQCC	0.65%
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Each Management Fee is calculated and accrued daily and is payable monthly in arrears.

The Management Fees are paid to the Manager in consideration for the services the Manager provides to the ETFs. Such services include, but are not limited to: negotiating contracts with certain third-party service providers, including, but not limited to, investment managers, counterparties, custodians, registrars, transfer agents, valuation agents, Designated Brokers, Dealers, auditors and printers; authorizing the payment of operating expenses incurred on behalf of the ETFs; ensuring the maintenance of accounting records for the ETFs; preparing the reports to Unitholders of the ETFs and to the applicable Securities Regulatory Authorities; calculating the amount and determining the frequency of distributions by the ETFs; preparing financial statements, income tax returns and financial and accounting information as required by the ETFs; ensuring that Unitholders of each ETF are provided with financial statements and other reports as are required from time to time by applicable law; ensuring that each ETF complies with all other regulatory requirements including the continuous disclosure obligations of such ETF under applicable securities laws; administering purchases, redemptions and other transactions in Units of each ETF; arranging for any payments required upon termination of an ETF; and dealing and communicating with Unitholders of the ETFs. The Manager will provide office facilities and personnel to carry out these services, if not otherwise furnished by any other service provider to the ETFs. The Manager will also monitor the investment strategy of each ETF to ensure that each ETF complies with its investment objective, investment strategies and investment restrictions and practices.

To encourage very large investments in an ETF and to ensure Management Fees are competitive for these investments, the Manager may at its discretion agree to charge a reduced fee as compared to the fee it otherwise would be entitled to receive from an ETF with respect to investments in such ETF by Unitholders that hold, on average during any period specified by the Manager from time to time (currently a quarter), Units of the ETF having a specified aggregate value. Such a reduction will be dependent upon a number of factors, including the amount invested, the total assets of such ETF under administration and the expected amount of account activity. An amount equal to the difference between the fee otherwise chargeable and the reduced fee of the ETF will be distributed quarterly in cash by the ETF to the Unitholders of that ETF as Management Fee Distributions.

The availability and amount of Management Fee Distributions with respect to Units of an ETF will be determined by the Manager. Management Fee Distributions for an ETF will generally be calculated and applied based on a Unitholder's average holdings of Units of such ETF over each applicable period as specified by the Manager from time to time. Management Fee Distributions will be available only to beneficial owners of Units of an ETF and not to the holdings of Units of the ETF by dealers, brokers or other CDS Participants that hold Units of such ETF on behalf of beneficial owners. In order to receive a Management Fee Distribution for any applicable period, a beneficial owner of Units of an ETF must submit a claim for a Management Fee Distribution that is verified by a CDS Participant on the beneficial owner's behalf and provide the Manager with such further information as the Manager may require in accordance with the terms and procedures established by the Manager from time to time.

The Manager reserves the right to discontinue or change Management Fee Distributions at any time. The tax consequences of Management Fee Distributions made by an ETF generally will be borne by the Unitholders of such ETF receiving these distributions from the Manager.

**Performance Fee**

HAC also pays the Manager the Performance Fee. The Performance Fee is calculated and accrued daily. The Performance Fee is payable at least quarterly in arrears on dates determined by the Manager, together with applicable Sales Taxes.

HAC will pay to the Manager a Performance Fee, if any, equal to 20% of the amount by which the performance of HAC, at any date on which the Performance Fee is payable, (i) exceeds the High Water Mark and (ii) is greater than an annualized return of five percent (5%).

The Performance Fee will be determined in accordance with the following formula:

$20\% \times (A - (B \times C)) \times D$

where:

A equals the net asset value per Unit, as at the last day of the period in respect of which the calculation is being made, without giving effect to the accrual of any Performance Fee, plus the aggregate amount of all distributions previously declared on a per Unit basis, if any;

B equals the High Water Mark;

C equals 1 plus an annualized return of five percent (5%) pro-rated for the number of days in the period; and

D equals the number of Units outstanding as at the last day of the period in respect of which the calculation is being made.

No Performance Fee will be payable on any payable date unless A exceeds B x C at that time.

The Performance Fee shall be calculated and accrued daily. The Performance Fee shall be payable at least quarterly in arrears on dates determined by the Manager, together with applicable Sales Taxes.

### **Operating Expenses**

Unless otherwise waived or reimbursed by the Manager, each ETF (other than CASH) will pay all of its operating expenses, including but not limited to: Management Fees; audit fees; trustee and custodial expenses; valuation, accounting and record keeping costs; legal expenses; permitted prospectus preparation and filing expenses; costs associated with delivering documents to Unitholders; costs associated with meetings of Unitholders; listing and annual stock exchange fees; index licensing fees, if applicable; CDS fees; bank related fees and interest charges; extraordinary expenses; Unitholder reports and servicing costs; registrar and transfer agent fees; costs of the IRC; income taxes; Sales Tax; brokerage expenses and commissions; withholding taxes and fees payable to service providers in connection with regulatory compliance and tax matters in foreign jurisdictions.

The Manager will pay all the expenses of CASH other than the Management Fee, any Sales Taxes on the applicable Management Fee, and any brokerage expenses and commissions as may be applicable. As a result, CASH will not have any operating expenses other than Management Fees, Sales Taxes on the Management Fees, and any brokerage expenses and commissions as may be applicable.

### **Underlying Fund Fees**

An ETF may, in accordance with its investment strategy and applicable Canadian securities legislation, invest in exchange traded funds, mutual funds or other public investment funds which may be managed by the Manager, its affiliates or independent fund managers. There are fees and expenses payable by these underlying funds in addition to the fees and expenses payable by an ETF. With respect to such investments, no management fees or incentive fees are payable by an ETF that, to a reasonable person, would duplicate a fee payable by such underlying fund for the same service. Further, no sales fees or redemption fees are payable by an ETF in relation to purchases or redemptions of the securities of the underlying funds in which it invests if these funds are managed by the Manager or an affiliate or associate of the Manager.

### **Expenses of the Issue**

Apart from the initial organizational costs of the ETFs, all expenses related to the issuance of the Units shall be borne by the ETFs.

## **Fees and Expenses Payable Directly by the Unitholders**

### *Administration Charge*

As may be agreed between the Manager and a Designated Broker or Dealer, the Manager may charge the Designated Broker and Dealers of an ETF, at its discretion, an issue, exchange or redemption charge to offset certain transaction costs associated with the issuance, exchange or redemption of Units. Administration charges are variable, and the Manager will publish the current administration charges, if any, on its website, [www.HorizonsETFs.com](http://www.HorizonsETFs.com). These administrative charges do not apply to Unitholders who buy and sell their Units on a stock exchange.

## **RISK FACTORS**

In addition to the considerations set out elsewhere in this prospectus, the following are certain considerations relating to an investment in Units of an ETF which prospective investors should consider before purchasing such Units.

### *Stock Market Risk (Index ETFs and Covered Call ETFs)*

The value of most securities, in particular equity securities, change with stock market conditions. These conditions are affected by general economic and market conditions.

### *Specific Issuer Risk (Index ETFs and Covered Call ETFs)*

The value of all securities will vary positively or negatively with developments within the specific companies that issue such securities.

### *Regulatory Risk*

Legal and regulatory changes may occur that may adversely affect the ETFs and which could make it more difficult, if not impossible, for the ETFs to operate or to achieve their investment objectives. To the extent possible, the Manager will attempt to monitor such changes to determine the impact such changes may have on the ETFs and what can be done, if anything, to try to limit such impact.

### *Reliance on Historical Data Risk*

Past trends may not be repeated in the future. The accuracy of the historical data used by the Manager for research and development, which is often provided by third parties, cannot be guaranteed by the Manager. The Manager only seeks to obtain such data from companies that they believe to be highly reliable and of high reputation.

### *Liquidity Risk*

Under certain circumstances, such as a market disruption, an ETF may not be able to dispose of its investments quickly or at prices that represent the fair market value of such investments. In certain circumstances, the holdings of the ETF may be illiquid, which may prevent the ETF from being able to limit its losses or realize gains.

### *Risk that Units Will Trade at Prices Other than the Net Asset Value per Unit*

The Units of an ETF may trade below, at, or above their net asset value. The net asset value per Unit of an ETF will fluctuate with changes in the market value of the ETF's holdings. The trading prices of the Units of an ETF will fluctuate in accordance with changes in the ETF's net asset value per Unit, as well as market supply and demand on the TSX. However, given that Unitholders may subscribe for a PNU at the net asset value per Unit, the Manager believes that large discounts or premiums to the net asset value per Unit of an ETF should not be sustained.

If a Unitholder purchases Units at a time when the market price of such Units is at a premium to the net asset value per Unit or sells Units at a time when the market price of such Units is at a discount to the net asset value per Unit, the Unitholder may sustain a loss.

#### *Corresponding Net Asset Value Risk*

The net asset value per Unit of an ETF will be based on the market value of the ETF's holdings. However, the trading price (including the closing trading price) of a Unit of an ETF on the TSX may be different from the actual net asset value of a Unit of the ETF. As a result, Dealers may be able to acquire a PNU of an ETF and Unitholders may be able to redeem a PNU of an ETF at a discount or a premium to the closing trading price per Unit of the ETF.

Such a difference between the trading price of an ETF and its net asset value may be due, in large part, to supply and demand factors in the secondary trading market for Units of an ETF being similar, but not identical, to the same forces influencing the price of the underlying constituents of the ETF at any point in time.

Because Unitholders may acquire or redeem a PNU, the Manager expects that large discounts or premiums to the net asset value per Unit of the ETFs should not be sustainable.

#### *Designated Broker/Dealer Risk*

As each ETF will only issue Units directly to Designated Brokers and Dealers, in the event that a purchasing Designated Broker or Dealer is unable to meet its settlement obligations, the resulting costs and losses incurred will be borne by the applicable ETF.

#### *Change in Legislation*

There can be no assurance that certain laws applicable to the ETFs will not be changed in a manner which could adversely affect an ETF and/or its Unitholders.

#### *No Ownership Interest*

An investment in Units of an ETF does not constitute an investment by Unitholders in the securities held by an ETF. Unitholders will not own the securities held by an ETF.

#### *Market for Units*

There can be no assurance that an active public market for Units of an ETF will be sustained.

#### *Cease Trading of Securities Risk*

If the securities of a Constituent Issuer of an Index ETF are cease-traded by order of the relevant securities regulatory authority or are halted from trading by the relevant stock exchange, the Index ETF may halt trading in its securities. Accordingly, Units of an Index ETF bear the risk of cease-trading orders against all of its Constituent Issuers, not just one. If securities of an ETF are cease-traded by order of a securities regulatory authority, if normal trading is suspended on the relevant exchange, or if for any reason it is likely there will be no closing bid price for securities, the ETF may suspend the right to redeem Units for cash, subject to any required prior regulatory approval. If the right to redeem Units for cash is suspended, an ETF may return redemption requests to Unitholders who have submitted them. If securities are cease-traded, they may not be delivered on an exchange of a PNU for securities until such time as the cease trade order is lifted.

#### *Exchange Risk*

In the event that the TSX closes early or unexpectedly on any day that it is normally open for trading, Unitholders will be unable to purchase or sell Units of an ETF on the TSX until it reopens and there is a possibility that, at the



same time and for the same reason, the exchange and redemption of Units of the ETF may be suspended until the TSX reopens.

Additionally, unanticipated early closings of a stock exchange on which securities held by an ETF are listed may result in that ETF being unable to sell or buy securities on that day. If the TSX closes early on a day when an ETF needs to execute a high volume of securities trades late in the trading day, the ETF may incur substantial trading losses.

#### *Market Disruptions Risk*

War and occupation, terrorism and related geopolitical risks may in the future lead to increased short-term market volatility and may have adverse long-term effects on world economies and markets generally, including U.S., Canadian and other economies and securities markets. The spread of coronavirus disease (COVID-19) has caused a slowdown in the global economy and has caused volatility in global financial markets. Coronavirus disease or any other disease outbreak may adversely affect the performance of the ETFs. The effects of future terrorist acts (or threats thereof), military action or similar unexpected disruptive events on the economies and securities markets of countries cannot be predicted. These events could also have an acute effect on individual issuers or related groups of issuers. These risks could also adversely affect securities markets, inflation and other factors relating to value of the portfolio of the ETFs.

Upon the occurrence of a natural disaster such as flood, hurricane, or earthquake, or upon an incident of war, riot or civil unrest or disease outbreak, the impacted country may not efficiently and quickly recover from such event, which could have a materially adverse effect on borrowers and other developing economic enterprises in such country.

#### *Cybersecurity Risk*

Cyber security risk is the risk of harm, loss and liability resulting from a failure or breach of information technology systems. Failures or breaches of information technology systems (“**Cyber Security Incidents**”) can result from deliberate attacks or unintentional events and may arise from external or internal sources. Deliberate cyber-attacks include, but are not limited to, gaining unauthorized access to digital systems (e.g., through “hacking” or malicious software coding) for purposes of misappropriating assets or sensitive information, corrupting data, equipment or systems, or causing operational disruption. Deliberate cyber-attacks may also be carried out in a manner that does not require gaining unauthorized access, such as causing denial-of-service attacks on websites (i.e., efforts to make network services unavailable to intended users). The primary risks from the occurrence of a Cyber Security Incident include disruption in an ETF’s operations, disclosure of confidential ETF information, reputational damage to the Manager, the incurrence of regulatory penalties by the Manager, additional compliance costs associated with corrective measures, and/or financial loss. Cyber Security Incidents of an ETF’s third-party service providers (e.g., valuation agents, transfer agents or custodians) or issuers that an ETF invests in can also subject an ETF to many of the same risks associated with direct Cyber Security Incidents. The Manager cannot control the cyber security plans and systems put in place by its service providers or any other third party whose operations may affect an ETF or its Unitholders. An ETF and its Unitholders could be negatively impacted as a result.

#### *Risks Relating to Use of Derivatives*

An ETF may use derivative instruments to achieve its investment objectives. The use of derivative instruments involves risks different from, and possibly greater than, the risks associated with investing in conventional securities.

Derivatives are subject to a number of risks, such as liquidity risk, interest rate risk, market risk, credit risk, leverage risk and counterparty risk. They also involve the risk of mispricing or improper valuation and the risk that changes in the value of a derivative may not correlate perfectly with the underlying asset, rate or index. An ETF or another party to a derivatives transaction may not be able to obtain or close out a derivative contract when the Manager believes it is desirable to do so, which may prevent an ETF from making a gain or limiting a loss. The low margin deposits normally required in trading derivatives (typically between 2% and 15% of the value of the derivatives

purchased) can permit a degree of leverage. Accordingly, at the time of buying a derivative, a percentage of the price of the derivative is deposited as margin and a decrease in the price of the contract equal to such percentage will result in a total loss of the margin deposit. A decrease of more than the percentage deposited will result in a loss of more than the total margin deposit.

An ETF is subject to credit risk with respect to the amounts expected to be received from counterparties to derivatives instruments entered into by an ETF. If a counterparty becomes bankrupt or otherwise fails to perform its obligations under a derivative instrument, the net asset value per unit of an ETF may decline.

#### *No Assurance of Meeting Investment Objectives*

The success of the ETFs will depend on a number of conditions that are beyond the control of the ETFs. There is a substantial risk that the investment objectives of the ETFs will not be met.

#### *No Guaranteed Return*

There is no guarantee that an investment in an ETF will earn any positive return in the short or long-term. The value of Units of an ETF may increase or decrease depending on market, economic, political, regulatory and other conditions affecting the ETF's investments. An investment in Units of an ETF is more volatile and riskier than some other forms of investments. All prospective Unitholders should consider an investment in an ETF within the overall context of their investment policies. Investment policy considerations include, but are not limited to, setting objectives, defining risk/return constraints and considering time horizons.

#### *Significant Redemptions*

If a significant number of Units of an ETF are redeemed, the trading liquidity of the Units could be significantly reduced. In addition, the expenses of the ETF would be spread among fewer Units resulting in a potentially lower distribution per Unit. The Manager has the ability to terminate an ETF if, in its opinion, it would be in the best interests of Unitholders to do so. The Manager may suspend redemptions in certain circumstances.

#### *Conflicts of Interest*

The Manager, the Sub-Advisor (as applicable), their respective directors and officers and their respective affiliates and associates may engage in the promotion, management or investment management of other accounts, funds or trusts which invest primarily in the securities held by an ETF. Although officers, directors and professional staff of the Manager and the Sub-Advisor (as applicable) will devote as much time to an ETF as is deemed appropriate to perform their duties, the staff of the Manager and the Sub-Advisor may have conflicts in allocating their time and services among an ETF and the other funds managed by the Manager or the Sub-Advisor (as applicable).

#### *Loss of Limited Liability*

Each ETF is a unit trust and as such its Unitholders do not receive the protection of statutorily mandated limited liability in some provinces as in the case of shareholders of most Canadian corporations. There is no guarantee, therefore, that Unitholders of an ETF could not be made party to a legal action in connection with the ETF. However, the Trust Declaration provides that no Unitholder, in its capacity as such, will be subject to any liability whatsoever, in tort, contract or otherwise, to any person in connection with an ETF's property or the obligations or the affairs of the ETF and all such persons are to look solely to the ETF's property for satisfaction of claims of any nature arising out of or in connection therewith and only the ETF's property will be subject to levy or execution.

Pursuant to the Trust Declaration, an ETF will indemnify and hold harmless each Unitholder from any costs, damages, liabilities, expenses, charges and losses suffered by a Unitholder resulting from or arising out of such Unitholder not having limited liability. The Trust Declaration also provides that the Trustee and the Manager shall use reasonable efforts to cause to be inserted in each material written agreement, undertaking and obligation, signed by or on behalf of the applicable ETF a provision to the effect that such agreement, undertaking or obligation will not be binding upon Unitholders personally.

As a result of the foregoing, it is considered that the risk of any personal liability of Unitholders is minimal in view of the nature of its activities. In the event that a Unitholder should be required to satisfy any obligation of an ETF, the Unitholder will be entitled to reimbursement from any available assets of the ETF.

*Currency Risk (RBOT, HBGD, ETHI, FOUR, BBIG, HGGB, HBUG, MTAV, HLIT, HYDR, CHPS, HAC, HURA and HGY)*

As a portion of the portfolio of these ETFs may be invested primarily in securities traded in foreign currencies, the net asset value, when measured in Canadian dollars, will, to the extent this has not been hedged against, be affected by changes in the value of the foreign currency relative to the Canadian dollar.

RBOT, HBGD, HGGB, HLIT, HYDR, ETHI, FOUR and CHPS each seek to hedge the U.S. dollar value of their respective portfolios to the Canadian dollar at all times.

HBUG, MTAV and HGY each seek to hedge any U.S. dollar portfolio exposure back to the Canadian dollar at all times.

BBIG and HURA do not seek to hedge the U.S. dollar value of their respective portfolios to the Canadian dollar.

The base currency of BBIG is Canadian dollars. An investor buying US\$ Units of BBIG may therefore experience a gain or loss due to a fluctuation in the relative value between the U.S. dollar and the Canadian dollar on any given day. A Unitholder buying or selling US\$ Units of BBIG on the TSX may also experience currency gains or losses due to differences in the exchange rates used in determining the net asset value of the ETF in Canadian dollars.

#### *Tax Related Risks*

Each of the ETFs currently meets all the requirements to qualify as a “mutual fund trust” for the purposes of the Tax Act and has elected to be deemed to be a “mutual fund trust” from inception. For an ETF to qualify as a “mutual fund trust”, among other things, it must comply on a continuous basis with certain requirements relating to the qualification of its Units for distribution to the public, the number of Unitholders of the ETF and the dispersal of ownership of its Units. A trust will be deemed not to be a mutual fund trust if it is established or maintained primarily for the benefit of non-residents of Canada unless, at that time, all or substantially all of its property is property other than property that would be “taxable Canadian property” (if the definition of such term in the Tax Act were read without reference to paragraph (b) thereof). The current law does not provide any means of rectifying a loss of mutual fund trust status if this requirement is not met.

If an ETF does not qualify or an ETF were to cease to qualify as a “mutual fund trust” under the Tax Act at all times, the income tax considerations described under the heading “Income Tax Considerations” would be materially and adversely different in certain respects and the after-tax returns to Unitholders of that ETF may be reduced. For example, an ETF that does not qualify as a “mutual fund trust” throughout a taxation year may be liable to pay alternative minimum tax and/or tax under Part XII.2 of the Tax Act, and would not be entitled to the capital gains refund. In addition, if an ETF does not qualify as a mutual fund trust, it may be subject to the “mark-to-market” rules under the Tax Act if more than 50% of the fair market value of its Units are held by “financial institutions” within the meaning of the Tax Act.

Each ETF treats gains or losses on the disposition of securities in its portfolio as capital gains and losses (unless, in the case of an ETF that is a financial institution, such securities are mark-to-market property, or unless the DFA Rules, described below, apply). In determining its income for tax purposes, each Covered Call ETF treats option premiums received on the writing of covered call options and any gains or losses sustained on closing out such options as capital gains and capital losses in accordance with the CRA’s published administrative practice. While the CRA has expressed the opinion that gains (or losses) realized by a writer of naked options are normally on income account rather than treated as capital gains or losses, the treatment in each particular case remains a question of fact to be determined having regard to all the circumstances. A Covered Call ETF may write call options on indices that include shares held by such ETF and/or call options on the constituent securities of such indices, in circumstances where the indices or such securities are in whole or in part not directly or indirectly held in the portfolio of the

ETF. The view of each Covered Call ETF is that there is sufficient linkage between the options that such ETF writes and the indices or securities it holds in order for such ETF to treat option premiums received on the writing of all of its call options and any gains or losses sustained on closing out such options as capital gains and capital losses. The CRA's practice is not to grant advance income tax rulings on the characterization of items as capital or income and no advance income tax ruling has been applied for or received from the CRA. If some or all of the transactions undertaken by an ETF in respect of options, currency hedges and securities in the ETF's portfolio were treated on income rather than capital account, the net income of the ETF for tax purposes and the taxable component of distributions to Unitholders could increase. Any such redetermination by the CRA may result in the ETF being liable for unremitted withholding taxes on prior distributions made to Unitholders who were not resident in Canada for the purposes of the Tax Act at the time of the distribution. Such potential liability may reduce the net asset value of, or trading prices of, the Units.

The Tax Act contains rules (the "**DFA Rules**") that target financial arrangements (referred to as "derivative forward agreements") that seek to reduce tax by converting, through the use of derivative contracts, the return on an investment that would have the character of ordinary income to capital gains. The DFA Rules are broad in scope and could apply to other agreements or transactions (including certain options contracts). If the DFA Rules were to apply in respect of derivatives utilized by an ETF, gains realized in respect of the property underlying such derivatives could be treated as ordinary income rather than capital gains. In general, the writing of a covered call option by an ETF in the manner described under the heading "Investment Strategies – General Investment Strategies of the Covered Call ETFs" is not expected to be subject to the DFA Rules. Gains or losses in respect of currency hedges on investments held on capital account by an ETF constitute capital gains and capital losses to the ETF provided there is sufficient linkage. The Tax Act includes rules which clarify that the DFA Rules generally would not apply to such foreign currency hedges.

Recent amendments to the Tax Act prohibit an ETF from claiming a deduction for income allocated to redeeming Unitholders and limit the ability of an ETF to claim a deduction for capital gains allocated to redeeming Unitholders. Accordingly, the taxable component of distributions to non-redeeming Unitholders may be greater than they would have been in the absence of such amendments. See "Income Tax Considerations – Taxation of the ETFs".

The payment of expenses in a foreign currency and the conversion of a foreign currency to Canadian dollars, if required to pay expenses of an ETF or fund redemptions of Units, are taxable events to the ETF. If an ETF realizes income for purposes of the Tax Act from such activities in a year, the ETF will allocate such income to its Unitholders without any corresponding cash distribution.

The Tax Act contains rules (the "**SIFT Rules**") concerning the taxation of publicly traded Canadian trusts and partnerships that own certain types of property defined as "non-portfolio property". A trust that is subject to these rules is subject to trust level taxation, at rates comparable to those that apply to corporations, on the trust's income earned from "non-portfolio property" to the extent that such income is distributed to its unitholders. Certain ETFs intend to take the position that they will not use the portfolio securities or any other property in the course of carrying on a business in Canada and will, therefore, not be "SIFT trusts" (as defined for the purposes of the Tax Act). On that basis, it is anticipated that each such ETF will make sufficient distributions in each year of any income (including taxable capital gains) realized by the ETF for Canadian tax purposes in the year so as to ensure that it will not be subject to non-refundable income tax under Part I of the Tax Act. However, if any ETF constitutes a SIFT trust in a particular year, any "non-portfolio earnings" (as defined for the purposes of the Tax Act) will generally be subject to tax under Part I of the Tax Act, even if distributed in full to Unitholders of the relevant ETF. No advance income tax ruling has been sought or obtained from the CRA in respect of the status of the ETFs and the CRA could seek to assess or re-assess an ETF (and Unitholders of that ETF) on the basis that the ETF was a SIFT trust. These rules should not impose any tax on the ETFs as long as the ETFs adhere to their investment restrictions in this regard.

Pursuant to certain Tax Amendments released on March 28, 2023 in connection with the 2023 Federal Budget (Canada) (the "**Equity Repurchase Rules**"), a trust that is a "SIFT trust" or that is otherwise a "covered entity" as described in the Equity Repurchase Rules is proposed to be subject to a 2% tax on the value of the trust's equity repurchases (i.e., redemptions) in a taxation year (net of cash subscriptions received by the trust in that taxation year). If the SIFT Rules or the Equity Repurchase Rules apply to an ETF, the after-tax return to Unitholders of the

ETF could be reduced, particularly in the case of the SIFT Rules for a Unitholder who is exempt from tax under the Tax Act or is a non-resident of Canada.

In certain circumstances, the amount of interest on money borrowed to invest in a trust or other entity that may be deducted may be reduced on a pro rata basis in respect of distributions from the trust or other entity that are a return of capital and which are not reinvested for an income earning purpose. While the ability to deduct interest depends on the facts, it is possible that part of the interest payable by an ETF in connection with money borrowed to acquire certain securities held in its portfolio could be non-deductible where such distributions have been made to the ETF, thereby increasing the net income of the ETF for tax purposes and the taxable component of distributions to Holders. Further, on November 3, 2022, the Minister of Finance released revised proposals to amend the Tax Act (the “**EIFEL Rules**”) that are intended, where applicable, to limit the deductibility of interest and other financing-related expenses by an entity to the extent that such expenses, net of interest and other financing-related income, exceed a fixed ratio of the entity's tax EBITDA. The EIFEL Rules and their application are highly complex, and there can be no assurances that the EIFEL Rules, if enacted as proposed, will not have adverse consequences to an ETF or its Unitholders. In particular, if these rules were to apply to restrict deductions otherwise available to an ETF, the taxable component of distributions paid by the ETF to Unitholders may be increased, which could reduce the after-tax return associated with an investment in Units. Although certain investment funds that are considered to be “excluded entities” for purposes of the EIFEL Rules may be excluded from the application of such proposals, there can be no assurance that an ETF would qualify as an “excluded entity” for these purposes, and hence an ETF could be subject to the EIFEL Rules. The EIFEL Rules are proposed to be effective for taxation years beginning on or after October 1, 2023.

Pursuant to rules in the Tax Act, an ETF that experiences a “loss restriction event” (“**LRE**”) (i) will be deemed to have a year-end for tax purposes (which would result in an unscheduled distribution of the ETF’s net income and net realized capital gains, if any, at such time to Unitholders so that the ETF is not liable for income tax on such amounts under Part I of the Tax Act), and (ii) will become subject to the LRE rules generally applicable to a corporation that experiences an acquisition of control, including a deemed realization of any unrealized capital losses and restrictions on its ability to carry forward losses. Generally, an ETF will be subject to an LRE if a Unitholder of the ETF alone or together with affiliated persons or partnerships (or group of persons) acquires (or becomes a holder of) more than 50% of the fair market value of all the interests in the income or capital, as the case may be, of the ETF. Please see “Income Tax Considerations – Taxation of Unitholders” for the tax consequences of an unscheduled or other distribution to Unitholders. Trusts that qualify as “investment funds” as defined in the rules in the Tax Act relating to LREs are generally excepted from the application of such rules. An “investment fund” for this purpose includes a trust that meets certain conditions, including satisfying certain of the conditions necessary to qualify as a “mutual fund trust” for purposes of the Tax Act, not holding any property that it uses in the course of carrying on a business and complying with certain asset diversification requirements. If an ETF were not to qualify as an “investment fund”, it could potentially have an LRE and thereby become subject to the related tax consequences described above.

Certain ETFs may invest in global equity or debt securities. Many foreign countries preserve their right under domestic tax laws and applicable tax conventions with respect to taxes on income and on capital (“**Tax Treaties**”) to impose tax on dividends, interest and/or other distributions paid or credited to persons who are not resident in such countries. While the ETFs intend to make investments in such a manner as to minimize the amount of foreign taxes incurred under foreign tax laws and subject to any applicable Tax Treaties, investments in global equity or debt securities may subject the ETFs to foreign taxes on dividends, interest and/or other distributions paid or credited to them or any gains realized on the disposition of such securities. Any foreign taxes incurred by an ETF will generally reduce the value of its portfolio.

Each ETF is generally required to pay GST/HST on any management fees and most of the other fees and expenses that it has to pay. There may be changes to the way that the GST/HST and provincial sales taxes apply to fees and expenses incurred by mutual funds such as the ETFs and there may be changes in the rates of such taxes, which, accordingly, may affect the costs borne by the ETFs and their Unitholders.

The Tax Act contains rules regarding the taxation of investments in certain trusts that are not resident in Canada (“**non-resident trusts**”) (the “**NRT Rules**”). The NRT Rules apply to a non-resident trust (other than an “exempt foreign trust” for purposes of the Tax Act) for which there is a “resident contributor” or a “resident beneficiary”.

The NRT Rules deem a non-resident trust to be resident in Canada for certain purposes of the Tax Act. Generally, the result of the application of such deeming provision to a non-resident trust is that certain of the trust's income will be subject to Canadian tax. As well, generally, subject to certain limitations, Canadian resident investors may be jointly and severally or solidarily liable with the non-resident trust and other "resident beneficiaries" and certain "resident contributors" for the non-resident trust's Canadian tax. Accordingly, if Global X Cybersecurity ETF or the Delaware statutory trust of which it is a series (the "**Global X Fund**") is a non-resident trust that is not an exempt foreign trust for purposes of the Tax Act, HBUG may be jointly and severally or solidarily liable with the Global X Fund and/or the applicable series thereof and any other "resident beneficiaries" and certain "resident contributors" for the Canadian tax (including any interest and penalties in respect of such taxes) payable by the Global X Fund or applicable series. The Manager believes that the Global X Fund and (if a trust) each series thereof is and will continue to be an exempt foreign trust for purposes of the Tax Act, although no assurances can be given in this regard.

#### *Risks Relating to Tax Changes*

There can be no assurance that changes will not be made to the tax rules, including the administrative policies and assessing practices of the CRA, affecting the taxation of the ETFs or the ETFs' investments, or in the administration of such tax rules.

#### *Securities Lending, Repurchase and Reverse Repurchase Transaction Risk*

The ETFs are authorized to enter into securities lending, repurchase and reverse repurchase transactions in accordance with NI 81-102. In a securities lending transaction, an ETF lends its portfolio securities through an authorized agent to another party (often called a "counterparty") in exchange for a fee and a form of acceptable collateral. In a repurchase transaction, an ETF sells its portfolio securities for cash through an authorized agent while at the same time assuming an obligation to repurchase the same securities for cash (usually at a higher price) at a later date. In a reverse repurchase transaction, an ETF buys portfolio securities for cash while at the same time agreeing to resell the same securities for cash (usually at a higher price) at a later date. The following are some examples of the risks associated with securities lending, repurchase and reverse repurchase transactions:

- when entering into securities lending, repurchase and reverse repurchase transactions, an ETF is subject to the credit risk that the counterparty may default under the agreement and the ETF would be forced to make a claim in order to recover its investment;
- when recovering its investment on default, an ETF could incur a loss if the value of the portfolio securities loaned (in a securities lending transaction) or sold (in a repurchase transaction) has increased in value relative to the value of the collateral held by the ETF; and
- similarly, an ETF could incur a loss if the value of the portfolio securities it has purchased (in a reverse repurchase transaction) decreases below the amount of cash paid by the ETF to the counterparty.

The ETFs may also engage in securities lending. When engaging in securities lending, an ETF will receive collateral in excess of the value of the securities loaned and, although such collateral is marked-to-market, the ETF may be exposed to the risk of loss should a borrower default on its obligations to return the borrowed securities and the collateral is insufficient to reconstitute the portfolio of loaned securities.

In accordance with the terms of exemptive relief obtained by the Manager on March 19, 2021, HMMJ may enter into securities lending transactions in which the aggregate market value of securities loaned by HMMJ could represent up to 100% of the net asset value of HMMJ.

#### *Reliance on Key Personnel*

Unitholders will be dependent on the abilities of: (i) the Manager in providing recommendations and advice in respect of the ETFs; and (ii) the Manager to effectively manage the ETFs in a manner consistent with their investment objectives, investment strategies and investment restrictions. Implementation of an ETF's investment

strategies will be dependent on the Manager. There is no certainty that the individuals who are principally responsible for providing administration and portfolio management services to an ETF will continue to be employed by the Manager. Unitholders of INOC will also be dependent on the abilities of the Sub-Advisor in respect of the foregoing.

*Foreign Exchange Rate Risk (DLR)*

Foreign exchange rates are influenced by the factors identified immediately above and may also be influenced by: changing supply and demand for a particular currency; monetary policies of governments (including exchange control programs, restrictions on local exchanges or markets and limitations on foreign investment in a country or on investment by residents of a country in other countries); changes in balances of payments and trade; trade restrictions; and currency devaluation and revaluations. Also, governments from time to time intervene in the currency markets, directly and by regulation, in order to influence prices directly. These events and actions are unpredictable and could materially and adversely affect the performance of the Units of DLR.

*Concentration Risk (DLR and Covered Call ETFs)*

Certain ETFs may, in following its investment objectives or seeking to replicate the performance of a specified index, have more of its net assets invested in one or more issuers or portfolio securities than is usually permitted for many investment funds. DLR's holdings will not be diversified and will be concentrated in cash and Cash Equivalents that are tied to the U.S. dollar. The Covered Call ETFs are generally concentrated in terms of the number of portfolio securities in which they invest. Concentration in fewer portfolio securities may result in a greater degree of volatility in the net asset value of such an ETF under specific market conditions and over time, due to a lack of diversification in the portfolio. In addition, concentration may increase the liquidity risk of an ETF which may, in turn, have an effect on the ETF's ability to satisfy redemption requests. This concentration risk will be greater for funds that seek to replicate the performance of a specified index that is more concentrated, and includes a smaller number of portfolio issuers than an fund that seeks to replicate the performance of a broader index that includes a larger number of portfolio issuers.

With respect to BKCC, the Manager has obtained relief from the Securities Regulatory Authorities from the concentration restrictions in subsection 2.1(1) of NI 81-102, subject to the terms and conditions described therein, so that such ETF may achieve its investment objectives. As such ETF's investments will be particularly concentrated, they each may be susceptible to loss due to adverse occurrences affecting Canadian banks.

*Substantial Sales or Purchases of U.S. Dollars (DLR)*

The official sector of the U.S. consists of a central bank, other governmental agencies and multi-lateral institutions that buy, sell and hold currency in the U.S., as part of its reserve assets. The official sector holds a significant amount of its country's currency that can be mobilized in the open market. In the event that future economic, political or social conditions or pressures require members of the official sector to sell the currency it holds simultaneously or in an uncoordinated manner, the demand for the country's currency might not be sufficient to accommodate the sudden increase in the supply of that country's currency to the market. Consequently, the price of the currency in the U.S. could decline, which would adversely affect an investment in Units of DLR.

*Borrowing Risk (DLR)*

From time to time, DLR may borrow cash as a temporary measure to fund the portion of any distributions payable to its Unitholders that represent amounts that have not yet been received by DLR. DLR is limited to borrowing up to the amount of the unpaid distribution and, in any event, not more than five percent of its net assets. There is a risk that DLR would not be able to repay the borrowed amount because it is unable to collect the distribution from the applicable issuer. Under these circumstances, DLR would be required to repay the borrowed amount by disposing of portfolio assets.

#### *Deposit Risk and Credit Risk (CASH)*

Although CASH primarily invests in chartered bank deposit accounts, the ETF's assets are not protected by the Canada Deposit Insurance Corporation or any other government deposit insurer. CASH is therefore subject to the credit risk of the chartered banks in which it makes deposits.

#### *Leverage Risk (HAC)*

When HAC makes investments in derivatives, borrows cash for investment purposes, or uses physical short sales on equities, fixed income securities or other portfolio assets, leverage may be introduced into HAC. Leverage occurs when HAC's notional exposure to underlying assets is greater than the amount invested. It is an investment technique that can magnify gains and losses. Consequently, any adverse change in the value or level of the underlying asset, rate or index may amplify losses compared to those that would have been incurred if the underlying asset had been directly held by HAC and may result in losses greater than the amount invested in the derivative itself. Leverage may increase volatility, may impair HAC's liquidity and may cause HAC to liquidate positions at unfavourable times. HAC is subject to a gross aggregate exposure limit of 300% of its NAV which is measured on a daily basis.

#### *Leveraged ETFs Risk (HAC)*

HAC may invest a portion of its net assets from time to time in certain exchange traded funds managed by the Manager. The Leveraged ETFs are exchange traded funds that seek to provide returns similar to a particular benchmark market, industry sector index, or commodity and magnify returns by either an inverse, multiple or an inverse multiple of that benchmark, index or commodity. Investments in the Leveraged ETFs are highly speculative and involve a high degree of risk. These exchange traded funds are also subject to increased volatility as they seek to achieve an inverse, multiple or inverse multiple of a benchmark, index or commodity.

#### *Political, Economic and Social Risk (HAC, HGY and HURA)*

The value of an ETF's securities exposed to various markets may be adversely affected by political, economic, social and other factors, relations with other countries and changes in laws and regulations in developing and emerging economies. In addition, developing and emerging economies may differ favourably or unfavourably from the Canadian economy in such respects as the rate of GDP growth, the rate of inflation, capital reinvestment, resource self-sufficiency and balance of payments position. Governments may exercise significant influence over many aspects of the economy in developing and emerging countries and, accordingly, political or social instability and government actions in developing and emerging countries in the future could have a significant effect on such countries, which could affect market conditions, prices and yields of securities that are held by an ETF. Governmental acts in developing and emerging countries, including imposition of tariffs, royalties or other levies, cancellation or renegotiation of joint ventures or confiscation or nationalization of property, mineral or resource rights may have an adverse effect upon the securities of various markets to which an ETF is exposed.

#### *Exchange Traded Products Risk (HAC and HGY)*

HAC and HGY may invest in Exchange Traded Products that issue index participation units and Commodity Participation Units and may also invest in Leveraged ETFs. Exchange Traded Products seek to provide returns similar to the performance of a Broad Market or Sector Market and may not achieve the same return as the underlying Broad Market or Sector Market due to differences in the actual weightings of issuers held directly or indirectly by the Exchange Traded Product versus the weightings in the Broad Market or Sector Market indexes and due to the operating and administrative expenses of the Exchange Traded Product.

#### *Counterparty Risk (HAC, HGY and HURA)*

HAC, HGY and HURA are each subject to credit risk with respect to the amount that HAC, HGY and HURA expect to receive from counterparties to financial instruments entered into by HAC, HGY and HURA or held by special purpose or structured vehicles. If a counterparty becomes bankrupt or otherwise fails to perform its obligations due



to financial difficulties, the value of an investor's investment in Units of HAC, HGY and HURA may decline. HAC, HGY and HURA may experience significant delays in obtaining any recovery in a bankruptcy or other reorganization proceeding. HAC, HGY or HURA may obtain only limited recovery or may obtain no recovery in such circumstances. A counterparty or its guarantor must have a designated rating within the meaning of NI 81-102.

A counterparty of HAC, HGY or HURA may also be adversely affected by regulatory or market changes which may make it difficult or impossible for the counterparty to hedge its obligations to HAC, HGY or HURA, which may adversely affect the ETF's ability to achieve its investment objective.

#### *Aggressive Investment Technique Risk (HAC, HGY and HURA)*

HAC, HGY and HURA use investment techniques and financial instruments that may be considered aggressive, including the use of futures contracts, options on futures contracts, securities and indices, forward contracts, swap agreements and similar instruments. Such techniques, particularly when used to create leverage, may expose HAC, HGY and HURA to potentially dramatic changes (losses) in the value of the instruments and imperfect correlation between the value of the instruments and relevant security or index. HAC, HGY and HURA's investment in financial instruments may involve a small investment relative to the amount of risk assumed. Financial instruments are subject to a number of risks described elsewhere in this prospectus, such as liquidity risk, credit risk and counterparty risk. The use of aggressive investment techniques also exposes HAC, HGY and HURA to risks different from, or possibly greater than, the risks associated with investing directly in the securities comprising its Underlying Index, including: 1) the risk that an instrument is temporarily mispriced; 2) credit, performance or documentation risk on the amount HAC, HGY or HURA expect to receive from a counterparty; 3) the risk that securities prices, interest rates and currency markets will move adversely and HAC, HGY or HURA will incur significant losses; 4) imperfect correlation between the price of the financial instruments and movements in the prices of the underlying securities; 5) the risk that the cost of holding a financial instrument might exceed its total return; and 6) the possible absence of a liquid secondary market for any particular instrument and possible exchange imposed price fluctuation limits, both of which may make it difficult or impossible to adjust HAC, HGY or HURA's position in a particular instrument when desired.

#### *Commodity Market Risk (HAC and HGY)*

In the United States the CFTC has approved its final rule on speculative position limits for futures contracts in certain commodities, including futures contracts for crude oil, natural gas, silver and gold. Based on the current size of HAC and HGY and commodity markets, these speculative limits are not currently expected to affect HAC or HGY. If HAC or HGY reaches a speculative position limit, HAC or HGY's ability to seek additional exposure to that commodity position through futures contracts as a result of new subscriptions could be impaired and HAC or HGY's ability to achieve its investment objective could be affected.

#### *Gold Concentration Risk (HGY)*

HGY's holdings are not diversified and are concentrated in securities that provide exposure to gold bullion or gold futures. This concentrated focus may constrain the liquidity and the number of investments available to HGY. HGY's holdings and the net asset value of HGY may be more volatile than the value of a more broadly diversified portfolio and may fluctuate substantially over short periods of time. This may have a negative impact on the value of the Units of HGY.

#### *No Replication of the Performance of the Price of Commodities (HGY)*

Due to, among other things, the covered call writing program employed by HGY and the fees and expenses associated with HGY, an investment in HGY will not replicate the performance of the spot prices of its commodity exposure.

#### *Risks of Investing in Commodity-based Exchange Traded Funds (HGY)*

HGY invests in securities of commodity-based exchange traded funds that seek to provide returns similar to the performance of an index related to an investment in a particular commodity or commodities. Commodity-based exchange traded funds may not achieve the same return as their corresponding commodity benchmark market indices due to differences in the actual investments of physical commodities held in a commodity-based exchange traded fund versus the investments in the applicable commodity benchmark index and due to the operating and management expenses of the commodity-based exchange traded funds.

*Commodity Risk (HAC, HGY, HURA, COPP and UTIL)*

It can be expected that factors affecting the price of commodities will affect the NAV of HAC, HGY, HURA, COPP or UTIL. The price of commodities may be affected at any time by various unpredictable international, economic, monetary and political considerations including, as applicable:

- (a) global supply and demand, which is influenced by such factors as:
  - (i) forward selling by commodity producers;
  - (ii) purchases made by commodity producers to unwind hedge positions;
  - (iii) central bank purchases and sales;
  - (iv) the investment and trading activities of hedge funds and commodity funds; and
  - (v) production and cost levels in major commodity-producing countries;
- (b) investors' expectations with respect to future inflation rates;
- (c) interest rate volatility; and
- (d) unexpected global, or regional, political or economic events, including banking crises and international conflicts.

Changing tax, royalty and land and mineral, crude oil and natural gas rights ownership and leasing regulations under different political regimes can also impact market functions and expectations for future commodity supply.

*Equity Risk (HAC, HGY and HURA)*

The equity markets are volatile and the value of securities, futures, options contracts and other instruments correlated with the equity markets may fluctuate dramatically from day-to-day. This volatility may cause the value of one or more equity investments of HAC, HGY or HURA to decrease.

*Risk Relating to the Failure of Futures Commission Merchant (HAC, HGY and HURA)*

There is a risk that assets of an ETF deposited on margin with a futures commission merchant may, in certain circumstances, be used to satisfy losses of other clients of the futures commission merchant which cannot be satisfied by such other clients or by the futures commission merchant. Under the terms of industry investor protection fund coverage in Canada and the United States (such as the Canadian Investor Protection Fund in Canada), assets of an insolvent futures commission investment are divided up, on a pro rata basis, among its clients. The Manager is a Canadian Investor Protection Fund participant (for the purposes of such coverage, HAC, HGY or HURA, as applicable, will be considered as one single client).

*Interest Rate Risk (HAC, HGY, HGGB and HURA)*

The market value of fixed-income securities is inversely related to changes in the general level of interest rates (e.g. the interest rates charged by banks and other major commercial lenders). If the general level of interest rates

increases, the market value of fixed-income securities will go down while the interest payments (also referred to as “coupon payments”) remain fixed, all else equal. If the general level of interest rates decreases, the market value of fixed-income securities will go up while the coupon payments remain fixed, all else equal.

Traditional fixed-income securities have risk associated with their market value, but not their coupon payments as interest rates change, while floating-rate bonds have risk associated with their coupon payments, but not their market value as interest rates change, all else equal.

Certain derivatives, such as interest rate swaps, can be used by investors to exchange fixed coupon payments and risks for floating-rate coupon payments and risks.

Changes in interest rates may also affect the relative value of foreign currencies.

#### *Short Selling Risk (HAC)*

Subject to compliance with NI 81-102 or an exemption therefrom, HAC may engage in a limited amount of short selling. A “short sale” occurs when an ETF borrows securities from a lender which are then sold in the open market (or “sold short”). At a later date, the same number of securities are repurchased by the ETF and returned to the lender. In the interim, the proceeds from the first sale are deposited with the lender and the ETF pays fees to the lender. If the value of the securities declines between the time that the ETF borrows the securities (and sells short) and the time it repurchases and returns the securities, the ETF makes a profit for the difference (less any fees the ETF is required to pay to the lender).

Short selling involves certain risks. There is no assurance that securities will decline in value during the period of the short sale sufficient to offset the fees paid by the ETF and make a profit for the ETF, and securities sold short may instead appreciate in value. The ETF also may experience difficulties repurchasing and returning the borrowed securities if a liquid market for the securities does not exist. The lender from whom the ETF has borrowed securities may go bankrupt and the ETF may lose the collateral it has deposited with the lender.

When an ETF engages in short selling, the ETF will adhere to controls and limits that are intended to offset these risks by short selling only securities of larger issuers for which a liquid market is expected to be maintained and by limiting the amount of exposure for short sales. The ETF will also deposit collateral only with lenders that meet certain criteria for creditworthiness and only up to certain limits.

Possible losses from short sales differ from losses that may be incurred from purchases of securities, because losses from short sales may be unlimited, whereas losses from purchases are limited to the total amount invested. To deliver securities to a purchaser, the ETF must arrange through a broker to borrow the securities, and, as a result, the ETF becomes obligated to replace the securities borrowed at the market price at the time of replacement, whatever that price may be. A short sale therefore involves the theoretically unlimited risk of loss occasioned by an increase in the market price of the security between the date of the short sale and the date on which the ETF covers its short position. In addition, the borrowing of securities entails the payment of a borrowing fee (which may increase during the borrowing period) and the payment of any dividends or interest payable on the securities until they are replaced. When the ETF is engaged in short selling it is required to maintain cash cover for its short positions and other investments may need to be sold quickly (and at potentially unattractive prices) in order to maintain sufficient cash cover.

*Price Limit Risk (HAC, HGY and HURA)*

Some futures exchanges have regulations that limit the amount of fluctuation that may occur in futures contract prices during a single business day. The maximum or minimum price on a contract on any given day as a result of these limits is referred to as a "limit price". Once the limit price is reached on a contract, no trades may be made at a price beyond the limit. The limit price may preclude trading or force liquidation of a particular contract at potentially disadvantageous prices or times. Such circumstances could also adversely affect the value of a commodity based Exchange Traded Product, the net asset value of HAC, HGY or HURA, and could also disrupt subscription and redemption requests.

*Business and Regulatory Risks of Alternative Investment Strategies (HAC, HGY and HURA)*

There can be no assurance that certain laws applicable to HAC, HGY and HURA, including income tax laws relating to the treatment of mutual fund trusts under the Tax Act will not be changed in a manner which could adversely affect HAC, HGY and HURA and/or the Unitholders.

Moreover, securities and futures markets are subject to comprehensive statutes, regulations and margin requirements enforced by the relevant regulatory authorities, self-regulatory organizations and exchanges authorized to take extraordinary actions in the event of market emergencies. The regulation of derivatives transactions and funds that engage in such transactions is an evolving area of law and is subject to modification by government and judicial actions. The regulatory environment is evolving, and changes in regulations of trading activities may adversely affect the ability of HAC, HGY or HURA to pursue its investment objective, its ability to obtain leverage and financing and the value of its investments. There has been an increase in governmental, as well as self-regulatory, scrutiny of the alternative investment industry in general. It is impossible to predict what, if any, changes in regulations may occur, but any regulations which restrict the ability of HAC, HGY or HURA to trade in the relevant instruments or the ability of HAC, HGY or HURA to employ, or brokers and other counterparties to extend, credit in its trading (as well as other regulatory changes that result) could have a material adverse impact on HAC, HGY or HURA's portfolio. HAC, HGY, HURA and their Unitholders could be adversely affected as a result.

*Sector Concentration Risk (HOG, HMMJ, RBOT, HBGD, FOUR, BBIG, HBUG, MTAV, HLIT, HYDR, CHPS, COPP and UTIL)*

An Index ETF may, in following its investment objective of seeking to replicate the performance of its specified Index, have more of its net assets invested in one or more issuers than is permitted for many investment funds. To the extent that an Index ETF's investments are concentrated in a small number of issuers, the Index ETF may be susceptible to loss due to adverse occurrences affecting those issuers.

An Index ETF from time to time may also be concentrated to a significant degree in securities of issuers or underlying funds focused in a single industry or sector, such as HMMJ or HOG. If an ETF concentrates its investments in an industry or sector, the ETF faces more risks than if it were diversified broadly over numerous industries or sectors, with the result that the NAV of the ETF may be more volatile and may fluctuate more over short periods of time than the NAV of a more broadly diversified investment fund. In addition, this may increase the liquidity risk of these ETFs which may, in turn, have an effect on the ETFs' ability to satisfy redemption requests. Industry-based risks, any of which may adversely affect the issuers in which the ETF invests, may include, but are

not limited to, the following: general economic conditions or cyclical market patterns that could negatively affect supply and demand in a particular industry; competition for resources, adverse labour relations, political, economic or world events; obsolescence of technologies; and increased competition or new product introductions that may affect the profitability or viability of companies in an industry. In addition, at times, such industry or sector may be out of favor and underperform other industries or the market as a whole.

The value of Units of HOG is expected to vary with changes in the price of oil and related commodities and/or changes in the prices of equity securities of companies in the oil and broader energy sector. Oil prices, energy prices and the prices of related commodities can change quickly. Because the energy industry is sensitive to changes in the global economy and because the economy is cyclical, the demand for energy industry products also moves in cycles which will affect the share price of issuers in this sector.

The value of Units of HMMJ is expected to vary as a result of many factors, including the cost of inputs and the legal and regulatory environments.

#### *Metaverse Risk (MTAV)*

The metaverse is a new concept, and some aspects of the metaverse may be based on untested technologies. The risks that the metaverse may present to MTAV's Constituent Issuers may not emerge until the technologies are more widely used. The metaverse could expose certain of MTAV's Constituent Issuers to fraud. Future regulatory developments could also affect the viability of the metaverse and the business prospects of MTAV's Constituent Issuers. The values of MTAV's Constituent Issuers may not be a direct reflection of their connection to the metaverse, and may be based on other business operations. The metaverse may never exist on a scale that provides identifiable economic benefit to many or all of MTAV's Constituent Issuers.

#### *Cybersecurity Companies Related Risks (HBUG)*

Cybersecurity Companies may have limited product lines, markets, financial resources or personnel. These companies typically face intense competition and potentially rapid product obsolescence. Cybersecurity Companies may be adversely impacted by government regulations and actions, and may be subject to additional regulatory oversight with regard to privacy concerns and cybersecurity risk. Cybersecurity Companies may also be negatively affected by the decline or fluctuation of subscription renewal rates for their products and services, which may have an adverse effect on profit margins. These companies are also heavily dependent on intellectual property rights and may be adversely affected by loss or impairment of those rights. Cybersecurity Companies, especially smaller companies, tend to be more volatile than companies that do not rely heavily on technology. The customers and/or suppliers of Cybersecurity Companies may be concentrated in a particular country, region or industry. Any adverse event affecting one of these countries, regions or industries could have a negative impact on Cybersecurity Companies. Through its portfolio companies' customers and suppliers, HBUG is specifically exposed to Asian Economic Risk and European Economic Risk.

#### *Marijuana Sector Risk (HMMJ)*

The marijuana industry is subject to various laws, regulations and guidelines relating to the manufacture, management, transportation, storage and disposal of marijuana, as well as those relating to health and safety, the conduct of operations and the protection of the environment. The regulatory environment governing the medical and adult use marijuana industries in the U.S. is, and will continue to be, subject to evolving regulation by governmental authorities. Accordingly, there are a number of risks associated with investing in businesses in an evolving regulatory environment, including, without limitation, increased industry competition, rapid consolidation of industry participants and potential insolvency of industry participants.

The Cannabis Act, along with the related provincial and territorial legislation regulating adult use possession, production, distribution and sales, came into force on October 17, 2018. This implemented a legal framework in Canada for the production, distribution, sale and possession of both medical and adult use marijuana (otherwise referred to as cannabis in Canada).

Unlike Canada, which has federal legislation uniformly governing the cultivation, distribution, sale and possession of cannabis under the Cannabis Act, the United States largely regulates marijuana at the state level. To the Manager's knowledge, the majority of states have regulated medical marijuana in some form and a minority of states have regulated adult use marijuana. Notwithstanding the permissive regulatory environment of medical marijuana at the state level, marijuana remains a Schedule I drug under the US Controlled Substances Act making it illegal under U.S. Federal law to cultivate, distribute or possess marijuana in the United States.

Notwithstanding the foregoing, the Agriculture Improvement Act of 2018 (commonly known as the "**2018 Farm Bill**") was signed into law on December 20, 2018 which, among other things, removed "hemp" (including any part of the cannabis plant containing 0.3% THC or less), its extracts, derivatives, and cannabinoids from the US Controlled Substances Act definition of "marihuana". This has the effect of allowing for federally-sanctioned hemp production under the purview of the United States Department of Agriculture (the "**USDA**"), in coordination with state departments of agriculture that elect to have primary regulatory authority. States and Tribal governments can adopt their own regulatory plans, even if more restrictive than federal regulations, so long as the plans meet minimum federal standards and are approved by the USDA. Hemp production in jurisdictions that do not choose to submit their own plans (and that do not otherwise prohibit hemp production) will be governed by USDA regulation. "Hemp" as defined in the 2018 Farm Bill, "means the plant *Cannabis sativa* L., and any part of that plant, including the seeds thereof and all derivatives, extracts, cannabinoids, isomers, acids, salts, and salts of isomers, whether growing or not with a THC concentration of not more than 0.3% on a dry weight basis."

While the 2018 Farm Bill removes hemp and hemp-derived products from the controlled substances list under the US Controlled Substances Act, it does not legalize CBD in every circumstance. While not independently scheduled under the US Controlled Substances Act, CBD, depending on the source from which it was derived, can still be classified as a Schedule I substance under the CSA's definition of "marihuana.". Further, although the 2018 Farm Bill creates a limited exception to this prohibition, this exception only applies if the CBD is derived from "hemp" as defined in U.S. Federal law. U.S. Federal law also requires that: (i) the hemp is produced by a licensed producer; and (ii) in a manner consistent with the applicable federal and state regulations. CBD and other cannabinoids produced from marihuana as defined by the US Controlled Substances Act remain an illegal Schedule I substance under U.S. Federal law. In addition, many state laws include all CBD within definitions of marijuana and some states have policies or laws that otherwise prohibit or restrict CBD sales. On February 13, 2023, the U.S. Drug Enforcement Agency issued a letter confirming that it had determined that two popular synthetic compounds, delta-9-THCO and delta-8-THCO, were not "hemp" but tetrahydrocannabinols. This means that these compounds are Schedule I controlled substances under the CSA.

Furthermore, financial transactions involving proceeds generated by, or intended to promote, marijuana-related business activities in the U.S. may form the basis for prosecution under applicable U.S. federal money laundering legislation. Violations of any U.S. Federal laws and regulations could result in significant fines, penalties, administrative sanctions, convictions or settlements arising from civil proceedings conducted by either the federal government or private citizens, or criminal charges, including, but not limited to, disgorgement of profits, cessation of business activities or divestiture. This could have a material adverse effect on HMMJ and the Manager, including its reputation and ability to conduct business, its holding (directly or indirectly) of issuers that have obtained marijuana licenses in the United States, the listing of its securities on various stock exchanges, its financial position, operating results, profitability or liquidity or the market price of its publicly traded shares. In addition, it is difficult for the Manager to estimate the time or resources that would be needed for the investigation of any such matters or its final resolution because, in part, the time and resources that may be needed are dependent on the nature and extent of any information requested by the applicable authorities involved, and such time or resources could be substantial. For the reasons set forth above, HMMJ's future indirect investments in the United States may become the subject of heightened scrutiny by regulators, stock exchanges and other authorities in Canada. As a result, HMMJ may be subject to significant direct and indirect interaction with public officials. There can be no assurance that this heightened scrutiny will not in turn lead to the imposition of certain restrictions on HMMJ, or its ability to retain certain third party service providers.

The Manager and HMMJ are also subject to a variety of laws and regulations domestically and in the United States that relate to money laundering, financial recordkeeping and proceeds of crime, including the Currency and Foreign Transactions Reporting Act of 1970 (commonly known as the Bank Secrecy Act), as amended by Title III of the Uniting and Strengthening America by Providing Appropriate Tools Required to Intercept and Obstruct Terrorism

Act of 2001 (USA PATRIOT Act), the Proceeds of Crime (Money Laundering) and Terrorist Financing Act (Canada), as amended and the rules and regulations thereunder, the Criminal Code (Canada) and any related or similar rules, regulations or guidelines, issued, administered or enforced by governmental authorities in the United States and Canada. In February 2014, the Financial Crimes Enforcement Network (“FCEN”) of the Treasury Department issued a memorandum providing instructions to banks seeking to provide services to cannabis-related businesses. The FCEN memo states that in some circumstances, it is permissible for banks to provide services to cannabis-related businesses without risking prosecution for violation of federal money laundering laws. The FCEN Memo also refers to supplementary guidance that Deputy Attorney General Cole issued to federal prosecutors relating to the prosecution of money laundering offenses predicated on marijuana-related violations of the US Controlled Substances Act and independently lists the federal government’s enforcement priorities as related to marijuana. Although the original FCEN memo is still in place, the supplementary Department of Justice guidance that accompanied the FCEN memo was rescinded by Attorney General Sessions. It is unclear whether the current administration will follow the guidelines of the FCEN memo.

On September 28, 2022, the Financial Transactions and Reports Analysis Centre of Canada (“FINTRAC”) published an Operational Alert, Laundering of Proceeds from Illicit Cannabis, (the “Alert”) in support of Project Legion. Project Legion is a bank-led initiative supported by law enforcement agencies and FINTRAC that is focused on strengthening the detection of the laundering of the proceeds of illicit cannabis activities. While the Alert did not specifically identify state-authorized U.S. marijuana activities as being the primary target of the Alert, it evidences a heightened focus in Canada on identifying illicit cannabis transactions which could have a material impact on HMMJ or its investments.

In the event that any of HMMJ’s investments, or any proceeds thereof, any dividends or distributions therefrom, or any profits or revenues accruing from such investments in the United States were found to be in violation of money laundering legislation or otherwise, such transactions may be viewed as proceeds of crime under one or more of the statutes noted above or any other applicable legislation. This could restrict or otherwise jeopardize the ability of HMMJ to declare or pay dividends, effect other distributions or subsequently repatriate such funds back to Canada or maintain such funds in accounts with Canadian financial institutions.

To the extent HMMJ remains listed on the TSX, the Manager will continue to seek to comply with all applicable listing requirements of the TSX.

However, there can be no assurance that Canadian or U.S. federal, provincial, territorial or state laws regulating marijuana will not be repealed or overturned, that proposed laws regulating marijuana will become law, or that governmental authorities will not limit the application of such laws within their respective jurisdictions. If governmental authorities begin to enforce certain laws relating to marijuana in jurisdictions where the sale and use of marijuana is currently legal or regulated, or if existing laws are repealed or curtailed, HMMJ’s investments in such businesses may be materially and adversely affected notwithstanding the fact that HMMJ is not directly engaged in the sale or distribution of marijuana. Actions by governmental authorities against any individual or entity engaged in the marijuana industry, or a substantial repeal or amendment of any marijuana-related legislation, could adversely affect HMMJ and its investments.

The industry is subject to extensive controls and regulations, which may significantly affect the financial condition of market participants. The marketability of any product may be affected by numerous factors that are beyond the control of the portfolio issuers and which cannot be predicted, such as changes to government regulations, including those relating to taxes and other government levies which may be imposed. Changes in government levies, including taxes, could reduce a portfolio issuer’s earnings and could make future capital investments or the portfolio issuer’s operations uneconomic. The industry is also subject to numerous legal challenges, which may significantly affect the financial condition of market participants and which cannot be reliably predicted.

The issuers included in the portfolio may incur ongoing costs and obligations related to licensure and regulatory compliance. Failure to comply with such obligations may result in additional costs for corrective measures, significant penalties, restriction of operations or suspension or revocation of licensing. In addition, changes in regulations, more vigorous enforcement thereof or other unanticipated events could require extensive changes to operations, increased compliance costs or give rise to material liabilities, which could have a material adverse effect

on the business, results of operations and financial condition of the issuers and, therefore, on HMMJ's prospective returns.

As a result of perceived reputational risk, companies in the marijuana industry may have difficulty establishing or maintaining bank accounts, accessing public and private capital, or establishing desired or necessary business relationships. Failure to establish or maintain bank accounts, business relationships or access financing could have a material adverse effect on companies in this industry. The Manager has not obtained and does not obtain any ongoing legal advice regarding the compliance of the underlying companies in which HMMJ may invest from time to time with applicable laws.

#### *Regulation of Cannabis in Canada Risk (HMMJ)*

The production, distribution and sale and possession of cannabis, among other things, in Canada remains subject to extensive regulatory oversight under the Cannabis Act and the various provincial and territorial regulatory regimes. Further, the markets for cannabis products are largely controlled by crown corporations or other governmental entities which may create additional barriers to entry. Such extensive controls and regulations may significantly affect the financial condition of market participants.

#### *Risks related to Copper Mining Industry (COPP)*

COPP provides exposure to companies which are expected to be subject to the effects of the price of copper and competitive pressures in the copper mining industry. The price of copper may be affected by changes in inflation rates, demand for copper, copper supply, interest rates, monetary policy, economic conditions, and political stability. Commodity prices, including the price of copper, may fluctuate substantially over short periods of time, which may adversely affect the performance of COPP and also heighten the volatility of COPP.

The companies to which COPP is exposed may also be significantly affected by many factors, including, but not limited to: import controls, worldwide competition, liability for environmental damage, depletion of resources, and mandated expenditures for safety and pollution control devices. Metals and mining companies may have significant operations in areas at risk for social and political unrest, security concerns and environmental damage. These companies may also be at risk for increased government regulation and intervention. These risks may adversely affect the companies to which COPP has exposure.

Further, the companies to which COPP is exposed may be involved in the exploration and development of mineral deposits which can involve significant financial risks over a significant period of time. Few properties which are explored are ultimately developed into producing mines. Major expenditures may be required to establish reserves by drilling, to complete a feasibility study and to construct mining and processing facilities at a site. In addition, mineral exploration companies typically operate at a loss and are dependent on securing equity and/or debt financing, which might be more difficult to secure for an exploration company than for a more established counterpart.

#### *Commodity Price Relationship Risk (COPP)*

The Underlying Index of COPP measures the performance of companies involved in the copper mining industry and not the performance of the price of copper itself. The securities of companies involved in the copper mining industry may under- or over-perform the price of copper over the short-term or the long-term.

#### *Utilities Companies Risk (UTIL)*

General risks of utility companies in which UTIL invests include, but are not limited to, the general state of the economy, competition, consolidation, domestic and international politics, and excess capacity. In addition, utilities companies may also be significantly affected by overall capital spending levels, economic cycles, technical obsolescence, delays in modernization, labor relations, interest rates and government regulations. The customers and/or suppliers of utilities companies may be concentrated in a particular country, region or industry. Any adverse event affecting one of these countries, regions or industries could have a negative impact on utilities companies.



Through its portfolio companies' customers and suppliers, UTIL is specifically exposed to the risks inherent in the Canadian economy.

*Oil and Gas Risk (UTIL)*

Some of the Constituent Issuers of UTIL's Underlying Index may be impacted by changes in the price of oil and related commodities and/or changes in the prices of equity securities of companies in the oil and broader energy sector. Oil prices, energy prices and the prices of related commodities can change quickly. Because the energy industry is sensitive to changes in the global economy and because the economy is cyclical, the demand for energy industry products also moves in cycles which will affect the share price of issuers in this sector. Oil and Gas pipeline projects may be impacted by competition, price changes, government regulation, accidents and other factors.

*Telecommunications Sector Risk (UTIL)*

Companies in the telecommunications sector may be affected by industry competition, substantial capital requirements, government regulation, government prohibition of the purchase of telecommunications equipment from certain equipment providers, and obsolescence of telecommunications products and services due to technological advancement.

*Risks of transacting on Smaller Exchanges (HMMJ)*

Certain ETFs may invest in securities of issuers listed on smaller or junior exchanges. Smaller exchanges may have different clearance and settlement procedures and may involve unique risks not typically associated with investing in securities of issuers listed on a major stock exchange. The securities of issuers listed on smaller exchanges may be more volatile or lack liquidity than the types of issuers typically listed on a major exchange, and some exchanges may have higher transaction costs or potential for delay in settlement procedures. Delays in settlement may increase risk to an ETF's portfolio, limit the ability of an ETF to reinvest the proceeds of a sale of securities, hinder the ability of an ETF to lend its portfolio securities, and potentially subject an ETF to penalties for its failure to deliver.

*Credit Risk (HGGB and HAC)*

HGGB and HAC may gain exposure to fixed-income securities or currencies directly or through the use of futures and other derivative contracts. The value of fixed-income securities depends, in part, on the perceived ability of the government or company which issued the securities to pay the interest and to repay the original investments. Securities issued by issuers that have a low credit rating are considered to have a higher credit risk than securities issued by issuers with a high credit rating. Although generally considered less volatile than equity markets, certain types of fixed-income securities and certain market conditions may result in significant volatility in the value of one or more fixed-income investments to which HGGB and HAC may be exposed. In addition, from time to time investors may re-evaluate risk and, as a result, re-price risk in the credit market. Generally, the interest rate paid on corporate debt is higher than the interest rates paid on floating-rate debt and fixed-income debt. Any re-pricing of risk in the credit market could increase the spread between the interest rates paid on corporate debt securities, fixed-income securities and floating-rate securities. As a result, the market value of the fixed-income securities held by HGGB and HAC may be negatively impacted by an increase in the spread between the interest payable on corporate debt and floating-rate debt.

*Currency Price Fluctuations (HMMJ, RBOT and HBGD)*

Several factors may affect the relative value between the U.S. dollar and Canadian dollar, including, but not limited to: debt level and trade deficit; inflation and interest rates; investors' expectations concerning inflation or interest rates; and global or regional political, economic or financial events and situations. In addition, the U.S. dollar may not maintain its long-term value in terms of purchasing power in the future.

The base currency of HMMJ, RBOT and HBGD is Canadian dollars. An investor buying US\$ Units of HMMJ, RBOT or HBGD may therefore experience a gain or loss due to a fluctuation in the relative value between the U.S. dollar and the Canadian dollar on any given day. A Unitholder buying or selling US\$ Units of HMMJ, RBOT or

HBGD on an exchange may also experience currency gains or losses due to differences in the exchange rates used in determining the net asset value of HMMJ, RBOT or HBGD in Canadian dollars.

*High Yield Bond Risk and Risks of other Lower Rated Investments (HGGB)*

HGGB may invest in high yield bonds (commonly referred to as “junk bonds”) and other lower rated investments. These investments that are rated below investment grade include those bonds rated lower than “BBB-” by Standard & Poor’s® Rating Services, a division of The McGraw-Hill Companies, Inc., and Fitch Rating Service Inc. or “Baa3” by Moody’s® Investor’s Services, Inc., or are unrated but judged to be of comparable quality, at the time of purchase, may be more volatile than higher-rated securities of similar maturity. Investments rated below investment grade and comparable unrated investments have speculative characteristics because of the credit risk associated with their issuers. Changes in economic conditions or other circumstances typically have a greater effect on the ability of issuers of lower rated investments to make principal and interest payments than they do on issuers of higher rated investments. An economic downturn generally leads to a higher non-payment rate, and a lower rated investment may lose significant value before a default occurs. Lower rated investments typically are subject to greater price volatility and illiquidity than higher rated investments.

*Uranium/Nuclear Sector Risk (HURA)*

The growth of the uranium and nuclear power industry will depend upon continued and increased acceptance of nuclear technology as a means of generating electricity. The nuclear industry is affected by unique political, technological and environmental factors. Accordingly, the industry is subject to public opinion risks which could have an adverse impact on the demand for nuclear power and result in increases in government regulation. An accident at a nuclear reactor anywhere in the world could impact the continued acceptance, by the public and regulatory authorities, of nuclear energy and the future prospects for nuclear generators, which could have a material adverse effect on Constituent Issuers and HURA.

Nuclear energy competes with other sources of energy, including oil, natural gas, coal and hydro-electricity. These other energy sources are to some extent interchangeable with nuclear energy. Sustained lower prices of oil, natural gas, coal and hydro-electricity, as well as the possibility of developing other low cost sources for energy, may result in lower demand for uranium. Technical advancements in renewable and other alternate forms of energy, such as wind and solar power, could make these forms of energy more commercially viable and ultimately put additional pressure on the demand for uranium concentrates.

The price of uranium, and the value of a Constituent Issuer’s assets, can be materially impacted by changes in demand for uranium and regulatory developments, either curtailing or supporting nuclear energy, could have a significant impact on global uranium demand. In some political jurisdictions, renewable forms of energy, such as wind and solar power, are receiving significant subsidies and other incentives that can make it unaffordable for the nuclear power industry to compete. However, in other political jurisdictions, nuclear power is seen as an affordable and reliable source of baseload power that can replace more polluting forms of energy production, such as those using fossil fuels. Increased environmental regulation and/or the use of fiscal policy by regulators in response to concerns over climate change and other environmental impacts is anticipated, but the potential risks to, or opportunities for, Constituent Issuers, as a result of any such changes is currently unknowable.

There is no public market for the sale of uranium. The uranium futures market on the New York Mercantile Exchange does not provide for physical delivery of uranium, only cash on settlement, and that trading forum does not offer a formal market but rather facilitates the introduction of buyers to sellers. Uranium participation companies may not be able to acquire uranium or, once acquired, sell uranium at a desired price level for a number of weeks or months. The pool of potential purchasers and sellers is limited, and each transaction may require the negotiation of specific provisions. Accordingly, a purchase or sale cycle may take several weeks or months to complete. In addition, as the supply of uranium is limited, Uranium participation companies may experience additional difficulties purchasing uranium in the event that it is a significant buyer. The inability to purchase and sell on a timely basis in sufficient quantities could have a material adverse effect on the securities of the Constituent Issuers.

The international uranium industry, including the supply of uranium concentrates, is relatively small, competitive and heavily regulated. Worldwide demand for uranium is directly tied to the demand for electricity produced by the nuclear power industry, which is also subject to extensive government regulation and policies. In addition, the international marketing and trade of uranium is subject to current, and potential changes in, governmental policies, regulatory requirements, and international trade restrictions (including trade agreements, customs, duties and/or taxes). International agreements, governmental policies and trade restrictions are beyond the control of HURA and the Constituent Issuers. Changes in regulatory requirements, customs, duties or taxes may affect the supply of uranium available in the United States and Europe, which are currently the largest markets for uranium in the world, as well as the future of supply to developing markets, such as China and India. If substantial changes are made to the regulations affecting global marketing and supply, the business, financial condition and results of operations of the Constituent Issuers in which HURA invests, and HURA, may be materially adversely affected.

Since a substantial element of HURA's investment strategies involve investing in Uranium participation companies, the value of its constituent securities is highly sensitive to fluctuations in the prices of uranium. Historically, the fluctuations in these prices have been, and are expected to continue to be, affected by numerous factors beyond HURA's and its Constituent Issuers' control. Such factors include, among others: demand for nuclear power; political and economic conditions in uranium producing and consuming countries; public and political response to a nuclear accident; improvements in nuclear reactor efficiencies; and fluctuations in the supply of uranium.

#### *Geographic Risk (Index ETFs)*

Investment funds, such as the ETFs, that are less diversified across countries or geographic regions are generally riskier than more geographically diversified funds. For example, a fund that focuses on a single country (e.g., Canada) is more exposed to that country's or region's economic cycles, currency exchange rates, stock market valuations and political risks compared with a more geographically diversified fund. A natural or other disaster could occur in a geographic region in which the ETF invests, which could affect the economy or particular business operations of companies in the specific geographic region, causing an adverse impact on investments made in the affected region.

#### *Emerging Markets Risk (BBIG, HGGB, HBUG, MTAV, HLIT, HYDR, CHPS, HURA, HAC, HGY and COPP)*

The risks of foreign investments are typically greater in less developed countries, which are sometimes referred to as emerging markets. For example, political and economic structures in these countries may be changing rapidly, which can cause instability and greater risk of loss. These countries are also more likely to experience higher levels of inflation, deflation or currency devaluation, which could hurt their economies and securities markets. For these and other reasons, investments in emerging markets are often considered speculative. The value of an ETF that is exposed to emerging markets may be adversely affected by, among other things, the following risks associated with emerging market economies: political and social instability; government involvement, including, but not limited to, currency controls and risk of expropriation; securities markets which are less liquid and which operate under different trading and market regulations; difficulties in enforcing contractual rights; currency volatility; risk of high inflation; infrastructure issues; greater susceptibility to commodity prices; and greater susceptibility to the economic performance of trading partners.

#### *Japan Risk (RBOT)*

A significant portion of the Underlying Index of RBOT consists of securities of Japanese issuers. The growth of Japan's economy has historically lagged that of its Asian neighbors and other major developed economies. The Japanese economy is heavily dependent on international trade and has been adversely affected by trade tariffs, other protectionist measures, competition from emerging economies and the economic conditions of its trading partners. China has become an important trading partner with Japan, yet the countries' political relationship has become strained. Should political tension increase, it could adversely affect the economy, especially the export sector, and destabilize the region as a whole. Japan also remains heavily dependent on oil imports, and higher commodity prices could therefore have a negative impact on the economy.

*Hedging Risk (RBOT, HBGD, ETHI, FOUR, HGGB, HBUG, MTAV, HLIT, HYDR, CHPS and COPP)*

Each of these ETFs seek to hedge the U.S. dollar value of their respective portfolios to the Canadian dollar at all times, or seek to hedge their U.S. dollar portfolio exposure back to the Canadian dollar at all times.

There can be no assurance that hedging transactions will be effective. The value of an investment in an ETF could be significantly and negatively impacted if foreign currencies represented in the portfolio securities appreciate at the same time that the value of the ETF's holdings fall. While this approach is designed to minimize the impact of currency fluctuations on fund returns, it does not necessarily eliminate exposure to all currency fluctuations. Changes in currency exchange rates may affect returns of an ETF's Units even when the hedge works as intended.

*Robotics and Automation Companies Risk (RBOT)*

RBOT invests primarily in the equity securities of Robotics and Automation Companies and, as such, is particularly sensitive to risks to those types of companies. These risks include, but are not limited to, small or limited markets for such securities, changes in business cycles, world economic growth, technological progress, rapid obsolescence, and government regulation. Securities of Robotics and Automation Companies, especially smaller, start-up companies, tend to be more volatile than securities of companies that do not rely heavily on technology. Rapid change to technologies that affect a company's products could have a material adverse effect on such company's operating results. Robotics and Automation Companies may rely on a combination of patents, copyrights, trademarks and trade secret laws to establish and protect their proprietary rights in their products and technologies. There can be no assurance that the steps taken by these companies to protect their proprietary rights will be adequate to prevent the misappropriation of their technology or that competitors will not independently develop technologies that are substantially equivalent or superior to such companies' technology.

*Blockchain Sector Risk (HBGD)*

Blockchain technology is an entirely new and relatively untested technology which operates as a distributed ledger. The risks associated with blockchain technology may not emerge until the technology is widely used. Blockchain systems could be vulnerable to fraud, particularly if a significant minority of participants colluded to defraud the rest. Access to a given blockchain requires an individualized key, which, if compromised, could result in loss due to theft, destruction or inaccessibility. There is little regulation of blockchain technology other than the intrinsic public nature of the blockchain system. Any future regulatory developments could affect the viability and expansion of the use of blockchain technology. Because blockchain technology systems may operate across many national boundaries and regulatory jurisdictions, it is possible that blockchain technology may be subject to widespread and inconsistent regulation. Blockchain technology is not a product or service that provides identifiable revenue for companies that implement, or otherwise use it. Therefore, the values of the companies included in the Underlying Index may not be a reflection of their connection to blockchain technology, but may be based on other business operations. Currently, blockchain technology is primarily used for the recording of transactions in digital currency, which are extremely speculative, unregulated and volatile. Problems in digital currency markets could have a wider effect on companies associated with blockchain technology. Blockchain technology also may never be implemented to a scale that provides identifiable economic benefit to the companies included in the Underlying Index. There are currently a number of competing blockchain platforms with competing intellectual property claims. The uncertainty inherent in these competing technologies could cause companies to use alternatives to blockchain. Finally, because digital assets registered in a blockchain do not have a standardized exchange, like a stock market, there is less liquidity for such assets and greater possibility of fraud or manipulation.

*Ethical Investment Risk (ETHI and HGGB)*

There is no assurance that an index that uses environmental, social and ethical criteria to select and weight securities will outperform a traditional index that is based on market capitalization or any other methodology for constructing an index, over any period of time. An ESG-oriented investment strategy may result in an ETF investing in securities or industry sectors that underperform the market as a whole or underperform other funds that utilize ESG screening criteria. In addition, securities selected for inclusion in an ETF may not always exhibit positive or favourable ESG characteristics and may shift into and out of favour depending on market and economic conditions. Investors may

also differ in their views of what constitutes positive and negative ESG characteristics. As a result, an ETF may invest in sectors and/or issuers that do not reflect the belief and values of any particular investor.

*Underlying Investment Funds Risk (Index ETFs)*

The securities in which an ETF invests, whether directly or indirectly, may trade below, at or above their respective net asset values per security. The net asset value per security will fluctuate with changes in the market value of that investment fund's holdings. The trading prices of the securities of those investment funds will fluctuate in accordance with changes in the applicable fund's net asset value per security, as well as market supply and demand on the stock exchanges on which those funds are listed.

If an ETF purchases a security of an underlying investment fund at a time when the market price of that security is at a premium to the net asset value per security or sells a security at a time when the market price of that security is at a discount to the net asset value per security, such ETF may sustain a loss.

An ETF may invest in exchange traded funds managed by the Manager, an affiliate of the Manager, or a third party. These underlying funds may seek to provide returns similar to the performance of a particular market index, industry sector index or index related to an investment in a particular commodity or commodities. These funds may not achieve the same return as their corresponding benchmark market or industry sector indices (if applicable) due to differences in the actual weightings of securities held in the underlying fund versus the weightings in the relevant index and due to the operating and administrative expenses of the underlying fund. With respect to such investments in underlying investment funds, no management fees or incentive fees are payable by an ETF that, to a reasonable person, would duplicate a fee payable by such underlying fund for the same service. Further, no sales fees or redemption fees are payable by an ETF in relation to purchases or redemptions of the securities of the underlying funds in which it invests if these funds are managed by the Manager or an affiliate of the Manager. An ETF is subject to the same risk factors applicable to any underlying funds in which it invests.

An ETF that invests in an underlying fund will not have any right to vote securities of the Constituent Issuers to which the underlying fund is exposed, while it would have the right to vote if such ETF owned the securities of the Constituent Issuers directly.

*Risk of Investing in the Semiconductor Industry (CHPS)*

CHPS is sensitive to, and its performance may depend to a greater extent on, the overall condition of the semiconductor industry. Competitive pressures may have a significant effect on the financial condition of companies in the semiconductor industry. CHPS is subject to the risk that companies that are in the semiconductor industry may be similarly affected by particular economic or market events. As product cycles shorten and manufacturing capacity increases, these companies may become increasingly subject to aggressive pricing, which hampers profitability. Semiconductor companies are vulnerable to wide fluctuations in securities prices due to rapid product obsolescence.

Many semiconductor companies may not successfully introduce new products, develop and maintain a loyal customer base or achieve general market acceptance for their products, and failure to do so could have a material adverse effect on their business, results of operations and financial condition. Reduced demand for end-user products, underutilization of manufacturing capacity, and other factors could adversely impact the operating results of companies in the semiconductor industry. Semiconductor companies typically face high capital costs and such companies may need additional financing, which may be difficult to obtain. They also may be subject to risks relating to research and development costs and the availability and price of components. Moreover, they may be heavily dependent on intellectual property rights and may be adversely affected by loss or impairment of those rights. Some of the companies involved in the semiconductor industry are also engaged in other lines of business unrelated to the semiconductor business, and they may experience problems with these lines of business, which could adversely affect their operating results.

The stock prices of companies in the semiconductor industry have been and will likely continue to be extremely volatile compared to the overall market.

*Technology Sector Risk (RBOT, FOUR, BBIG, HBUG, MTAV, HLIT, HYDR and CHPS)*

RBOT, FOUR, BBIG, HBUG, and MTAV invest in the equity securities of technology companies and, as such, is particularly sensitive to risks to those types of companies. These risks include, but are not limited to, small or limited markets for such securities, changes in business cycles, world economic growth, technological progress, rapid obsolescence, and government regulation. Securities of technology, especially smaller, start-up companies, tend to be more volatile than securities of companies that do not rely heavily on technology. Rapid change to technologies that affect a company's products could have a material adverse effect on such company's operating results. Technology companies may rely on a combination of patents, copyrights, trademarks and trade secret laws to establish and protect their proprietary rights in their products and technologies. There can be no assurance that the steps taken by these companies to protect their proprietary rights will be adequate to prevent the misappropriation of their technology or that competitors will not independently develop technologies that are substantially equivalent or superior to such companies' technology. Other technology sector risks to which MTAV specifically may be exposed include:

*Internet Company Risk.* Many Internet-related companies have incurred large losses since their inception and may continue to incur large losses in the hope of capturing market share and generating future revenues. Accordingly, many such companies expect to incur significant operating losses for the foreseeable future, and may never be profitable. The markets in which many Internet companies compete face rapidly evolving industry standards, frequent new service and product announcements, introductions and enhancements, and changing customer demands. The failure of an Internet company to adapt to such changes could have a material adverse effect on the company's business. Additionally, the widespread adoption of new Internet, networking, telecommunications technologies, or other technological changes could require substantial expenditures by an Internet company to modify or adapt its services or infrastructure, which could have a material adverse effect on an Internet company's business.

*Semiconductor Company Risk.* Competitive pressures may have a significant effect on the financial condition of semiconductor companies and, as product cycles shorten and manufacturing capacity increases, these companies may become increasingly subject to aggressive pricing, which hampers profitability. Reduced demand for end-user products, underutilization of manufacturing capacity, and other factors could adversely impact the operating results of companies in the semiconductor sector. Semiconductor companies typically face high capital costs and may be heavily dependent on intellectual property rights. The semiconductor sector is highly cyclical, which may cause the operating results of many semiconductor companies to vary significantly. The stock prices of companies in the semiconductor sector have been and likely will continue to be extremely volatile.

*Software Industry Risk.* The software industry can be significantly affected by intense competition, aggressive pricing, technological innovations, and product obsolescence. Companies in the software industry are subject to significant competitive pressures, such as aggressive pricing, new market entrants, competition for market share, short product cycles due to an accelerated rate of technological developments and the potential for limited earnings and/or falling profit margins. These companies also face the risks that new services, equipment or technologies will not be accepted by consumers and businesses or will become rapidly obsolete. These factors can affect the profitability of these companies and, as a result, the value of their securities. Also, patent protection is integral to the success of many companies in this industry, and profitability can be affected materially by, among other things, the cost of obtaining (or failing to obtain) patent approvals, the cost of litigating patent infringement and the loss of patent protection for products (which significantly increases pricing pressures and can materially reduce profitability with respect to such products). In addition, many software companies have limited operating histories. Prices of these companies' securities historically have been more volatile than other securities, especially over the short term.

*Risks Related to Investing in the Lithium Industry (HLIT)*

Securities in the portfolio of HLIT engaged in the manufacturing of lithium-ion batteries are subject to the effects of price fluctuations of traditional and alternative sources of energy, developments in battery and alternative energy

technology, the possibility that government subsidies for alternative energy will be eliminated and the possibility that lithium-ion technology is not suitable for widespread adoption.

Lithium demand is heavily reliant on the demand for electric vehicles and other industrial applications. There is a material risk that lithium demand could be inhibited by a slowdown in the usage/adoption of electric vehicles, related to a slowdown in economic growth, technological advancements leading to a reduction in lithium usage for those applications, or the emergence of alternative technologies and substitutes, which could lead to excess supply and adversely affect the performance of impacted companies.

Companies in the materials sector are affected by commodity price volatility, exchange rates, import controls and worldwide competition. At times, worldwide production of industrial materials has exceeded demand, leading to poor investment returns or outright losses. Issuers in the materials sector are at risk of depletion of resources, technological progress, labor relations, governmental regulations and environmental damage and product liability claims.

Although HLIT invests a large percentage of its assets in the securities of companies that are active in the exploration and/or mining of lithium, these companies may derive a significant percentage of their profits from other business activities including, for example, mining activities in other materials, including but not limited to, gold, copper, uranium, iron ore, nickel, manganese, and graphite. Further, companies may have significant business activity in the production of fertilizers and/or specialty and industrial chemicals. As a result, the performance of these markets and the profits of these companies from such activities may significantly impact the performance of HLIT.

#### *Risk of Investing in Hydrogen and Fuel Cell Companies (HYDR)*

HYDR's investments are concentrated in an industry or group of industries. As such, the value of Units of HYDR may rise and fall more than the value of securities of a fund that invests in securities of companies in a broader range of industries. HYDR is concentrated in hydrogen and fuel cell companies. Such companies may depend largely on the availability of hydrogen gas, certain key third-party suppliers for components in their products, and a small number of customers may represent a significant portion of their overall business. Hydrogen and fuel cell companies are also subject to risks related to the obsolescence of existing technology, short product cycles, falling prices and profits, competition from new market entrants, and general economic conditions that significantly affect the hydrogen, fuel cell, and overall energy industry. HYDR may also be sensitive to risks associated with companies, which are developing hydrogen technologies, but that are primarily involved in other business activities in related industries such as industrial machinery, chemicals, and utilities.

There is significant risk that clean hydrogen, which is currently more expensive than alternatives, in particular fossil fuels, will not be widely adopted and that competing technologies could end up being substantially equivalent or superior. Risks associated with hazardous materials, fluctuations in energy prices and supply and demand of alternative energy, and government regulations can also significantly affect this industry. In some political jurisdictions, companies developing and producing clean hydrogen technologies may be heavily reliant on significant subsidies and other incentives, and consequently changes in government support and regulations could have a material adverse effect on such company's operating results. Securities in the companies involved in this industry may be significantly more volatile than shares of companies operating in other, more established industries.

#### *Foreign Securities Risk (Index ETFs, HAC and HGY)*

Investments in foreign securities involve certain risks that may not be present with investments in Canadian or U.S. securities. For example, investments in foreign securities may be subject to risk of loss due to foreign currency fluctuations or to expropriation, nationalization or adverse political or economic developments. Foreign securities may have relatively low market liquidity and decreased publicly available information about issuers. Investments in foreign securities also may be subject to withholding or other taxes and may be subject to additional trading, settlement, custodial, and operational risks. Foreign issuers may also be subject to inconsistent and potentially less stringent accounting, auditing, financial reporting and investor protection standards than Canadian issuers. As well, different financial, political and social factors may involve risks not typically associated with investing in Canada or

the U.S. These and other factors can make investments in an ETF that invests in foreign securities more volatile and potentially less liquid than other types of investments.

*Small and Mid-Capitalization Risk (Index ETFs)*

The small- and mid-capitalization companies in which the ETF invests may be more vulnerable to adverse business or economic events than larger, more established companies, and may underperform other segments of the market or the equity market as a whole. Securities of small- and mid-capitalization companies generally trade in lower volumes, are often more vulnerable to market volatility, and are subject to greater and more unpredictable price changes than larger capitalization stocks or the stock market as a whole.

*Foreign Stock Exchange Risk (Index ETFs and Covered Call ETFs)*

Investments in foreign securities may involve risks not typically associated with investing in Canada. Foreign exchanges may be open on days when an ETF does not price the Units and, therefore, the value of the securities in the portfolios of the ETF may change on days when investors will not be able to purchase or sell Units. Also, some foreign securities markets may be volatile, lack liquidity, or have higher transaction and custody costs than those of the TSX. Securities of issuers held by an ETF may be traded on days when the foreign exchange is open and the TSX is not. In those circumstances, changes in the value of the securities making up an ETF's portfolio will not be reflected in the value of the ETF and the spread or difference between the value of the securities in the ETF's portfolio and the market price of a Unit of the ETF on the TSX may increase. Also, in the event that the TSX is open on a day that a foreign exchange is closed, the spread or difference between the value of the securities in an ETF's portfolio and the market price of a Unit of that ETF on the TSX may increase. Under certain circumstances, the Manager may need to "fair value" foreign securities that an ETF holds at other than their official closing prices. While the Manager will, in such circumstances, use all the reasonably available resources to determine the fair value of the foreign securities, an ETF's fair valuation of those securities may be incorrect.

*Income Trust Investment Risk (Index ETFs)*

Real estate, royalty, income and other investment trusts are investment vehicles in the form of trusts, rather than corporations. To the extent that claims, whether in contract, in tort, or as a result of tax or statutory liability, against an investment trust are not satisfied by a trust, investors (such as an Index ETF) in an investment trust could be held liable for such obligations. Investment trusts generally seek to make this risk remote in the case of contract by including provisions in their agreements that the obligations of the investment trust will not be binding on investors personally. However, investment trusts could still have exposure to damage claims such as personal injury and environmental claims. Certain jurisdictions have enacted legislation to protect investors in investment trusts from the possibility of such liability.

*Underlying Index Risk (Index ETFs)*

Adjustments may be made to an Underlying Index, or an Underlying Index may cease to be calculated without regard to an Index ETF or its Unitholders. In the event an Underlying Index is changed or ceases to be calculated, subject to all necessary approvals, including that of Unitholders, the Manager may change the investment objective of the applicable Index ETF, seek a new underlying index, or make such other arrangements as the Manager considers appropriate and in the best interest of Unitholders in the circumstances.

HOG's, HMMJ's, BBIG's, HLIT's, HYDR's CHPS's, MTAV's and HURA's Underlying Indexes are maintained and calculated by Solactive. HBUG's Underlying Index is maintained and calculated by Indxx LLC. HGGB's Underlying Index is maintained and calculated by S&P Opco, LLC.

Trading in Units of an Index ETF may be suspended for a period of time if, for whatever reason, the calculation of its Underlying Index is delayed. In the event an Underlying Index ceases to be calculated or is discontinued, the Manager may choose to: (i) terminate the applicable Index ETF; (ii) change the applicable Index ETF's investment objective to invest primarily in underlying securities or to seek to replicate an alternative index (subject, where applicable, to Unitholder and any other required approvals in accordance with the Trust Declaration); (iii) or make



such other arrangements as the Manager considers appropriate and in the best interests of Unitholders of the applicable Index ETF in the circumstances.

Each Index Provider has reserved the right to make adjustments to the applicable Underlying Index, or to cease calculating (or causing to be calculated) the applicable Underlying Index, without regard to the particular interests of the applicable Index ETF, the Unitholders of the applicable Index ETF, Designated Brokers and Dealers, but rather solely with a view to the original purpose of the applicable Underlying Index.

*Passive Index Risk (Index ETFs)*

Investments in an Index ETF should be made with an understanding that its Underlying Index may fluctuate in accordance with the financial condition of the Constituent Issuers, the value of the securities generally and other factors.

Because the investment objective of an Index ETF is to replicate the performance of its Underlying Index, the Index ETFs are not actively managed by traditional methods, and the Manager will not attempt to take defensive positions in declining markets. Therefore, the adverse financial condition of a Constituent Issuer represented in the Underlying Index will not necessarily result in the elimination of exposure to its securities, whether direct or indirect, by an Index ETF unless the relevant securities of a Constituent Issuer are removed from the applicable Underlying Index.

*Stratified Sampling Risk (Index ETFs)*

An ETF's use of stratified sampling will generally result in its holding a smaller number of securities than are in its Underlying Index. As a result, an adverse development respecting an issuer of securities held by the ETF could result in a greater decline in net asset value than would be the case if the ETF held all of the securities in its Underlying Index. Conversely, a positive development relating to an issuer of securities in the Underlying Index that is not held by an ETF could cause the ETF to underperform its Underlying Index. To the extent the assets in the ETF are smaller, these risks will be greater.

*Index Replication Risk (Index ETFs)*

An investment in an Index ETF should be made with an understanding that an Index ETF will not replicate exactly the performance of its Underlying Index. The total return generated by the securities held directly or indirectly by an Index ETF will be reduced by any costs and expenses borne by such Index ETF, whereas costs and expenses are not included in the calculation of the returns of the applicable Underlying Index.

Although the Manager deems it unlikely, it is possible that an Index ETF may not fully replicate the performance of its Underlying Index due to extraordinary circumstances and whenever an Index ETF makes direct investments in applicable securities of the Constituent Issuers, the temporary unavailability of certain securities or instruments in the secondary market or otherwise. It is also possible that an Index ETF will not fully replicate the performance of its Underlying Index where that Index ETF's expenses exceed income received from the applicable underlying securities.

A deviation could also occur in the tracking of such Index ETF with its Underlying Index due to timing differences with respect to corporate actions (such as mergers and spin-offs), index adjustments, and other timing variances (for example, where the Index ETF tenders under a successful takeover bid for less than all securities of a Constituent Issuer where the applicable Constituent Issuer is not taken out of the Underlying Index and the Index ETF buys replacement securities of the Constituent Issuers for more than the takeover bid proceeds). An ETF may not replicate exactly the composition of its Underlying Index, which may also lead to differences between the performance of such Index ETF and the performance of its Underlying Index. In addition, an ETF's use of stratified sampling may cause the ETF to not be as well correlated with the return of its Underlying Index as would be the case if the ETF purchased all of the securities in its Underlying Index in the proportions in which they are represented in its Underlying Index.

*Use of Options Risk (Covered Call ETFs and HGY)*

Each Covered Call ETF is subject to the full risk of its investment position in the securities in its portfolio, including the securities that are subject to call options written by the Covered Call ETF, should the market price of such securities decline. In addition, the Covered Call ETFs are not expected to participate in a gain on a security subject to a call option, if the gain results in the market price of the security exceeding the exercise price of the option. In such circumstances, the holder of the option will likely exercise the option. The premiums associated with writing covered call options may not exceed the returns that would have resulted if the Covered Call ETF had remained directly invested in the securities subject to call options. The use of options may therefore have the effect of limiting or reducing the total returns of a Covered Call ETF if the Investment Manager's expectations concerning future events or market conditions prove to be incorrect.

HGY is subject to the full risk of their investment position in the securities and derivatives that provide exposure to gold bullion including outstanding call options written by the ETFs, should the market price of such gold bullion decline. In addition, HGY will not participate in any gains on the securities in its portfolio that are subject to outstanding call options above the strike price of the options unless HGY pays to repurchase the option at the then current market price of the option. The use of call options may have the effect of limiting or reducing the total returns of HGY (and therefore, the return to the Unitholders), particularly in a rapidly rising market since the premiums associated with writing covered call options may be offset by the cost of closing out outstanding options.

There can be no assurance that a liquid exchange or over-the-counter market will exist to permit each Covered Call ETF or HGY to write covered call options on desired terms or to close out option positions should it desire to do so. The ability of a Covered Call ETF or HGY to close out its positions may also be affected by exchange-imposed daily trading limits. In addition, exchanges may suspend the trading of options in volatile markets. If the Covered Call ETF or HGY is unable to repurchase a call option that is in-the money, it will be unable to realize its profits or limit its losses until such time as the option it has written becomes exercisable or expires.

Derivative transactions also involve the risk of the possible default by the other party to the transaction (whether a clearing corporation in the case of exchange-traded instruments or other third party in the case of over-the-counter instruments) as the other party may be unable to meet its obligations.

*Sector Risk (ENCC, BKCC and GLCC)*

ENCC, BKCC and GLCC each invest in a specific sector of the stock market. Investing in one specific sector of the stock market entails greater risk than investing in all sectors of the stock market. If a sector declines or falls out of favour, the share values of most or all of the companies in that sector will generally fall faster than the market as a whole. A sector can be significantly affected by, among other things, supply and demand, speculation, international political and economic developments, energy conservation, environmental issues, increased competition from other providers of services, commodity prices, regulation by government authorities, government regulation of rates charged to customers, service interruption due to environmental, operational or other mishaps, changes in laws, regulatory policies and accounting standards, and general changes in market sentiment. Exposure to equity securities that have exposure to commodity markets may entail greater volatility than traditional securities. The value of securities exposed to commodity markets may be affected by commodity index volatility, changes in interest rates, or factors affecting a particular industry or commodity.

*Foreign Currency Risk (GLCC and QOCC)*

The portfolio of GLCC may include, and the portfolio of QOCC includes, a significant proportion of securities valued in U.S. dollars or other foreign currencies. Accordingly, the net asset value per Unit of GLCC and QOCC, when measured in Canadian dollars will, to the extent this has not been hedged against, be affected by changes in the value of the U.S. dollar or other foreign currencies relative to the Canadian dollar. No assurance can be given that these ETFs will not be adversely impacted by changes in foreign exchange rates or other factors.

### *U.S. Dollar Risk (USCC.U and DLR)*

The portfolio of USCC.U will include a significant proportion of securities valued in U.S. dollars. Because USCC.U is denominated in U.S. dollars, it will not seek to hedge its exposure to the U.S. dollar back to the Canadian dollar. As a result, the returns of USCC.U will, when compared to the returns of a portfolio that is hedged to the Canadian dollar, reflect changes in the relative value of the Canadian and U.S. dollars. No assurance can be given that USCC.U will not be adversely impacted by changes in foreign exchange rates or other factors.

Additionally, as the base currency of USCC.U is U.S. dollars, an investor buying Cdn\$ Units of USCC.U may therefore experience a gain or loss due to a fluctuation in the relative value between the U.S. dollar and the Canadian dollar on any given day. A Unitholder buying or selling Cdn\$ Units of USCC.U on the TSX may also experience currency gains or losses due to differences in the exchange rates used in determining the net asset value of USCC.U in Canadian dollars.

The Cdn\$ Units of DLR are designed to reflect the price in Canadian dollars of the U.S. dollar, plus accumulated interest, if any, less the expenses of DLR.

Several factors may affect the relative value between the U.S. dollar and Canadian dollar, including, but not limited to: debt level and trade deficit; inflation and interest rates; investors' expectations concerning inflation or interest rates; and global or regional political, economic or financial events and situations. In addition, the U.S. dollar may not maintain its long-term value in terms of purchasing power in the future. **If the price of the U.S. dollar declines, the Manager expects the value of Cdn\$ Units of USCC.U and the price of the CDN\$ Units of DLR to decline as well.**

### *No Voting of Constituent Securities of Underlying Funds*

An ETF that invests in an underlying fund will not have any right to vote securities of the Constituent Issuers to which the underlying fund is exposed, while it would have the right to vote if the ETF owned the securities of the Constituent Issuers directly.

### *Limited Operating History*

Although all the persons involved in the management and administration of the ETFs, including the service providers to the ETFs, have significant experience in their respective fields of specialization, certain ETFs may have limited or no operating or performance history upon which prospective investors can evaluate an ETF's performance.

### **Conflicts of Interest**

The ETFs are subject to certain conflicts of interest. See "Organization and Management Details of the ETFs – Conflicts of Interest".

### **Risk Ratings of the ETFs**

The investment risk level of each ETF is required to be determined in accordance with a standardized risk classification methodology that is based on the historical volatility of the ETF, as measured by the 10-year standard deviation of the returns of the ETF. As the ETFs are fewer than 10 years old, the Manager calculates the investment risk level of each ETF using a reference index that is expected to reasonably approximate the standard deviation of the ETF. Once an ETF has 10 years of performance history, the methodology will calculate the standard deviation of the ETF using the return history of the ETF rather than that of the reference index. In each case, the ETFs are assigned an investment risk rating in one of the following categories: low, low to medium, medium, medium to high or high risk.

The following chart sets out a description of the reference index used for each ETF

<b>ETF</b>	<b>Reference Index</b>
DLR	U.S. Dollar in Canadian Dollar Terms
HOG	Solactive Pipelines & Energy Services Index
HMMJ	North American Marijuana Index
INOC	NASDAQ Inoestor Canada Index
RBOT	Indxx Global Robotics & Artificial Intelligence Thematic Index
HBGD	Solactive Big Data & Hardware Index
ETHI	Nasdaq Future Global Sustainability Leaders Index
FOUR	Solactive Industry 4.0 Index
BBIG	25% MSCI ACWI IMI Next Generation Internet Innovation Index and 75% MSCI ACWI*
CASH	Bank of Canada Treasury Bills One Month Index
HGGB	S&P Green Bond U.S. Dollar Select Index
HLIT	Solactive Global Lithium Producers Index
HYDR	Solactive Global Hydrogen Industry Index
CHPS	PHLX Semiconductor Sector Index and Solactive Capped Global Semiconductor Index
HBUG	S&P Global 1200 Information Technology Index and Indxx Cybersecurity Index
MTAV	Solactive Global Metaverse Index
HAC	S&P 500 Index
HURA	Solactive Global Uranium Index
COPP	Solactive North American Listed Copper Producers Index
UTIL	Solactive Canadian Utility Services High Dividend Index, net of expenses
HGY	Gold Bullion Spot Price
CNCC	S&P/TSX 60 Index
ENCC	Solactive Equal Weight Canada Oil & Gas Index
BKCC	Solactive Equal Weight Canada Banks Index

<b>ETF</b>	<b>Reference Index</b>
GLCC	Solactive North American Listed Gold Producers Index
USCC.U	Solactive US Large Cap Index
QQCC	NASDAQ-100® Index

\*Prior to November 2016, the inception date of the MSCI ACWI IMI Next Generation Internet Innovation Index, 50% MSCI ACWI and 50% NASDAQ 100.

In certain instances, the methodology described above may produce an investment risk level for an ETF which the Manager believes may be too low and not indicative of an ETF's future volatility. As a result, in addition to using the standardized risk classification methodology described above, the Manager may increase an ETF's investment risk level if it determines that to be reasonable in the circumstances, by taking into account other qualitative factors including, but not limited to, economic climate, portfolio management styles, sector concentration and types of investments made by an ETF.

Unitholders should know that other types of risks, both measurable and non-measurable, exist. Also, just as historical performance may not be indicative of future returns, historical volatility may not be indicative of future volatility. The risk ratings of the ETFs are reviewed annually and anytime it is no longer reasonable in the circumstances. A more detailed explanation of the risk classification methodology used to identify the risk ratings of the ETFs is available on request, at no cost, by calling toll-free 1-866-641-5739 or by writing to the Manager at 55 University Avenue, Suite 800, Toronto, Ontario, M5J 2H7.

#### **DISTRIBUTION POLICY**

##### *DLR*

Distributions, if any, to Unitholders of DLR of income earned on cash and Cash Equivalents, net of fees and expenses, will be made on a quarterly basis, at the discretion of the Manager. Such distributions, if any, to Unitholders of DLR will be paid in U.S. dollars, and will be paid in cash, unless a Unitholder is participating in the Reinvestment Plan.

##### *HOG, INOC, ETHI and HGGB*

It is anticipated that each of HOG, INOC, ETHI and HGGB will make distributions to its respective Unitholders on a quarterly basis, at the discretion of the Manager. Such distributions will be paid in cash, unless a Unitholder is participating in the Reinvestment Plan.

##### *HMMJ*

Distributions, if any, to Unitholders of HMMJ of income earned from securities lending activities and/or dividends, net of fees and expenses, will be made on a quarterly basis, at the discretion of the Manager. Such distributions, if any, to Unitholders of HMMJ will be paid in Canadian dollars, and will be paid in cash, unless a Unitholder is participating in the Reinvestment Plan.

##### *RBOT, FOUR, HBGD, BBIG, HLIT, HYDR, CHPS, HBUG, MTAV, HURA and COPP*

Each of RBOT, FOUR, HBGD, BBIG, HLIT, HYDR, CHPS, HBUG, MTAV, HURA and COPP are not expected to make regular cash distributions. Cash distributions, if any, to Unitholders of RBOT, FOUR, HBGD, BBIG, HLIT, HYDR, CHPS, HBUG, MTAV, HURA and COPP, as applicable, net of fees and expenses, will be made at the discretion of the Manager. Such distributions, if any, to Unitholders of RBOT, FOUR, HBGD, BBIG, HLIT, HYDR, CHPS, HBUG, MTAV, HURA and COPP, as applicable, will be paid in Canadian dollars.

### *CASH and UTIL*

It is anticipated that CASH and UTIL will make distributions to their respective Unitholders on a monthly basis.

### *HAC*

Any distributions on Units of HAC, which will be paid in Units or will be automatically reinvested in additional Units and then, in each case, consolidated, are expected to be made at the end of each taxation year.

### *Covered Call ETFs and HGY*

Each of the Covered Call ETFs and HGY will not have a fixed distribution but will pay distributions monthly. Distribution rates will generally be based on the average current volatility of the securities in the portfolios. The amount of monthly cash distributions will fluctuate from month to month and there can be no assurance that a Covered Call ETF and HGY will make any distributions in any particular month or months. Each Covered Call ETF and HGY may make additional distributions in any given year. Monthly distributions will be paid in cash, unless a Unitholder has chosen to participate in the Reinvestment Plan.

It is anticipated that USCC.U will make distributions to its Unitholders on a monthly basis in U.S. Dollars. However, unless the Unitholder is participating in the Reinvestment Plan, such distributions from USCC.U to Unitholders of Cdn\$ Units will typically be converted to Canadian dollars by the Unitholder's account holder.

### *All ETFs*

To the extent required, each ETF will also make payable after December 15 but on or before December 31 of that calendar year (in the case of a taxation year that ends on December 15), or prior to the end of each taxation year (in any other case), sufficient net income (including net capital gains) that has not previously been paid or made payable so that each ETF will not be liable for non-refundable income tax under Part I of the Tax Act in any given year and such distributions will be automatically reinvested in Units of the applicable ETF or paid in Units of the applicable ETF, in each case which will then be immediately consolidated such that the number of outstanding Units of the applicable ETF held by each Unitholder on such day following the distribution will equal the number of Units of the applicable ETF held by the Unitholder prior to that distribution. In the case of a non-resident Unitholder, if tax has to be withheld in respect of a distribution, the Unitholder's dealer will invoice or debit the Unitholder's account directly.

The Manager reserves the right to make additional distributions for any ETF in any year if determined to be appropriate. The tax treatment to Unitholders of the ETF of reinvested distributions or a distribution paid in Units is discussed under the heading "Income Tax Considerations".

Although there may be reasonable expectation that any income generated by an ETF will be greater than the ETF's fees and expenses, there is no guarantee that an ETF will distribute any income to its Unitholders.

### ***Distribution Reinvestment Plan***

At any time, a Unitholder of an ETF other than RBOT, HBGD, FOUR, BBIG, HLIT, HYDR, CHPS, HBUG, MTAV, HGY, COPP or UTIL may elect to participate in the Manager's distribution reinvestment plan (the "**Reinvestment Plan**") by contacting the CDS Participant through which the Unitholder holds its Units. Under the Reinvestment Plan, cash distributions will be used to acquire additional Units of the applicable ETF (the "**Plan Units**") in the market and will be credited to the account of the Unitholder (the "**Plan Participant**") through CDS.

Eligible Unitholders may elect to participate in, or withdraw from, the Reinvestment Plan by notifying CDS via the applicable CDS Participant(s) through which such Unitholder holds its Units of the Unitholder's intention to participate, or no longer participate, in the Reinvestment Plan. The CDS Participant must, on behalf of such Unitholder, provide a notice to CDS that the Unitholder wishes, or does not wish, to participate in the Reinvestment Plan by no later than 4:00 p.m. (Toronto time) at least 2 business days immediately prior to the applicable

Distribution Record Date in respect of the next expected distribution in which the Unitholder would be entitled to receive a distribution (reinvested or in cash, as the case may be). CDS shall, in turn, notify the Plan Agent no later than 5:00 p.m. (Toronto time) on the applicable Distribution Record Date that such Unitholder does, or does not, wish to participate in the Reinvestment Plan.

#### *Fractional Units*

No fractional Plan Units will be issued under the Reinvestment Plan. Payment in cash for any remaining uninvested funds will be made in lieu of fractional Plan Units by the Plan Agent to CDS or CDS Participant, on a monthly or quarterly basis, as the case may be. Where applicable, CDS will, in turn, credit the Plan Participant via the applicable CDS Participant.

#### *Amendments, Suspension or Termination of the Reinvestment Plan*

As indicated above, Plan Participants will be able to terminate their participation in the Reinvestment Plan as of a particular Distribution Record Date by notifying their CDS Participant sufficiently in advance of that Distribution Record Date to allow such CDS Participant to notify CDS and for CDS to notify the Plan Agent by 4:00 p.m. (Toronto time) at least 2 business days immediately prior to that Distribution Record Date. Beginning on the first distribution payment date after such notice is delivered, distributions to such Unitholders will be in cash. The form of termination notice will be available from CDS Participants and any expenses associated with the preparation and delivery of such termination notice will be for the account of the Plan Participant exercising its rights to terminate participation in the Reinvestment Plan.

The Manager will be able to terminate the Reinvestment Plan, in its sole discretion, upon not less than 30 days' notice to the Plan Participants and the Plan Agent, subject to any required regulatory approval. The Manager will also be able to amend, modify or suspend the Reinvestment Plan at any time in its sole discretion, provided that it complies with certain requirements, gives notice of that amendment, modification or suspension to the Plan Participants and the Plan Agent, subject to any required regulatory approval, which notice may be given by issuing a press release containing a summary description of the amendment or in any other manner the Manager determines to be appropriate.

The Manager may from time to time adopt rules and regulations to facilitate the administration of the Reinvestment Plan. The Manager reserves the right to regulate and interpret the Reinvestment Plan as it deems necessary or desirable to ensure the efficient and equitable operation of the Reinvestment Plan.

#### *Other Provisions*

Participation in the Reinvestment Plan is restricted to Unitholders who are residents of Canada for the purposes of the Tax Act. Partnerships (other than "Canadian partnerships" as defined in the Tax Act) are not eligible to participate in the Reinvestment Plan. Upon becoming a non-resident of Canada or a partnership (other than a Canadian partnership), a Plan Participant shall notify its CDS Participant and terminate participation in the Reinvestment Plan immediately.

The automatic reinvestment of the distributions under the Reinvestment Plan will not relieve Plan Participants of any income tax applicable to such distributions. Each Plan Participant will be mailed annually the information necessary to enable such Unitholder to complete an income tax return with respect to amounts paid or payable by the applicable ETF, to the Unitholder in the preceding taxation year.

## PURCHASES OF UNITS

### *Issuance of Units of the ETFs*

#### *To Designated Brokers and Dealers*

All orders to purchase Units directly from an ETF must be placed by Designated Brokers and/or Dealers. Subscriptions for US\$ Units of DLR, HMMJ, RBOT, HBGD, BBIG, HLIT, HYDR, CHPS and USCC.U can be made in either U.S. or Canadian dollars. Subscriptions for Cdn\$ Units of an ETF can be made in Canadian dollars. However, if determined to be acceptable by the Manager, subscriptions for Cdn\$ Units of DLR may be made in U.S. dollars. Each ETF reserves the absolute right to reject any subscription order placed by a Designated Broker or Dealer. No fees will be payable by an ETF to a Designated Broker or Dealer in connection with the issuance of Units of the ETF.

On any Trading Day, a Designated Broker and/or Dealer may place a Cash Subscription order or Basket Subscription order, as applicable, for the PNU or multiple PNU of an ETF other than RBOT, HBGD, ETHI, FOUR, BBIG, HLIT, HYDR, CHPS, MTAV, HGY, COPP, UTIL, the Covered Call ETFs and the Alternative ETFs, in: (a) Canadian dollars; (b) U.S. dollars in respect of US\$ Units; or (c) if determined to be acceptable by the Manager, U.S. dollars in respect of Cdn\$ Units of DLR. If a subscription order is received by an ETF by the Subscription Deadline on a Trading Day, the ETF will issue to the Designated Broker or Dealer the number of Units of the ETF subscribed for generally on the first Trading Day after the date on which the subscription order is accepted, provided that payment for such Units has been received. The number of Units issued will be based on the net asset value per Unit of an ETF on the Trading Day on which the subscription is accepted by the Manager. Notwithstanding the foregoing, an ETF will issue to the Designated Broker or Dealer the number of Units of the ETF subscribed no later than the second Trading Day after the date on which the subscription order was accepted, provided that payment for such Units has been received.

For RBOT, HBGD, ETHI, FOUR, BBIG, HLIT, HYDR, CHPS, HURA, MTAV, COPP and UTIL on any Trading Day (such Trading Day, “**T-1**”), a Designated Broker or a Dealer may place a subscription order for a PNU or multiple PNU of RBOT, HBGD, ETHI, FOUR, BBIG, HLIT, HYDR, CHPS, HURA, MTAV, COPP or UTIL as applicable. The purchase price for the Units to be issued is based on the closing net asset value per Unit of RBOT, HBGD, ETHI, FOUR, BBIG, HLIT, HYDR, CHPS, HURA, MTAV, COPP or UTIL, as applicable, on the first Trading Day after T-1 on which the subscription is accepted by the Manager (the “**Trade Date**” or “**T**”). If a subscription order is received by the ETF by the Subscription Deadline on T-1, RBOT, HBGD, ETHI, FOUR, BBIG, HLIT, HYDR, CHPS, HURA, MTAV, COPP or UTIL as applicable, will issue to the Designated Broker or Dealer the number of Units of RBOT, HBGD, ETHI, FOUR, BBIG, HLIT, HYDR, CHPS, HURA, MTAV, COPP or UTIL as applicable, subscribed for generally on the second Trading Day after the Trade Date, provided that payment for such Units has been received.

On any Trading Day, the Designated Broker or a Dealer may place a subscription order for a PNU (or a whole multiple thereof) of HAC or HGY. If a subscription order is received by HAC or HGY at or before the Subscription Deadline on a Trading Day and is accepted by the Manager, HAC or HGY, as applicable, will generally issue the PNU (or a whole multiple thereof) to the Designated Broker or Dealer within two (2) Trading Days from the Trading Day of the subscription. HAC or HGY must receive payment for the Units subscribed for generally within two (2) Trading Days from the Trading Day of the subscription order.

Unless the Manager shall otherwise agree or the Trust Declaration shall otherwise provide, as payment for a PNU of HAC or HGY, a Dealer or Designated Broker must deliver subscription proceeds consisting of a “basket of securities” (“**Basket of Securities**”) and/or cash in an amount sufficient so that the value of the Basket of Securities and/or cash delivered is equal to the net asset value of the applicable PNU of HAC or HGY next determined following the receipt of the subscription order. The Manager may, in its complete discretion, instead accept subscription proceeds consisting of cash only in an amount equal to the net asset value of the applicable PNU of the HAC or HGY next determined following the receipt of the subscription order.

In any case in which a subscription order from a Dealer or Designated Broker is received by HAC or HGY on or after the date of declaration of a distribution by HAC or HGY payable in cash and on or before the ex-dividend date



for that distribution (generally, the Valuation Date prior to the record date or such other date where the purchaser becomes entitled to rights connected to the Units subscribed), an additional amount equal to the amount of cash per Unit of that distribution must be delivered in cash to HAC or HGY in respect of each issued Unit.

For a Covered Call ETF, a Designated Broker or a Dealer may place a subscription order for the PNU or a whole multiple PNU of a Covered Call ETF. If a subscription order is received by a Covered Call ETF in the applicable currency by the Subscription Deadline on a Trading Day and accepted by the Manager, the ETF will issue to the Designated Broker or Dealer the PNU (or whole multiple thereof) of such ETF subscribed for generally by the first Trading Day after the date on which the subscription order is accepted. The number of Units issued will be based on the net asset value per Unit of such ETF, in the applicable currency, on the Trading Day on which the subscription is accepted by the Manager, provided that payment for such Units has been received.

Unless the Manager otherwise agrees or the Trust Declaration otherwise provides, as payment for a PNU of a Covered Call ETF, a Designated Broker or Dealer must deliver subscription proceeds consisting of a Basket of Securities and/or cash in an amount sufficient so that the value of the Basket of Securities and/or cash delivered is equal to the net asset value of the applicable PNU of the Covered Call ETF next determined following the receipt of the subscription order. The Manager may, at its sole discretion, accept securities of any other exchange traded fund (an “**Acceptable ETF**”) held to be acceptable by the Manager from time to time, so that the value of securities and/or cash delivered is equal to the net asset value of the PNU of the Covered Call ETF next determined following the receipt of the subscription order. The value of the securities of an Acceptable ETF accepted by the Manager as subscription proceeds for a PNU of a Covered Call ETF will be determined as at the close of business on the date the applicable subscription order is accepted.

The Manager may instead, in its complete discretion, accept subscription proceeds consisting of cash only in an amount equal to the net asset value of the applicable PNU of the Covered Call ETF next determined following the receipt of the subscription order.

In any case in which a subscription order from a Dealer or Designated Broker is received by a Covered Call ETF on or after the declaration date but before the ex-dividend date of a distribution, where such subscription is payable on or before the record date for that distribution (or such other date where the purchaser becomes entitled to rights connected to the Units subscribed) an additional amount equal to the amount per Unit of that distribution must be delivered in cash to the Covered Call ETF in respect of each issued Unit.

*To Unitholders of an ETF as Reinvested Distributions or Distributions Paid in Units*

Units of an ETF will be issued to Unitholders of the ETF on the automatic reinvestment of distributions or on a distribution paid in Units in accordance with the distribution policy of such ETF. See “Distribution Policy”.

*To Unitholders of an ETF pursuant to a Reinvestment Plan*

Plan Participants do not incur any brokerage commissions when acquiring Units of an ETF pursuant to a Reinvestment Plan.

***Buying and Selling Units of an ETF***

Units of the ETFs are currently listed and trading on the TSX. Investors are able to trade Units of the ETFs in the same way as other securities traded on the TSX, including by using market orders and limit orders. An investor may buy or sell Units of an ETF on the TSX only through a registered broker or dealer in the province or territory where the investor resides.

Investors may incur customary brokerage commissions when buying or selling Units of an ETF.

### ***Non-Resident Unitholders***

At no time may (i) non-residents of Canada, (ii) partnerships that are not Canadian partnerships or (iii) a combination of non-residents of Canada and such partnerships (all as defined in the Tax Act) be the beneficial owners of a majority of the Units of an ETF (on either a number of Units or fair market value basis) at any time during which more than 10% of the property of such ETF consists of property that would be “taxable Canadian property” if the definition of such term in the Tax Act were read without reference to paragraph (b) thereof. None of the properties of an ETF is currently expected to be such property. If the Manager expects or believes that more than 10% of an ETF’s property may consist of such property, the ETF and the Manager may inform the Registrar and Transfer Agent of such ETF of the restriction on who may be a beneficial owner of a majority of its Units.

If the Manager believes that more than 10% of an ETF’s property is property that would be “taxable Canadian property” if the definition of such term in the Tax Act were read without reference to paragraph (b) thereof and if the Manager determines that more than 40% of the Units of such ETF (on either a number of Units or fair market value basis) are beneficially held by non-residents and/or partnerships that are not Canadian partnerships, the Manager may send a notice to such non-residents and/or partnerships, chosen in inverse order to the order of acquisition or in such manner as the Manager may consider equitable and practicable, requiring them to sell their Units of such ETF in the applicable currency or a portion thereof within a specified period of not less than 30 days. If the Unitholders receiving such notice have not sold the specified number of Units or provided the Manager with satisfactory evidence that they are not non-residents or partnerships other than Canadian partnerships within such period, the Manager may on behalf of such Unitholders sell such Units and, in the interim, shall suspend the voting and distribution rights attached to such Units. Upon such sale, the affected holders shall cease to be beneficial holders of Units of such ETF and their rights shall be limited to receiving the net proceeds of sale of such Units.

Notwithstanding the foregoing, the Manager may determine not to take any of the actions described above if the Manager has been advised by legal counsel that the failure to take any of such actions would not adversely impact the status of an ETF as a mutual fund trust for purposes of the Tax Act or, alternatively, may take such other action or actions as may be necessary to maintain the status of such ETF as a mutual fund trust for purposes of the Tax Act. See also “Unitholder Matters – Non-Resident Unitholders”.

### ***Special Considerations for Unitholders***

Units of the Index ETFs are, in the opinion of the Manager, index participation units within the meaning of NI 81-102. Accordingly, in the opinion of the Manager, mutual funds may purchase Units of an Index ETF without regard to the control, concentration or “fund of funds” restrictions of NI 81-102. No purchase of Units of an Index ETF should be made solely in reliance on the above statements.

The provisions of the so-called “early warning” requirements set out in Canadian securities legislation do not apply in connection with the acquisition of Units of the ETFs. In addition, the ETFs have obtained exemptive relief from the Securities Regulatory Authorities to permit a Unitholder of an ETF to acquire more than 20% of the Units of such ETF through purchases on the TSX without regard to the takeover bid requirements of applicable Canadian securities legislation, provided that such Unitholder, and any person acting jointly or in concert with such Unitholder, undertakes to the Manager not to vote more than 20% of the Units of such ETF at any meeting of Unitholders of that ETF.

**Although CASH primarily invests in bank deposit accounts, CASH is not covered by the Canada Deposit Insurance Corporation or any other government deposit insurer.**

## **EXCHANGE AND REDEMPTION OF UNITS**

### ***Exchange of Units at Net Asset Value per Unit for Foreign Currency***

Unitholders of DLR may exchange the applicable PNU (or a whole number multiple thereof) of DLR on any Trading Day, at the sole discretion of the Manager, for U.S. dollars. To effect an exchange of Units of DLR, a Unitholder must submit an exchange request in the form prescribed by DLR from time to time to the Manager at its

office by the Exchange/Redemption Deadline on a Trading Day. The exchange price will be the net asset value of each PNU tendered for exchange on the effective day of the exchange request, payable by delivery of the equivalent amount in the U.S. dollars. The Units will be redeemed in the exchange. The Manager will also make available to Dealers and Designated Brokers the size of the applicable PNU of an ETF on each Trading Day.

If an exchange request is not received by the Exchange/Redemption Deadline on a Trading Day, the exchange order will be effective only on the next Trading Day. Settlement of exchanges for foreign currency will generally be made on the first Trading Day after the effective day of the exchange request. Notwithstanding the foregoing, DLR will settle the exchange no later than the second Trading Day after the date on which the exchange request was accepted.

As described below under “Book-Entry Only System”, registration of interests in, and transfers of, Units of an ETF will be made only through the book-entry only system of CDS. The redemption rights described below must be exercised through the CDS Participant through which the owner holds Units of an ETF. Beneficial owners of Units of an ETF should ensure that they provide redemption instructions to the CDS Participant through which they hold such Units sufficiently in advance of the cut-off times described below to allow such CDS Participant to notify CDS and for CDS to notify the Manager prior to the relevant cut-off time.

***ETFs Other Than RBOT, HBGD, ETHI, FOUR, BBIG, HGGB, HLIT, HYDR, CHPS, MTAV, COPP, UTIL, HGY, the Covered Call ETFs and the Alternative ETFs - Redemption of Units of an ETF for Cash***

On any Trading Day, Unitholders may redeem: (i) Units for cash at a redemption price per Unit equal to 95% of the closing price for the applicable Units on the effective day of redemption, where the Units being redeemed are not equal to a PNU or a multiple PNU or (ii) less any applicable redemption charge determined by the Manager in its sole discretion from time to time, a PNU or a multiple PNU of an ETF for cash equal to the net asset value of that number of Units. A cash redemption request will be subject to a maximum redemption price payable to a Unitholder of the NAV per Unit of the applicable ETF. Holders of US\$ Units of DLR or HMMJ may request that their redemption proceeds be paid in U.S. or Canadian dollars. As Unitholders will generally be able to sell (rather than redeem) Units at the applicable full market price on the TSX through a registered broker or dealer subject only to customary brokerage commissions, unless they are redeeming a PNU, Unitholders are advised to consult their brokers, dealers or investment advisors before redeeming such Units for cash.

In order for a cash redemption to be effective on a Trading Day, a cash redemption request in the form prescribed by the Manager from time to time must be delivered to the Manager with respect to the applicable ETF at its head office by the Exchange/Redemption Deadline on that day. If a cash redemption request is not received by the Exchange/Redemption Deadline on a Trading Day, the cash redemption order will be effective only on the next Trading Day. Payment of the redemption price will generally be made on the first Trading Day after the effective day of the redemption. Notwithstanding the foregoing, the ETF will pay the redemption price no later than the second Trading Day after the date on which the cash redemption request was accepted, provided that the Units being redeemed have been tendered. The cash redemption request forms may be obtained from any registered broker or dealer.

***RBOT, HBGD, ETHI, FOUR, BBIG, HLIT, HYDR, CHPS, HURA, MTAV, COPP and UTIL – Exchange and Redemption of Units at Net Asset Value per Unit for Baskets of Securities and/or Cash***

Unitholders of RBOT, HBGD, ETHI, FOUR, BBIG, HLIT, HYDR, CHPS, HURA, MTAV, COPP or UTIL may exchange the applicable PNU (or a whole multiple thereof) of the ETF on any Trading Day for a Basket of Securities and/or cash, in the sole discretion of the Manager, subject to the requirement that a minimum PNU be exchanged. The Manager will, upon receipt of the exchange request, advise the Unitholder submitting the request as to whether a Basket of Securities and/or cash will be delivered to satisfy the request.

On any Trading Day (“T-1”), Unitholders of the ETF may request to redeem: (i) Units of the ETF for cash at a redemption price per Unit equal to 95% of the closing price for Units of the ETF on the TSX on the effective day of the redemption, subject to a maximum redemption price per Unit equal to the net asset value per Unit on the effective day of redemption, which will be the next Trading Day after T-1 (the “Redemption Date” or “T”); or (ii) a PNU or a multiple PNU of the ETF for a Basket of Securities and/or cash, in the sole discretion of the Manager, equal to the net asset value of that number of Units on the Redemption Date. Because Unitholders of the ETF are

generally able to sell their Units of the ETF at the market price on the TSX through a registered broker or dealer subject only to customary brokerage commissions, Unitholders of the ETF are advised to consult their brokers, dealers or investment advisors before redeeming such Units for cash unless they are redeeming a PNU of the ETF.

An exchange request, in the form prescribed by the Manager from time to time, must be delivered to the Manager with respect to the ETF at its head office by the Exchange/Redemption Deadline on a Trading Day, or such other time as may be determined by the Manager from time to time. The exchange price will be equal to the net asset value of each PNU of the ETF tendered for exchange on the effective day of the exchange request, payable by delivery of a Basket of Securities (constituted as most recently published prior to the receipt of the exchange request) and/or cash. The Units will be redeemed in the exchange. The Manager will also make available to Dealers, and the Designated Broker, the applicable PNU to redeem Units of the ETF on each Trading Day. Payment of the redemption price will generally be made on the second Trading Day (“T+2”) after the Redemption Date.

***HGGB – Exchange and Redemption of Units at Net Asset Value per Unit for Baskets of Securities and/or Cash***

Unitholders of HGGB may exchange the applicable PNU (or a whole multiple thereof) of HGGB on any Trading Day for a Basket of Securities and/or cash, subject to the requirement that a minimum PNU be exchanged. The Manager may, in its complete discretion, pay exchange proceeds consisting of cash only in an amount equal to the net asset value of the applicable PNU of HGGB next determined following the receipt of the exchange request. The Manager will, upon receipt of the exchange request, advise the Unitholder submitting the request as to whether cash and/or a Basket of Securities will be delivered to satisfy the request.

To effect an exchange of Units of HGGB, a Unitholder must submit an exchange request in the form prescribed by the ETF from time to time to the Manager at its office by the Exchange/Redemption Deadline on a Trading Day. The exchange price will be equal to the net asset value of each PNU of HGGB tendered for exchange on the effective day of the exchange request, payable by delivery of a Basket of Securities (constituted as most recently published prior to the receipt of the exchange request) and/or cash. The Units will be redeemed in the exchange. The Manager will also make available to Dealers and the Designated Broker the applicable PNU to redeem Units of HGGB on each Trading Day.

If an exchange request is not received by the Exchange/Redemption Deadline on a Trading Day, the exchange order will be effective only on the next Trading Day. Settlement of exchanges for Baskets of Securities and/or cash will generally be made on the second Trading Day after the effective day of the exchange request.

If securities of any issuer in which HGGB has invested are cease-traded at any time by order of a securities regulatory authority, the delivery of Baskets of Securities to a Unitholder, Dealer or Designated Broker on an exchange in the PNU may be postponed until such time as the transfer of the Baskets of Securities is permitted by law.

On any Trading Day, Unitholders of HGGB may redeem:

- (i) Units of HGGB for cash at a redemption price per Unit equal to 95% of the closing price for Units of HGGB on the TSX on the effective day of the redemption, where the Units being redeemed are not equal to a PNU or a multiple PNU; or
- (ii) a PNU or a multiple PNU of HGGB for cash equal to the net asset value of that number of Units, less any applicable redemption charge as determined by the Manager in its sole discretion from time to time.

Holders of Cdn\$ Units or US\$ Units, as applicable, of HGGB may request that their redemption proceeds be paid in either or Canadian or U.S. currency.

As Unitholders will generally be able to sell their Units at the market price on the TSX through a registered broker or dealer subject only to customary brokerage commissions, Unitholders are advised to consult their brokers, dealers or investment advisors before redeeming such Units for cash unless they are redeeming a PNU.

In order for a cash redemption to be effective on a Trading Day, a cash redemption request in the form prescribed by the Manager from time to time must be delivered to the Manager with respect to HGGB at its head office by the Exchange/Redemption Deadline on that day. If a cash redemption request is not received by the Exchange/Redemption Deadline on a Trading Day, the cash redemption request will be effective only on the next Trading Day. Payment of the redemption price will generally be made on the second Trading Day after the effective day of the redemption.

***HAC and HGY – Exchange of Units at Net Asset Value per Unit for Baskets of Securities and/or Cash***

Unitholders of HAC or HGY may exchange the applicable PNU (or a whole multiple thereof) of HAC or HGY on any Trading Day for a Basket of Securities and/or cash, subject to the requirement that a minimum PNU be exchanged. The Manager may, in its complete discretion, pay exchange proceeds consisting of cash only in an amount equal to the net asset value of the applicable PNU of HAC or HGY next determined following the receipt of the exchange request. The Manager will, upon receipt of the exchange request, advise the Unitholder submitting the request as to whether cash and/or a Basket of Securities will be delivered to satisfy the request.

To effect an exchange of Units of HAC or HGY, a Unitholder of HAC or HGY must submit an exchange request in the form prescribed by HAC or HGY from time to time to the Manager at its office by the Exchange/Redemption Deadline on a Trading Day. The exchange price will be equal to the net asset value of each PNU of HAC or HGY tendered for exchange on the effective day of the exchange request, payable by delivery of a Basket of Securities (constituted as most recently published prior to the receipt of the exchange request) and/or cash. The Units will be redeemed in the exchange. The Manager will also make available to Dealers and the Designated Broker the applicable PNU to redeem Units of HAC or HGY on each Trading Day.

If an exchange request is not received by the Exchange/Redemption Deadline on a Trading Day, the exchange order will be effective only on the next Trading Day. Settlement of exchanges for Baskets of Securities and/or cash will generally be made on the second Trading Day after the effective day of the exchange request.

If securities of any Exchange Traded Product, Leveraged ETF or other issuer in which HAC or HGY has invested are cease-traded at any time by order of a securities regulatory authority, the delivery of Baskets of Securities to a Unitholder, Dealer or Designated Broker on an exchange in the PNU may be postponed until such time as the transfer of the Baskets of Securities is permitted by law.

On any Trading Day, Unitholders of HAC or HGY may redeem: (i) Units of HAC or HGY for cash at a redemption price per Unit equal to 95% of the closing price for Units on the TSX on the effective day of the redemption, where the Units being redeemed are not equal to a PNU or a multiple PNU; or (ii) less any applicable administrative charge determined by the Manager in its sole discretion from time to time, a PNU or a multiple PNU for cash equal to the net asset value of that number of Units. A cash redemption request will be subject to a maximum redemption price payable to a Unitholder of the net asset value per unit of the applicable ETF. As Unitholders of HAC or HGY will generally be able to sell their Units of HAC or HGY at the market price on the TSX through a registered broker or dealer subject only to customary brokerage commissions, Unitholders of HAC or HGY are advised to consult their brokers, dealers or investment advisors before redeeming such Units for cash unless they are redeeming a PNU of HAC or HGY.

In order for a cash redemption to be effective on a Trading Day, a cash redemption request in the form prescribed by the Manager from time to time must be delivered to the Manager with respect to the applicable ETF at its head office by the Exchange/Redemption Deadline on that day. If a cash redemption request is not received by the Exchange/Redemption Deadline on a Trading Day, the cash redemption request will be effective only on the next Trading Day. Where possible, payment of the redemption price will be made no later than the second Trading Day after the effective day of the redemption. The cash redemption request forms may be obtained from any registered broker or dealer.

Investors that redeem their Units prior to the distribution record date for any distribution will not be entitled to receive that distribution.

***Covered Call ETFs - Exchange of Units at Net Asset Value per Unit for Baskets of Securities and/or Cash***

Unitholders of a Covered Call ETF may, at the discretion of the Manager, exchange the applicable PNU (or a whole multiple thereof) of the Covered Call ETF on any Trading Day for Baskets of Securities and/or cash, subject to the requirement that a minimum PNU be exchanged. To effect an exchange of Units of a Covered Call ETF, a Unitholder must submit an exchange request in the form prescribed by the ETF from time to time to the Manager at its office by the Exchange/Redemption Deadline on a Trading Day. The exchange price will be equal to the net asset value of each PNU tendered for exchange on the effective day of the exchange request, payable by delivery of a Basket of Securities (constituted as published at the close of the trade date on which the exchange request is received and acknowledged) and/or cash. The Units will be redeemed in the exchange. The Manager will also make available to the Designated Broker and Dealers the applicable PNU to redeem Units of an ETF on each Trading Day.

If an exchange request is not received by the Exchange/Redemption Deadline on a Trading Day, the exchange order will be effective only on the next Trading Day. Settlement of exchanges for Baskets of Securities and/or cash will generally be made by the second Trading Day after the effective day of the exchange request.

If securities of any listed fund, leveraged exchange traded fund or other issuers in which a Covered Call ETF has invested are cease-traded at any time by order of a securities regulatory authority, the delivery of Baskets of Securities to a Unitholder, Dealer or Designated Broker on an exchange in the PNU may be postponed until such time as the transfer of the Baskets of Securities is permitted by law.

***Covered Call ETFs - Redemption of Units of an ETF for Cash***

Unitholders of a Covered Call ETF may redeem:

- (i) on any Trading Day, Units of the Covered Call ETF for cash at a redemption price per Unit equal to 95% of the closing price for Units of the Covered Call ETF on the TSX on the effective day of the redemption, where the Units being redeemed are not equal to a PNU or a multiple PNU;
- (ii) on any Trading Day, a PNU or a multiple PNU of the Covered Call ETF for cash equal to the net asset value of that number of Units, less any applicable administrative charge as determined by the Manager in its sole discretion from time to time; or
- (iii) Units of the Covered Call ETF for cash at a redemption price equal to the net asset value of the Covered Call ETF if the redemption is made pursuant to a systematic withdrawal plan by a Reinvestment Plan participant.

As Unitholders of a Covered Call ETF will generally be able to sell their Units of the Covered Call ETF at the market price on the TSX through a registered broker or dealer subject only to customary brokerage commissions, Unitholders of the Covered Call ETF are advised to consult their brokers, dealers or investment advisors before redeeming such Units for cash unless they are redeeming a PNU of the Covered Call ETF or pursuant to a systematic withdrawal plan. Holders of US\$ Units or Cdn\$ Units of USCC.U may request that their redemption proceeds be paid in either U.S. or Canadian currency.

In order for a cash redemption to be effective on a Trading Day, a cash redemption request in the form prescribed by the Manager from time to time must be delivered to the Manager with respect to the applicable Covered Call ETF at its head office by the Exchange/Redemption Deadline on that day. If a cash redemption request is not received by the Exchange/Redemption Deadline on a Trading Day, the cash redemption request will be effective only on the next Trading Day. Payment of the redemption price will generally be made on the first Trading Day after the effective day of the redemption. Notwithstanding the foregoing, the Covered Call ETF will make payment of the redemption price no later than the second Trading Day after the effective day of the redemption. The cash redemption request forms may be obtained from any registered broker or dealer.

Investors that redeem their Units of a Covered Call ETF prior to the Distribution Record Date for any distribution will not be entitled to receive that distribution.

In connection with the redemption of Units of a Covered Call ETF, the Covered Call ETF will generally dispose of securities or other financial instruments.

#### *All ETFs*

As may be agreed between the Manager and a Designated Broker or Dealer, the Manager may charge the Designated Broker and Dealers of an ETF, at its discretion, an issue, exchange or redemption charge to offset certain transaction costs associated with the issuance, exchange or redemption of Units. Administration charges are variable, and the Manager will publish the current administration charges, if any, on its website, [www.HorizonsETFs.com](http://www.HorizonsETFs.com). These administrative charges do not apply to Unitholders who buy and sell their Units on a stock exchange.

Unitholders that have delivered a redemption request prior to the Distribution Record Date for any distribution will not be entitled to receive that distribution.

In connection with the redemption of Units, an ETF will generally dispose of securities or other financial instruments.

#### ***Suspension of Exchanges and Redemptions***

The Manager may suspend the exchange or redemption of any Class of Units of an ETF or may postpone the date of payment upon redemption: (i) during any period when normal trading is suspended on a stock exchange or other market on which securities owned by the ETF are listed and traded, if these securities represent more than 50% by value or underlying market exposure of the total assets of the ETF, without allowance for liabilities, and if these securities are not traded on any other exchange that represents a reasonably practical alternative for the ETF; (ii) with the consent of the securities regulatory authorities; or (iii) when required or permitted to do so under any exemptive relief granted by the securities regulatory authorities from Securities Legislation. The suspension may apply to all requests for exchange or redemption received prior to the suspension but as to which payment has not been made, as well as to all requests received while the suspension is in effect. All Unitholders making such requests shall be advised by the Manager of the suspension and that the exchange or redemption will be effected at a price determined on the first Valuation Day following the termination of the suspension. All such Unitholders shall have and shall be advised that they have the right to withdraw their requests for exchange or redemption. The suspension shall terminate in any event on the first day on which the condition giving rise to the suspension has ceased to exist, provided that no other condition under which a suspension is authorized then exists. To the extent not inconsistent with official rules and regulations promulgated by any government body having jurisdiction over the ETF, any declaration of suspension made by the Manager shall be conclusive.

#### ***Allocations of Income and Capital Gains to Redeeming Unitholders***

Pursuant to the Trust Declaration, an ETF may allocate and designate any income or capital gains realized by such ETF as a result of any disposition of property of the ETF undertaken to permit or facilitate the redemption of Units of the ETF to a Unitholder of such ETF whose Units are being redeemed. In addition, an ETF has the authority to distribute, allocate and designate any income or capital gains of such ETF to a Unitholder of such ETF who has redeemed Units of the ETF during a year in an amount equal to the Unitholder's share, at the time of redemption, of the ETF's income and capital gains for the year or such other amount that is determined by the ETF to be reasonable. Any such allocations will reduce the redemption price otherwise payable to the redeeming Unitholder, but, for greater certainty, will not reduce the amount of cash that the Unitholder will receive in respect of the redemption.

Recent amendments to the Tax Act that are applicable to trusts that are "mutual fund trusts" for purposes of the Tax Act throughout the taxation year prohibit an ETF from deducting income that is allocated to redeeming Unitholders. In addition, capital gains allocated and designated to redeeming Unitholders will generally only be deductible to an

ETF to the extent of the redeeming Unitholders' pro rata share (as determined under the Tax Act) of the net taxable capital gains of such ETF for the year. Any such income or taxable capital gains that would not be deductible by an ETF if allocated to redeeming or exchanging Unitholders may be made payable to non-redeeming or non-exchanging Unitholders of such ETF so that such ETF will not be liable for non-refundable income tax thereon. Accordingly, the amounts and taxable component of distributions to non-redeeming or non-exchanging Unitholders of an ETF may be greater than they would have been in the absence of such amendments.

### ***Book-Entry Only System***

Registration of interests in, and transfers of, Units of an ETF will be made only through the book-entry only system of CDS. Units of an ETF must be purchased, transferred and surrendered for redemption only through a CDS Participant. All rights of an owner of Units of an ETF must be exercised through, and all payments or other property to which such owner is entitled will be made or delivered by, CDS or the CDS Participant through which the owner holds such Units of the ETF. Upon buying Units of an ETF, the owner will receive only the customary confirmation. References in this prospectus to a holder of Units of an ETF means, unless the context otherwise requires, the owner of the beneficial interest of such Units.

Neither the ETFs nor the Manager will have any liability for: (i) records maintained by CDS relating to the beneficial interests in Units of an ETF or the book entry accounts maintained by CDS; (ii) maintaining, supervising or reviewing any records relating to such beneficial ownership interests; or (iii) any advice or representation made or given by CDS and made or given with respect to the rules and regulations of CDS or any action taken by CDS or at the direction of the CDS Participants.

The ability of a beneficial owner of Units of an ETF to pledge such Units or otherwise take action with respect to such owner's interest in such Units (other than through a CDS Participant) may be limited due to the lack of a physical certificate.

An ETF has the option to terminate registration of Units of such ETF through the book-entry only system in which case certificates for Units of the ETF in fully registered form will be issued to beneficial owners of such Units or to their nominees.

### ***Short-Term Trading***

The Manager does not believe that it is necessary to impose any short-term trading restrictions on the ETFs at this time as: (i) the ETFs are exchange traded funds that are primarily traded in the secondary market; and (ii) the few transactions involving Units of an ETF that do not occur on the secondary market involve Designated Brokers and Dealers, who can only purchase or redeem Units in a PNU and on whom the Manager may impose a redemption fee.

## **PRIOR SALES**

### ***Trading Price and Volume***

Information regarding the trading price ranges and volume of Units of the ETFs traded on the TSX for the 12 months preceding the date of this prospectus, as applicable, is set forth in the table that follows.

*DLR*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	12.87 - 13.24	9,943,882
September 2022	13.10 - 13.96	12,532,388
October 2022	13.65 - 14.04	9,906,720
November 2022	13.45 - 13.91	9,085,977
December 2022	13.64 - 13.92	9,109,930
January 2023	13.59 - 13.92	9,124,039
February 2023	13.58 - 13.97	9,721,286
March 2023	13.76 - 14.18	9,994,324



April 2023	13.60 - 13.93	7,862,605
May 2023	13.65 - 13.96	9,988,699
June 2023	13.49 - 13.78	9,791,348
July 2023	13.38 - 13.63	9,309,120

*HOG*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	9.20 - 9.98	52,447
September 2022	8.69 - 9.73	157,368
October 2022	8.80 - 9.40	74,567
November 2022	9.35 - 10.13	94,649
December 2022	9.69 - 10.15	122,383
January 2023	9.67 - 10.38	94,281
February 2023	9.84 - 10.30	96,757
March 2023	9.11 - 10.27	71,181
April 2023	9.45 - 9.71	36,329
May 2023	9.48 - 9.79	70,676
June 2023	9.61 - 10.04	33,796
July 2023	9.86 - 10.55	94,165

*HMMJ*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	14.06 - 15.66	275,960
September 2022	12.14 - 14.10	236,331
October 2022	11.92 - 14.34	369,892
November 2022	13.15 - 14.60	415,705
December 2022	11.52 - 15.72	467,094
January 2023	11.78 - 12.82	306,476
February 2023	11.63 - 13.23	152,748
March 2023	10.35 - 11.85	179,498
April 2023	9.45 - 10.54	107,342
May 2023	8.88 - 10.22	100,856
June 2023	8.23 - 9.01	128,190
July 2023	8.35 - 9.42	191,351

*INOC*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	11.80 - 12.42	24,258
September 2022	11.13 - 12.16	24,164
October 2022	11.17 - 11.84	24,739
November 2022	11.75 - 12.60	91,972
December 2022	11.92 - 12.61	13,827
January 2023	11.98 - 12.82	16,747
February 2023	12.73 - 13.03	31,622
March 2023	12.19 - 12.89	24,987
April 2023	12.52 - 12.95	20,941
May 2023	12.50 - 13.02	26,667
June 2023	12.43 - 12.85	32,264
July 2023	12.64 - 13.23	21,403

*RBOT*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	20.73 - 23.89	66,574
September 2022	18.15 - 21.24	23,311
October 2022	17.74 - 19.69	14,595
November 2022	18.96 - 21.60	24,314

December 2022	19.97 - 21.73	21,615
January 2023	20.36 - 23.37	33,092
February 2023	22.56 - 24.36	20,342
March 2023	22.75 - 24.93	26,319
April 2023	24.00 - 24.94	32,532
May 2023	24.29 - 27.03	19,968
June 2023	27.16 - 28.97	54,762
July 2023	27.33 - 29.39	19,828

*HBGD*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	15.63 - 18.61	12,072
September 2022	13.17 - 16.29	11,138
October 2022	12.41 - 14.49	12,533
November 2022	12.26 - 13.85	7,607
December 2022	11.63 - 13.44	7,211
January 2023	12.03 - 15.05	27,664
February 2023	14.91 - 16.29	8,354
March 2023	14.14 - 16.17	8,917
April 2023	15.46 - 17.42	5,505
May 2023	15.81 - 18.63	11,883
June 2023	18.29 - 20.02	29,167
July 2023	20.49 - 23.61	42,982

*ETHI*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	38.58 - 42.29	289,799
September 2022	34.65 - 39.78	186,384
October 2022	34.51 - 38.00	251,949
November 2022	36.42 - 40.53	431,542
December 2022	38.13 - 40.91	295,159
January 2023	38.47 - 41.27	113,532
February 2023	40.13 - 42.14	39,543
March 2023	38.87 - 41.23	16,104
April 2023	40.45 - 41.67	41,261
May 2023	40.30 - 41.88	53,808
June 2023	41.95 - 43.79	18,677
July 2023	43.01 - 44.98	18,275

*FOUR*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	37.86 - 42.17	3,625
September 2022	33.34 - 38.79	4,782
October 2022	31.65 - 35.85	3,677
November 2022	32.50 - 36.70	3,244
December 2022	33.18 - 37.13	44,438
January 2023	33.65 - 37.75	18,184
February 2023	37.25 - 39.88	9,216
March 2023	36.86 - 40.68	2,130
April 2023	37.96 - 40.41	909
May 2023	38.10 - 41.89	2,479
June 2023	42.05 - 45.19	4,986
July 2023	43.60 - 46.51	10,061

*BBIG*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
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August 2022	21.49 - 23.65	4,323
September 2022	19.93 - 21.90	38,321
October 2022	19.88 - 21.08	2,888
November 2022	20.27 - 22.13	16,766
December 2022	19.83 - 22.25	5,237
January 2023	20.35 - 22.63	1,163
February 2023	22.09 - 23.45	6,519
March 2023	22.39 - 24.22	910
April 2023	23.71 - 24.85	734
May 2023	23.96 - 25.40	1,113
June 2023	24.89 - 26.45	7,055
July 2023	25.53 - 27.40	909

*CASH*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	49.99 - 50.10	436,023
September 2022	50.01 - 50.14	505,041
October 2022	50.00 - 50.17	335,828
November 2022	50.00 - 50.17	500,687
December 2022	50.01 - 50.19	775,928
January 2023	50.01 - 50.20	1,334,397
February 2023	50.00 - 50.19	1,939,710
March 2023	50.01 - 50.20	2,211,771
April 2023	50.02 - 50.18	2,111,379
May 2023	49.64 - 50.22	2,525,091
June 2023	50.01 - 50.20	2,934,975
July 2023	50.01 - 50.21	2,437,182

*HGGB*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	22.11 - 22.53	314
September 2022	20.93 - 22.05	2,800
October 2022	20.69 - 21.19	102
November 2022	20.95 - 21.70	1,152
December 2022	21.44 - 22.06	51
January 2023	21.54 - 22.00	111
February 2023	21.45 - 22.09	296
March 2023	21.34 - 21.70	57
April 2023	21.44 - 21.67	186
May 2023	21.25 - 21.55	7,172
June 2023	21.15 - 21.47	329
July 2023	21.04 - 21.45	350

*HLIT*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	37.24 - 44.20	43,112
September 2022	38.47 - 45.86	30,445
October 2022	36.57 - 42.15	30,801
November 2022	39.43 - 46.31	42,322
December 2022	33.57 - 43.69	33,551
January 2023	32.97 - 42.87	26,291
February 2023	36.88 - 42.14	28,721
March 2023	32.48 - 39.11	39,447
April 2023	33.85 - 37.46	28,715
May 2023	34.33 - 38.96	27,299
June 2023	36.04 - 40.08	16,759

July 2023 37.09 - 41.19 60,379

*HYDR*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	15.91 - 18.57	47,310
September 2022	12.46 - 16.42	20,514
October 2022	11.29 - 13.76	19,892
November 2022	11.64 - 13.82	41,081
December 2022	12.08 - 13.95	15,719
January 2023	12.49 - 14.80	44,271
February 2023	13.44 - 15.35	13,005
March 2023	12.13 - 14.00	13,172
April 2023	11.35 - 12.81	12,481
May 2023	11.34 - 12.24	10,126
June 2023	11.54 - 12.79	6,728
July 2023	11.75 - 13.30	8,886

*CHPS*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	20.04 - 22.99	58,666
September 2022	16.95 - 20.24	55,724
October 2022	16.18 - 18.55	197,757
November 2022	17.05 - 21.15	124,020
December 2022	18.61 - 21.25	164,492
January 2023	18.79 - 22.34	141,448
February 2023	21.62 - 23.61	180,393
March 2023	22.01 - 24.28	116,459
April 2023	22.15 - 24.23	94,257
May 2023	22.42 - 27.01	324,539
June 2023	26.38 - 28.45	135,677
July 2023	27.15 - 29.13	68,664

*HBUG*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	21.29 - 23.45	7,172
September 2022	19.30 - 22.37	6,542
October 2022	18.14 - 20.66	3,148
November 2022	17.46 - 19.85	6,004
December 2022	16.41 - 19.37	10,312
January 2023	16.21 - 18.16	12,566
February 2023	18.22 - 19.29	1,077
March 2023	17.53 - 19.03	1,619
April 2023	17.29 - 18.80	3,281
May 2023	16.88 - 19.67	1,741
June 2023	18.94 - 20.20	1,966
July 2023	18.92 - 20.44	631

*MTAV*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	16.43 - 18.56	5,805
September 2022	14.70 - 17.44	8,801
October 2022	14.18 - 15.78	10,493
November 2022	13.72 - 16.19	3,912
December 2022	14.95 - 16.41	3,545
January 2023	15.52 - 18.06	2,246
February 2023	16.96 - 18.71	3,240

March 2023	16.78 - 18.85	3,002
April 2023	18.02 - 18.87	6,541
May 2023	18.25 - 19.88	2,338
June 2023	20.03 - 21.41	1,862
July 2023	20.82 - 22.26	2,675

*HAC*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	24.23 - 24.80	98,113
September 2022	23.82 - 24.31	160,627
October 2022	23.92 - 24.69	58,679
November 2022	24.11 - 25.94	93,462
December 2022	24.46 - 26.03	57,160
January 2023	24.59 - 26.27	65,968
February 2023	25.30 - 26.32	67,357
March 2023	24.10 - 25.92	243,139
April 2023	25.09 - 25.59	82,568
May 2023	25.22 - 25.54	94,219
June 2023	25.21 - 25.35	65,644
July 2023	25.14 - 25.47	60,522

*HURA*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	20.61 - 25.70	169,546
September 2022	21.83 - 26.48	120,476
October 2022	22.01 - 24.43	114,972
November 2022	22.15 - 23.95	81,677
December 2022	21.33 - 23.06	63,824
January 2023	21.84 - 25.25	63,889
February 2023	23.26 - 25.58	44,901
March 2023	20.88 - 24.06	48,998
April 2023	20.89 - 22.18	44,995
May 2023	21.17 - 22.90	26,617
June 2023	22.65 - 24.20	45,486
July 2023	22.44 - 24.44	26,756

*COPP*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	18.63 - 21.62	25,679
September 2022	18.69 - 21.51	5,975
October 2022	19.58 - 21.29	7,614
November 2022	20.64 - 25.06	20,493
December 2022	24.45 - 25.76	24,072
January 2023	24.82 - 28.85	30,695
February 2023	25.32 - 29.03	8,548
March 2023	24.20 - 28.87	35,515
April 2023	27.24 - 30.39	16,187
May 2023	24.78 - 29.05	12,618
June 2023	25.55 - 28.81	11,234
July 2023	27.29 - 31.82	15,673

*UTIL*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	20.82 - 21.80	27,034
September 2022	24.75 - 25.53	9,185
October 2022	22.55 - 24.99	7,615

November 2022	21.38 - 23.28	78,590
December 2022	22.64 - 23.36	18,608
January 2023	21.72 - 23.07	37,782
February 2023	21.90 - 23.19	12,713
March 2023	21.85 - 22.53	6,309
April 2023	21.78 - 22.50	28,454
May 2023	22.36 - 23.34	21,889
June 2023	21.88 - 23.22	13,222
July 2023	21.16 - 22.27	34,330

*HGY*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	9.54 - 9.83	89,012
September 2022	9.26 - 9.72	82,004
October 2022	8.80 - 9.32	85,526
November 2022	8.78 - 9.26	130,734
December 2022	8.80 - 9.41	107,770
January 2023	9.33 - 9.56	204,651
February 2023	9.59 - 10.02	138,000
March 2023	9.34 - 9.99	706,517
April 2023	9.32 - 10.02	140,571
May 2023	9.90 - 10.13	209,910
June 2023	9.73 - 10.15	77,324
July 2023	9.53 - 9.83	110,904

*CNCC*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	12.52 - 13.14	28,297
September 2022	12.00 - 12.92	31,163
October 2022	11.82 - 12.52	40,848
November 2022	12.40 - 13.07	70,377
December 2022	12.27 - 13.01	91,082
January 2023	12.33 - 12.90	105,097
February 2023	12.49 - 12.86	73,599
March 2023	12.01 - 12.67	143,823
April 2023	12.39 - 12.60	63,691
May 2023	11.85 - 12.49	128,338
June 2023	11.88 - 12.19	89,481
July 2023	11.97 - 12.35	190,173

*ENCC*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	11.38 - 12.61	407,585
September 2022	10.65 - 12.38	387,550
October 2022	11.36 - 12.17	539,514
November 2022	12.05 - 12.59	453,965
December 2022	11.20 - 12.26	804,878
January 2023	10.88 - 11.78	798,698
February 2023	10.91 - 11.56	872,395
March 2023	10.18 - 11.38	1,355,603
April 2023	10.79 - 11.22	1,293,023
May 2023	10.13 - 10.90	1,533,649
June 2023	10.24 - 10.71	1,641,365
July 2023	10.39 - 10.89	1,386,920

*BKCC*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	15.38 - 16.60	9,754
September 2022	15.08 - 16.04	10,385
October 2022	14.46 - 15.58	3,795
November 2022	15.40 - 16.34	16,554
December 2022	14.88 - 15.95	32,425
January 2023	15.08 - 16.05	24,224
February 2023	15.79 - 16.29	17,679
March 2023	14.47 - 15.91	35,416
April 2023	14.80 - 15.22	29,680
May 2023	14.23 - 15.03	19,033
June 2023	14.18 - 14.71	40,591
July 2023	14.42 - 15.06	43,513

*GLCC*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	20.37 - 22.56	367,405
September 2022	19.90 - 21.89	230,155
October 2022	20.82 - 23.01	158,041
November 2022	20.21 - 24.76	252,275
December 2022	24.44 - 25.42	264,092
January 2023	25.81 - 27.75	327,871
February 2023	22.52 - 26.85	319,254
March 2023	22.61 - 26.61	487,825
April 2023	26.62 - 28.33	312,959
May 2023	25.05 - 29.01	295,785
June 2023	23.44 - 26.04	278,131
July 2023	23.15 - 25.40	380,779

*USCC.U*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	12.78 - 13.89	39,325
September 2022	11.60 - 13.20	6,402
October 2022	11.52 - 12.40	151
November 2022	11.94 - 12.74	4,143
December 2022	12.00 - 12.94	52,757
January 2023	11.96 - 12.69	7,686
February 2023	12.20 - 12.70	10,526
March 2023	11.88 - 12.44	24,594
April 2023	12.35 - 12.58	47,269
May 2023	12.26 - 12.84	14,188
June 2023	12.64 - 13.01	127,578
July 2023	12.87 - 13.23	215,902

*QOCC*

<u>Month</u>	<u>Unit Price Range (\$)</u>	<u>Volume of Units Traded</u>
August 2022	9.90 - 10.78	33,347
September 2022	9.42 - 10.10	25,729
October 2022	9.28 - 10.06	34,578
November 2022	9.16 - 9.87	37,332
December 2022	9.09 - 9.90	140,142
January 2023	9.02 - 9.78	263,351
February 2023	9.67 - 10.05	170,037
March 2023	9.61 - 10.31	315,145
April 2023	10.10 - 10.35	486,678

May 2023	10.19 - 11.20	424,097
June 2023	10.61 - 10.93	749,363
July 2023	10.83 - 11.14	361,323

## INCOME TAX CONSIDERATIONS

The following is, as of the date hereof, a summary of the principal Canadian federal income tax considerations under the Tax Act that generally apply to the acquisition, holding and disposition of Units of an ETF by a Unitholder of an ETF who acquires Units of the ETF pursuant to this prospectus. This summary only applies to a prospective Unitholder of an ETF who is an individual (other than a trust) resident in Canada for purposes of the Tax Act, who deals at arm's length with the ETF, the Designated Brokers and the Dealers, who is not affiliated with the ETF, any Designated Broker or any Dealer, and who holds Units of an ETF as capital property, all within the meaning of the Tax Act (a "**Holder**").

Generally, Units of an ETF will be considered to be capital property to a Holder provided that the Holder does not hold such Units in the course of carrying on a business of buying and selling securities and has not acquired them in one or more transactions considered to be an adventure or concern in the nature of trade. Assuming that an ETF is a "mutual fund trust" for purposes of the Tax Act, certain Holders who might not otherwise be considered to hold Units as capital property may, in certain circumstances, be entitled to have such Units and all other "Canadian securities" owned or subsequently acquired by them treated as capital property by making the irrevocable election permitted by subsection 39(4) of the Tax Act. This summary does not apply to a Holder who has entered or will enter into a "derivative forward agreement" within the meaning of the Tax Act with respect to Units.

This summary is based on the assumption that each ETF qualifies at all times as a "unit trust" within the meaning of the Tax Act, that each ETF qualifies or is deemed to qualify at all times as a "mutual fund trust" within the meaning of the Tax Act and that each ETF is not a "SIFT trust" within the meaning of the Tax Act or a "covered entity" within the meaning of the Equity Repurchase Rules. For an ETF to qualify as a "mutual fund trust", among other things, it must comply on a continuous basis with certain requirements relating to the qualification of its Units for distribution to the public, the number of Unitholders of the ETF and the dispersal of ownership of its Units. In the event an ETF were not to qualify or cease to qualify as a "mutual fund trust" under the Tax Act at all times, the income tax consequences described below would, in some respects, be materially different than would be the case if it were a mutual fund trust. This summary is also based on the assumptions that (i) none of the issuers of the securities in the portfolio of an ETF will be foreign affiliates of the ETF or of any Unitholder, (ii) none of the securities in the portfolio of an ETF will be a "tax shelter investment" within the meaning of section 143.2 of the Tax Act, (iii) none of the securities in the portfolio of an ETF will be an offshore investment fund property (or an interest in a partnership that holds such property) that would require the ETF (or the partnership) to include significant amounts in income pursuant to section 94.1 of the Tax Act, or an interest in a trust (or a partnership which holds such an interest) which would require the ETF (or the partnership) to report significant amounts of income in connection with such interest pursuant to the rules in section 94.2 of the Tax Act, or an interest in a non-resident trust other than an "exempt foreign trust" (or a partnership which holds such interest), and (iv) none of the ETFs will enter into any arrangement (including the acquisition of securities for an ETF's portfolio) where the result is a "dividend rental arrangement" for purposes of the Tax Act. This summary further assumes that each ETF will comply with its investment restrictions.

This summary is based on the current provisions of the Tax Act and an understanding of the current published administrative policies and assessing practices of the CRA made publicly available prior to the date hereof. This summary takes into account the Tax Amendments. This description is not exhaustive of all Canadian federal income tax consequences and does not take into account or anticipate changes in the law whether by legislative, governmental or judicial action other than the Tax Amendments in their present form, nor does it take into account provincial, territorial or foreign tax considerations which may differ significantly from those discussed in this prospectus. There can be no assurance that the Tax Amendments will be enacted in the form publicly announced, or at all.

**This summary is not exhaustive of all possible Canadian federal income tax considerations applicable to an investment in Units of an ETF. This summary does not address the deductibility of interest on any funds**



**borrowed by a Unitholder to purchase Units of an ETF. This summary is of a general nature only and is not intended to be, nor should it be construed to be, legal or tax advice to any holder of Units of an ETF. Prospective investors should consult their own tax advisors with respect to the income tax consequences to them of an acquisition of Units of an ETF based on their particular circumstances and review the risk factors related to tax set out above. Please see “Risk Factors – Tax Related Risks”.**

### *Status of the ETFs*

As noted above, this summary assumes that each ETF is a “unit trust” and that each ETF qualifies or is deemed to qualify at all times as a “mutual fund trust” for purposes of the Tax Act. If an ETF does not qualify as a mutual fund trust under the Tax Act and more than 50% of the fair market value of all interests in the ETF are held by holders that are “financial institutions”, as such term is defined for purposes of the “mark-to-market property” rules in the Tax Act, the ETF will be a “financial institution” for purposes of these rules.

Provided the Units of an ETF are listed on a “designated stock exchange” (within the meaning of the Tax Act and which includes the TSX) or the ETF qualifies as a “mutual fund trust” within the meaning of the Tax Act, Units of such ETF will be qualified investments under the Tax Act for Registered Plans.

Units of an ETF are generally not prohibited investments for a “registered pension plan” under subsection 8514(1) of the regulations under the Tax Act unless such ETF is (a) an employer who participates in the plan; (b) a person connected with such an employer for purposes of those rules; (c) a person or partnership that controls, directly or indirectly, in any manner whatsoever, such an employer or connected person; or (d) a person or partnership that does not deal at arm’s length with a member of the plan or with any person or partnership described in (a), (b) or (c) above.

For certain tax consequences of holding Units in a Registered Plan, see “Income Tax Considerations – Taxation of Registered Plans”.

### *Taxation of the ETFs*

Based on information provided by the Manager, each of the ETFs (other than DLR and CASH) has elected to have a taxation year that ends on December 15 of each calendar year. An ETF that has not validly made such election will have a taxation year that ends on December 31 of each calendar year.

Each ETF must pay tax on its net income (including net realized taxable capital gains) for a taxation year, less the portion thereof that it deducts in respect of the amount paid or payable to its Unitholders in the year. An amount will be considered to be paid or payable to a Unitholder of an ETF in a taxation year if it is paid to the Unitholder in that year by the ETF or if the Unitholder is entitled in that year to enforce payment of the amount. The Trust Declaration for the ETFs requires that sufficient amounts be paid or made payable each taxation year so that no ETF is liable for any non-refundable income tax under Part I of the Tax Act.

With respect to indebtedness, each ETF is required to include in its income for each taxation year all interest that accrues (or is deemed to accrue) to it to the end of the year (or until the disposition of the indebtedness in the year), or becomes receivable or is received by it before the end of the year, including on a redemption or repayment on maturity, except to the extent that such interest was included in computing its income for a preceding taxation year and excluding any interest that accrued prior to the time of the acquisition of the indebtedness by the ETF.

On a redemption or repayment of an indebtedness, an ETF will be considered to have disposed of the indebtedness for proceeds of disposition equal to the amount received by the ETF (other than amount received or deemed to have been received on account of interest) on such redemption or repayment. Generally, on any disposition by the ETF of an indebtedness, interest accrued thereon to the date of disposition and not yet due will be included in computing the ETF's income, except to the extent such amount was otherwise included in the ETF's income, and will be excluded in computing the ETF's proceeds of disposition of the indebtedness.

An ETF will also be required to include in its income for each taxation year any dividends received (or deemed to be received) by it in such year on a security held in its portfolio.

In general, gains and losses realized by an ETF from derivative transactions and in respect of short sales of securities (other than Canadian securities) will be on income account except where such derivatives are used to hedge portfolio securities held on capital account provided there is sufficient linkage, subject to the DFA Rules discussed below, and will be recognized for tax purposes at the time they are realized by the ETF in accordance with the CRA's published administrative practice. Gains or losses in respect of currency hedges entered into in respect of amounts invested in the portfolio of an ETF will constitute capital gains and capital losses to the ETF if the subject of the currency hedge is on capital account to the ETF and provided there is sufficient linkage. The Tax Act includes rules which clarify that the DFA Rules generally would not apply to such foreign currency hedges.

The DFA Rules target certain financial arrangements (referred to as "derivative forward agreements") that seek to reduce tax by converting, through the use of derivative contracts, the return on an investment that would otherwise have the character of ordinary income to a capital gain. The DFA Rules are broadly drafted and could apply to other agreements or transactions (including certain options contracts). If the DFA Rules were to apply to derivatives used by an ETF, returns realized in respect of the property underlying such derivatives would be treated as ordinary income or losses rather than capital gains and capital losses. In general, the writing of a covered call option by an ETF in the manner described under the heading "Investment Strategies – General Investment Strategies of the Covered Call ETFs" is not expected to be subject to the DFA Rules.

DLR only holds cash and Cash Equivalents denominated in foreign currencies and each Index ETF invests and holds equity securities of Constituent Issuers that are denominated in Canadian dollars, U.S. dollars or other foreign currencies. Each ETF is required to compute all amounts in Canadian dollars for purposes of the Tax Act in accordance with the detailed rules in the Tax Act in that regard and accordingly may realize gains or losses by virtue of the fluctuation in the value of the foreign currencies relative to Canadian dollars on a disposition of property that is not denominated in Canadian dollars.

To the extent an ETF holds trust units issued by a trust resident in Canada that is not at any time in the relevant taxation year a "SIFT trust" and held as capital property for purposes of the Tax Act, the ETF will be required to include in the calculation of its income the net income, including net taxable capital gains, paid or payable to the ETF by such trust in the calendar year in which that taxation year ends, notwithstanding that certain of such amounts may be reinvested in additional units of the trust. Provided that appropriate designations are made by such trust, generally net taxable capital gains realized by the trust, foreign source income of the trust and taxable dividends from taxable Canadian corporations received by the trust that are paid or payable by the trust to the ETF will effectively retain their character in the hands of the ETF. The ETF will be required to reduce the adjusted cost base of units of such trust by any amount paid or payable by the trust to the ETF except to the extent that the amount was included in calculating the income of the ETF or was the ETF's share of the non-taxable portion of capital gains of the trust, the taxable portion of which was designated in respect of the ETF. If the adjusted cost base to the ETF of such units becomes a negative amount at any time in a taxation year of the ETF, that negative amount will be deemed to be a capital gain realized by the ETF in that taxation year and the ETF's adjusted cost base of such units will be increased by the amount of such deemed capital gain to zero.

In general, an ETF will realize a capital gain (or capital loss) upon a disposition of its property (including a conversion of foreign currency to Canadian dollars) to the extent the proceeds of disposition received on such disposition net of any amounts included as interest on the disposition of the property and any reasonable costs of disposition exceed (or are less than) the adjusted cost base of such property (all computed in Canadian dollars at the relevant time using the relevant exchange rate for purposes of the Tax Act) unless the ETF were considered to be trading or dealing in securities or otherwise carrying on a business of buying and selling securities or the ETF has acquired the property in a transaction or transactions considered to be an adventure or concern in the nature of trade. Each ETF is acquiring and holding its property for the purpose of earning income and such properties will only be disposed of, to the extent necessary, to pay expenses of the ETF, to fund redemptions of Units which cannot be satisfied out of the income earned by its property, and (in the case of an Index ETF) to rebalance its portfolio to align it with the Underlying Index. In addition, each Index ETF that holds "Canadian securities" (as defined in the Tax Act) has made an election in accordance with subsection 39(4) of the Tax Act to have each of its Canadian securities treated as capital property. On the foregoing bases, each ETF takes the position that gains and losses realized on the disposition of its properties are capital gains and capital losses.

Premiums received on covered call options written by a Covered Call ETF that are not exercised prior to the end of a year will constitute capital gains of the Covered Call ETF in the year received, unless such premiums are received by the Covered Call ETF as income from a business of buying and selling securities or the Covered Call ETF has engaged in a transaction or transactions considered to be an adventure or concern in the nature of trade. The Manager takes the position that the Covered Call ETFs purchase their portfolio of securities with the objective of earning dividends thereon over the life of the Covered Call ETF and write covered call options with the objective of increasing the yield on the portfolio beyond the dividends and other distributions received on such securities. Based on the foregoing and in accordance with the CRA's published administrative practices, transactions undertaken by the Covered Call ETFs in respect of securities comprising the portfolio and options on such securities are treated and reported by the Covered Call ETFs as arising on capital account. Premiums received by the Covered Call ETFs on covered call options that are subsequently exercised will be added in computing the proceeds of disposition to the Covered Call ETFs of the securities disposed of by the Covered Call ETF upon the exercise of such call options. In addition, where the premium was in respect of an option granted in a previous year so that it constituted a capital gain of the Covered Call ETF in the previous year, such capital gain will be reversed.

An ETF may be liable to pay foreign income or profits tax to foreign jurisdictions on its income earned from its investments (including Cash Equivalents). To the extent that any such foreign tax paid by the ETF exceeds 15% of the amount included in the ETF's income from such investments, such excess may generally be deducted by the ETF in computing its net income for the purposes of the Tax Act. To the extent that any such foreign tax paid does not exceed 15% of the amount included in the ETF's income from such investments and has not been deducted in computing the ETF's income, the ETF may designate in respect of a Holder a portion of its foreign source income which can reasonably be considered to be part of the ETF's income distributed to such Holder so that such income and a portion of the foreign tax paid by the ETF may be regarded as foreign source income of, and foreign tax paid by, the Holder for the purposes of the foreign tax credit provisions of the Tax Act.

Each ETF will be entitled for each taxation year throughout which it is a "mutual fund trust" to reduce (or receive a refund in respect of) its liability, if any, for tax on its net realized capital gains by an amount determined under the Tax Act based on the redemption of its Units during the year ("**capital gains refund**"). In certain circumstances, the capital gains refund in a particular taxation year may not completely offset the tax liability of an ETF for such taxation year.

An ETF is entitled to deduct an amount equal to the reasonable expenses that it incurs in the course of issuing Units of the ETF that is not reimbursed. Such issue expenses will be deductible by the ETF ratably over a five-year period subject to reduction in any taxation year which is less than three hundred and sixty-five (365) days. In computing its income under the Tax Act, an ETF may deduct reasonable administrative and other expenses incurred to earn income from property or a business, which may include interest paid on money borrowed to invest in securities in the ETF's portfolio. An ETF may not deduct interest on borrowed funds that are used to fund redemptions of its Units.

In certain circumstances, the amount of interest on money borrowed to invest in a trust or other entity that may be deducted may be reduced on a pro rata basis in respect of distributions from the trust or other entity that are a return of capital and which are not reinvested for an income earning purpose. While the ability to deduct interest depends on the facts, it is possible that part of the interest payable by an ETF in connection with money borrowed to acquire certain securities held in its portfolio could be non-deductible where such distributions have been made to the ETF, thereby increasing the net income of the ETF for tax purposes and the taxable component of distributions to Holders. Moreover, if the EIFEL Rules are enacted as proposed and if such proposals apply to the ETFs, the amount of interest and other financing expenses otherwise deductible by an ETF may be reduced and the taxable component of distributions by the ETF to its Unitholders may be increased accordingly.

Losses incurred by an ETF in a taxation year cannot be allocated to Unitholders of such ETF, but may be deducted by the ETF in future years in accordance with the detailed rules in the Tax Act.

In certain situations, if an ETF disposes of property and would otherwise realize a capital loss, the loss will be suspended. This may occur if the ETF disposes of property, and the ETF, or a person affiliated with the ETF, acquires the same property, or property identical to the property disposed of, during the period that begins 30 days before and ends 30 days after the disposition of property and the ETF, or a person affiliated with the ETF, holds it at

the end of that period. If a loss is suspended, the ETF cannot deduct the capital loss from the ETF's capital gains until the substituted property is sold and not reacquired by the ETF, or a person affiliated with the ETF, within 30 days before and 30 days after the sale.

### ***Taxation of Holders***

A Holder will generally be required to include in computing income for a particular taxation year of the Holder such portion of the net income of an ETF, including the taxable portion of any net realized capital gains, as is paid or becomes payable to the Holder in that year (whether paid in cash, in Units or automatically reinvested in additional Units of the ETF), including any Management Fee Distributions. In the case of an ETF that has validly elected to have a December 15 taxation year end, amounts paid or payable by an ETF to a Holder after December 15 and before the end of the calendar year are deemed to have been paid or become payable to the Holder on December 15.

The non-taxable portion of an ETF's net realized capital gains, the taxable portion of which was designated in respect of a Holder for a taxation year, that is paid or becomes payable to the Holder in that taxation year will not be included in computing the Holder's income for the year. Any other amount in excess of a Holder's share of the net income of an ETF for a taxation year that is paid or becomes payable to the Holder in the year (i.e., returns of capital) will not generally be included in the Holder's income for the year, but will reduce the adjusted cost base of the Holder's Units of an ETF. To the extent that the adjusted cost base of a Unit of an ETF would otherwise become a negative amount, the negative amount will be deemed to be a capital gain and the adjusted cost base of the Unit to the Holder will be reset to zero.

Provided that appropriate designations are made by an ETF, such portion of the net realized taxable capital gains of the ETF, taxable dividends from taxable Canadian corporations, the foreign source income of the ETF as is paid or becomes payable to a Holder and the relevant portion of foreign taxes paid or deemed to be paid by the ETF, if any, will effectively retain their character and be treated as such in the hands of the Holder for purposes of the Tax Act. A Holder may be entitled to claim a foreign tax credit in respect of foreign taxes designated to such Holder in accordance with the detailed rules in the Tax Act. To the extent that amounts are designated as taxable dividends from taxable Canadian corporations, the gross-up and dividend tax credit rules under the Tax Act will apply (including the rules in respect of "eligible dividends").

Any loss of an ETF for purposes of the Tax Act cannot be allocated to, and cannot be treated as a loss of, a Holder.

Under the Tax Act, an ETF is permitted to deduct, in computing its income for a taxation year, an amount that is less than the amount of its distributions of income and net taxable capital gains for the year to the extent necessary to enable the ETF to use, in the taxation year, losses from prior years without affecting the ability of the ETF to distribute its income and net taxable capital gains annually. In such circumstances, the amount distributed to a Holder of an ETF, but not deducted by the ETF, will not be included in the Holder's income. However, the adjusted cost base of a Holder's Units in the ETF will be reduced by such amount.

On the disposition or deemed disposition of a Unit of an ETF, including on a redemption, a Holder will realize a capital gain (or capital loss) to the extent that the Holder's proceeds of disposition (other than any amount payable by the ETF on a redemption which represents capital gains allocated and designated to the redeeming Holder), net of any reasonable costs of disposition, exceed (or are less than) the adjusted cost base of the Unit of the ETF. For the purpose of determining the adjusted cost base of a Holder's Units of a particular class of an ETF, when additional Units of that class of the ETF are acquired by the Holder, the cost of the newly acquired Units of the ETF will be averaged with the adjusted cost base of all Units of such ETF of the same class owned by the Holder as capital property immediately before that time. For this purpose, the cost of Units of an ETF that have been issued on a reinvested distribution or on a distribution paid in Units will generally be equal to the amount of the distribution. A consolidation of Units of an ETF as described under "Distribution Policy" following a reinvested distribution or a distribution paid in Units will not be regarded as a disposition of Units of the ETF and will not affect the aggregate adjusted cost base to a Holder. If a Holder participates in the Reinvestment Plan and the Holder acquires a Unit from the ETF at a price that is less than the then fair market value of the Unit, it is the administrative position of the CRA that the Holder must include the difference in income and that the cost of the Unit will be correspondingly increased. The redemption of any fraction of a Unit will likely result in a capital gain (or capital loss) for the redeeming Holder.

In the case of an exchange of Units for a Basket of Securities, a Holder's proceeds of disposition of Units would generally be equal to the aggregate of the fair market value of the distributed property and the amount of any cash received. The cost to a Holder of any property received from the ETF upon the exchange will generally be equal to the fair market value of such property at the time of the distribution.

Pursuant to the Trust Declaration, an ETF may allocate and designate any income or capital gains realized by such ETF as a result of any disposition of property of the ETF undertaken to permit or facilitate the redemption of Units to a Unitholder whose Units are being redeemed. In addition, each ETF has the authority to distribute, allocate and designate any income or capital gains of such ETF to a Unitholder of such ETF who has redeemed Units of the ETF during a year in an amount equal to the Unitholder's share, at the time of redemption, of the ETF's income and capital gains for the year or such other amount that is determined by the ETF to be reasonable. Any such allocations and designations will reduce the redemption price otherwise payable to the redeeming Unitholder, but, for greater certainty, will not reduce the amount of cash that the Unitholder will receive in respect of the redemption.

Recent amendments to the Tax Act that are applicable to trusts that are "mutual fund trusts" for purposes of the Tax Act throughout the taxation year prohibit an ETF from deducting income that is allocated to redeeming Unitholders. In addition, capital gains allocated and designated to redeeming Unitholders will generally only be deductible to an ETF to the extent of the redeeming Unitholders' pro rata share (as determined under the Tax Act) of the net taxable capital gains of such ETF for the year. Any such income or taxable capital gains that would not be deductible by an ETF if allocated to redeeming or exchanging Unitholders may be made payable to non-redeeming or non-exchanging Unitholders of such ETF so that such ETF will not be liable for non-refundable income tax thereon. Accordingly, the amounts and taxable component of distributions to non-redeeming or non-exchanging Unitholders of an ETF may be greater than they would have been in the absence of such amendments.

In general, one-half of any capital gain (a "**taxable capital gain**") realized by a Holder on the disposition of Units of an ETF or designated by an ETF in respect of the Holder in a taxation year will be included in computing the Holder's income for that year and one-half of any capital loss (an "**allowable capital loss**") realized by the Holder on the disposition of Units of an ETF in a taxation year generally must be deducted from taxable capital gains realized by the Holder or designated by the ETF in respect of the Holder in accordance with the detailed provisions of the Tax Act. Allowable capital losses for a taxation year in excess of taxable capital gains for that taxation year may be carried back and deducted in any of the three preceding taxation years or carried forward and deducted in any subsequent taxation year against taxable capital gains in accordance with the provisions of the Tax Act.

A Holder will be required to compute all amounts, including distributions, the adjusted cost base of Units of an ETF and proceeds of disposition, in Canadian dollars for purposes of the Tax Act in accordance with the detailed rules in the Tax Act in that regard and may, as a result, realize foreign exchange gains or losses. For example, if a Holder acquires US\$ Units, because the proceeds of disposition would be valued in U.S. dollars, the Holder may realize a foreign exchange gain or loss if the exchange rate between the Canadian and U.S. dollar at the time of purchase of the US\$ Units differs from the exchange rate at the time such US\$ Units are disposed of.

Amounts designated by an ETF to a Holder of such ETF as taxable capital gains or dividends from taxable Canadian corporations and taxable capital gains realized on the disposition of Units of the ETF may increase the Holder's liability for alternative minimum tax.

### ***Taxation of Registered Plans***

Distributions received by Registered Plans on Units of an ETF and capital gains realized by Registered Plans on the disposition of such Units while the Units are a qualified investment for Registered Plans will be exempt from income tax in the Registered Plan. Withdrawals from such Registered Plans (other than a TFSA and certain withdrawals from an FHSA, RESP or RDSP) are generally subject to tax under the Tax Act. Holders should consult their own advisors regarding the tax implications of establishing, amending, terminating or withdrawing amounts from a Registered Plan.

A Unitholder who is a holder of a TFSA, FHSA or RDSP, or an annuitant of a RRSP or RRIF, or a subscriber of an RESP that holds Units will be subject to an additional tax as set out in the Tax Act if the Units are "prohibited investments" for such TFSA, FHSA, RRSP, RRIF, RESP or RDSP. A "prohibited investment" includes a unit of a

trust which does not deal at arm's length with the holder, subscriber or annuitant, or in which the holder, subscriber or annuitant has a significant interest, which, in general terms, means the ownership of 10% or more of the fair market value of an ETF's outstanding Units by the holder, subscriber or annuitant, either alone or together with persons and partnerships with whom the holder, subscriber or annuitant does not deal at arm's length. In addition, the Units of an ETF will not be a prohibited investment if such Units are "excluded property" as defined in the Tax Act for a trust governed by a TFSA, FHSA, RRSP, RRIF, RESP or RDSP. Holders are advised to consult their own tax advisors regarding the application of these rules.

In the case of an exchange of Units of an ETF for a Basket of Securities, the investor may receive securities that may or may not be qualified investments under the Tax Act for Registered Plans or registered pension plans. If such securities are not qualified investments for Registered Plans, such Registered Plans (and, in the case of certain Registered Plans, the annuitants, beneficiaries or subscribers thereunder or holders thereof) may be subject to adverse tax consequences. Investors should consult their own tax counsel for advice on whether or not such securities would be qualified investments for Registered Plans or registered pension plans.

### ***Tax Implications of an ETF's Distribution Policy***

The net asset value per Unit of an ETF will, in part, reflect any income and gains of the ETF that have accrued or been realized, but have not been made payable at the time Units of the ETF were acquired. Accordingly, a Holder of an ETF who acquires Units of the ETF, including on a reinvestment of distributions or a distribution paid in Units, may become taxable on the Holder's share of such income and gains of the ETF. In particular, an investor who acquires Units of an ETF shortly before a distribution is paid or made payable will have to pay tax on the entire distribution (to the extent it is a taxable distribution) regardless of the fact that the investor only recently acquired such Units. Further, in the case of an ETF that has validly elected to have a December 15 taxation year end, where a Holder acquires Units in a calendar year after December 15 of such year, such Holder may become taxable on income earned or capital gains realized in the taxation year ending on December 15 of such calendar year but that had not been made payable before the Units were acquired.

## **ORGANIZATION AND MANAGEMENT DETAILS OF THE ETFs**

### ***Manager of the ETFs***

Horizons ETFs Management (Canada) Inc., a corporation existing under the laws of Canada, is the manager, investment manager and trustee of each ETF. The Manager is responsible for providing or arranging for the provision of administrative services and management functions required by the ETFs. The principal office of Horizons is 55 University Avenue, Suite 800, Toronto, Ontario, M5J 2H7. Horizons was originally incorporated under the laws of Canada under the name BetaPro Management Inc. and was primarily organized for the purpose of managing investment products, including the ETFs.

Horizons and its subsidiaries are an innovative financial services organization distributing the Horizons family of leveraged, inverse leveraged, inverse, index and actively managed exchange traded funds. Horizons is a wholly-owned subsidiary of Mirae Asset.

Mirae Asset Investments is the asset management entity of the Mirae Asset Financial Group, a global financial group providing comprehensive services to clients worldwide – including asset management, wealth management, investment banking, life insurance and venture capital. With over 12,500 employees, the Mirae Asset Financial Group has a presence in America, Australia, Brazil, Canada, China, Colombia, Hong Kong, India, Indonesia, Japan, Mongolia, Singapore, the United Kingdom and Vietnam. Headquartered in Seoul, South Korea, the Mirae Asset Financial Group is one of the largest independent financial groups in Asia and manages approximately US\$548 billion in assets globally as of March 31, 2023.

### ***Officers and Directors of the Manager***

The name, municipality of residence, office and principal occupation of the executive officers and directors of the Manager are as follows:

<b>Name and Municipality of Residence</b>	<b>Date Individual became a Director</b>	<b>Position with Manager</b>	<b>Principal Occupation</b>
Rohit Mehta Toronto, Ontario	May 1, 2023	Director, President, Chief Executive Officer and Ultimate Designated Person	Director, President, Chief Executive Officer and Ultimate Designated Person, Horizons (since May, 2023); Senior Vice President, Head of Distribution, Guardian Retail Asset Management, Guardian Capital LP (2020-2023); Executive Vice-President, Head of Marketing, Product and Data Analytics, CI Financial Corp. (2017-2020); President, First Asset Investment Management Inc. (2017-2020).
Thomas Park, New York, New York	November 14, 2011	Director and Chief Corporate Development Officer	Director, Horizons (since 2011); Chief Corporate Development Officer, Horizons (since 2015); President, Mirae Asset Global Investments (USA) (Since 2020); Executive Managing Director, Mirae Asset Global Investments (2008-2020); Associate, Goldman Sachs International (2006, 2007-2008); Senior Consultant, KPMG Consulting (Bearing Point) (2001-2005).
Young Kim, Seoul, South Korea	December 1, 2021	Director	Director, Horizons (since 2021); Managing Director, Head of Global Business, Mirae Asset Global Investments (since 2017).
Jooyoung Yun, Tokyo, Japan	February 20, 2020	Director	CIO and Head of Investment Solutions Department, Global X Japan (since 2020); Head of ETF Management Division, Mirae Asset Global Investments (2011-2020).
Julie Stajan, Oakville, Ontario	N/A	Chief Financial Officer	Chief Financial Officer, Horizons (since 2015); Senior Vice President, Finance and Controller, Horizons (since 2012); Senior Vice President, Finance & Investment Funds, Horizons Investment Management Inc. (2011-2012).
Jasmit Bhandal Toronto, Ontario	November 22, 2022	Director and Chief Operating Officer	Chief Operating Officer, Horizons (since 2020); Interim President and Chief Executive Officer, Horizons (2022-2023); Vice-President, Head of Canada ETF Product Strategy & Development, Invesco Canada (2017-2020); Vice-President, ETFs, Mackenzie Investments (2015-2016).
Jeff Lucyk, Toronto, Ontario	N/A	Senior Vice President, Head of Retail Sales	Senior Vice President, Head of Retail Sales, Horizons (since 2016); Senior Vice President, Vice President, National Sales Manager, Norrep Capital Management Ltd. (2009-2016).
McGregor Sainsbury, Toronto, Ontario	N/A	General Counsel and Secretary	General Counsel and Secretary, Horizons (since 2011).

<b>Name and Municipality of Residence</b>	<b>Date Individual became a Director</b>	<b>Position with Manager</b>	<b>Principal Occupation</b>
Robert Moher, Toronto, Ontario	N/A	Chief Compliance Officer (pending regulatory approval)	Chief Compliance Officer (pending regulatory approval), Horizons (since 2023); Director, Compliance, Aviso Wealth (2020-2023); Director and Privacy Officer, Compliance, IGM Financial (2019-2020); Senior Manager, Legal and Regulatory Compliance Group, BMO Global Asset Management (2017-2019).

Where a person has held multiple positions within a company, the above table generally sets out only the current or most recently held position or positions held at that company, while the start dates generally refer to the date of the first position held at that company or the first of the listed positions held by the person at that company. Each director will hold his or her position until the next annual general meeting of the Manager at which time he/she may be re-elected.

#### ***Ownership of Securities of the Manager***

No securities of the Manager are owned of record or beneficially by any of the directors and executive officers of the Manager.

For a description of the compensation arrangements of the independent review committee of the ETFs, see “Organization and Management Details of the ETFs – Independent Review Committee”.

#### ***Duties and Services to be Provided by the Manager***

Pursuant to the Trust Declaration, the Manager has full authority and responsibility to manage and direct the business and affairs of the ETFs, to make all decisions regarding the business of the ETFs and to bind the ETFs. The Manager may delegate certain of its powers to third parties where, in the discretion of the Manager, it would be in the best interests of the ETFs to do so.

The Manager is entitled to the Management Fee in consideration of the services it provides to an ETF. Such services include, but are not limited to: negotiating contracts with certain third-party service providers, including, but not limited to, investment managers, counterparties, custodians, registrars, transfer agents, valuation agents, Designated Brokers, Dealers, auditors and printers; authorizing the payment of operating expenses incurred on behalf of the ETFs; ensuring the maintenance of accounting records for the ETFs; preparing the reports to Unitholders of the ETFs and to the applicable Securities Regulatory Authorities; calculating the amount and determining the frequency of distributions by the ETFs; preparing financial statements, income tax returns and financial and accounting information as required by the ETFs; ensuring that Unitholders of each ETF are provided with financial statements and other reports as are required from time to time by applicable law; ensuring that each ETF complies with all other regulatory requirements including the continuous disclosure obligations of such ETF under applicable securities laws; administering purchases, redemptions and other transactions in Units of each ETF; arranging for any payments required upon termination of an ETF; and dealing and communicating with Unitholders of the ETFs. The Manager will provide office facilities and personnel to carry out these services, if not otherwise furnished by any other service provider to the ETFs. The Manager will also monitor the investment strategy of each ETF to ensure that each ETF complies with its investment objective, investment strategies and investment restrictions and practices.

The Manager is required to exercise its powers and discharge its duties honestly, in good faith and in the best interests of the Unitholders of the ETFs, and to exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances. The Trust Declaration provides that the Manager will not be liable to the ETFs or to any Unitholder of an ETF or any other person for any loss or damage relating to any matter regarding



an ETF, including any loss or diminution of value of the assets of such ETF if it has satisfied its standard of care set forth above.

The Manager and each of its directors, officers, employees and agents may be indemnified out of the assets of the ETFs from and against all claims whatsoever, including costs, charges and expenses in connection therewith, brought, commenced or prosecuted against it for or in respect of any act, deed, matter or thing whatsoever made, done or omitted in or in relation to the execution of its duties to the ETFs as long as the person acted honestly and in good faith with a view to the best interests of the ETFs.

The Manager may resign upon 90 days' prior written notice to the Trustee or upon such lesser notice period as the Trustee may accept. The Manager may also be removed by the Trustee on at least 90 days' written notice to the Manager. The Trustee shall make every effort to select and appoint a successor manager prior to the effective date of the Manager's resignation. As compensation for the management services it provides to the ETFs, the Manager is entitled to receive Management Fees from the ETFs.

The Manager also serves as the investment manager to the ETFs. The Manager operates as a portfolio manager under the *Securities Act* (Ontario) and in certain other provinces pursuant to applicable legislation. The Manager also operates as a commodity trading manager under the *Commodity Futures Act* (Ontario). The principal office of the Manager is at 55 University Avenue, Suite 800, Toronto, Ontario, M5J 2H7. The Manager provides investment advisory and portfolio management services to the ETFs in its capacity as investment manager. The senior officers of the Manager principally responsible for providing advice to the ETFs are as follows:

<b>Name and Municipality of Residence</b>	<b>Position with the Manager</b>	<b>Principal Occupation</b>
Paul Ng, Toronto, Ontario	Vice President, Investment Operations & Portfolio Manager	Vice President, Investment Operations & Portfolio Manager, the Manager (since 2010).
Andrew Albrecht, Toronto, Ontario	Senior Investment Operations Analyst & Portfolio Manager	Senior Investment Operations Analyst & Portfolio Manager, Horizons

Where a person has held multiple positions within a company, the above table sets out only the current or most recently held position or positions held at that company, and the start dates refer to the date of the first position held or the first of the listed positions held by the person at that company.

#### ***The Sub-Advisor (INOC)***

IAM, a corporation existing under the laws of Canada, is the Sub-Advisor of INOC. The principal office of IAM is located in Montreal, Quebec. IAM operates as a portfolio manager under the *Securities Act* (Québec) and IAM is, or will be prior to the provision of services to INOC, registered as a portfolio manager under the *Securities Act* (Ontario). IAM will provide the Manager with advice and recommendations on the selection of securities to assist INOC in meeting its investment objective. The advice and recommendations of IAM are not subject to the oversight, approval or ratification of a committee.

#### ***Key Employees of IAM***

Christian Godin is IAM's Senior Portfolio Manager. Before joining IAM, Christian was Head of Equity at Montrusco Bolton Investment were in started in 2001 as Senior Analyst. He also worked at Merrill Lynch Canada, Midland Walwyn Capital and CTI Capital. He currently sits on the boards of directors for private and public organisations. Christian holds a B.A.A. commerce from l'UQAM and a M.Sc. Finance from the HEC.

### *Details of the Sub-Advisory Agreement –INOC*

Pursuant to the Sub-Advisory Agreement, the Sub-Advisor provides the Manager with advice and recommendations on the selection of securities INOC to assist INOC in meeting its investment objective. The services provided by the Sub-Advisor to the Manager are not exclusive and nothing prevents any of the Sub-Advisor from providing similar services to others (whether or not their investment objectives, strategies or criteria are similar to those of INOC) or from engaging in other activities.

Under the Sub-Advisory Agreement, the Sub-Advisor is required to act at all times on a basis that is fair and reasonable to INOC, to act honestly and in good faith with a view to the best interests of INOC and, in connection therewith, to exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances. The Sub-Advisory Agreement provides that the Sub-Advisor shall not be liable in any way for any default, failure or defect in any of the securities of INOC, nor will it be liable if it has satisfied the duties and standard of care, diligence and skill set forth above. The Sub-Advisor will, however, incur liability in cases of wilful misconduct, bad faith, negligence or breach of its obligations under the Sub-Advisory Agreement.

The Sub-Advisory Agreement, unless terminated as described below, will continue in effect until INOC is terminated. The Manager may terminate the Sub-Advisory Agreement upon providing the Sub-Advisor not less than 90 days' prior written notice. The Manager may terminate the Sub-Advisory Agreement in certain additional circumstances, including if the Sub-Advisor is not registered or exempt from registration as an advisor under applicable laws or if the Sub-Advisor has committed certain events of bankruptcy or insolvency or is in material breach or default of the provisions thereof and such breach or default has not been cured within 20 business days after written notice thereof has been given by the Manager to the Sub-Advisor.

The Sub-Advisor may terminate the Sub-Advisory Agreement upon providing the Manager not less than 90 days' prior written notice. The Sub-Advisor may terminate the Sub-Advisory Agreement in certain additional circumstances, including if the Manager has committed certain events of bankruptcy or insolvency or if the Manager or the Manager is in material breach or default of the provisions thereof and such breach or default has not been cured within 20 business days after written notice thereof has been given to the Manager.

Pursuant to the Sub-Advisory Agreement, the Manager is responsible for the fees of the Sub-Advisor which are all, ultimately, paid out of the Manager's fees. There are no additional fees payable by INOC to its Sub-Advisor. See "Fees and Expenses".

### ***The Sub-Advisor (HGGB)***

Established in 2008, Mirae Asset USA, an affiliate of the Manager, is an investment adviser registered with the United States Securities and Exchange Commission. Mirae Asset USA focuses on investing in the emerging markets with active, bottom-up strategies that leverage the firm's emerging market expertise and on-the-ground presence to deliver high-conviction portfolios and quality long-term performance. As of May 31, 2023, Mirae Asset USA had assets under management of approximately USD 4.25 billion.

### *Key Employees of Mirae Asset USA*

#### *Joon Hyuk Heo*

As Co-CEO of Mirae Asset USA, Joon Hyuk is responsible for the investment management of the Mirae Asset Global Investment Group's (the "Group") global fixed income strategies and supervises the investment and research analysis activities of the global fixed income investment team in the USA. Joon Hyuk first joined the Group in 1999 as a macro analyst and portfolio manager for Mirae Asset Global Investments Co., Ltd., managing fixed income strategies investing in Korea. From 2006, he started to cover global fixed income strategies. He was later promoted to lead portfolio manager of the Group's global fixed income funds in 2008, including the flagship Global Dynamic fixed income strategy. After working out of the Group's Hong Kong Office and Seoul Headquarters, he was transferred to Mirae Asset USA in 2011. Joon Hyuk was named Chief Executive Officer of Mirae Asset USA in December 2019. Joon Hyuk holds a B.A. in Economics from Seoul National University and is a CFA charterholder.

*Ethan Yoon*

As a Senior Portfolio Manager of emerging markets corporate debt at Mirae Asset USA, Ethan is responsible for the investment management of the Group's emerging markets corporate strategies and supervises the investment and research analysis activities of emerging market corporate in the USA. Ethan first joined the Group in 2010 as a credit analyst for Mirae Asset Global Investments Co., Ltd., covering the global financial sector. He became a portfolio manager and senior credit analyst for emerging markets corporate debt in 2014. Previously, Ethan worked as an equity research analyst at Lusight Research in Toronto, responsible for analyzing the global emerging markets financial sector for four years. Prior to that, he worked at CIBC and its affiliates in various investment-related roles. Ethan holds a B.S. in Human Biology and Economics from the University of Toronto. And he is a CFA charterholder and a CMA (Certified Management Accountant).

*Young Sang Kim*

As a Senior Portfolio Manager of US investment grade corporate debt at Mirae Asset USA, Young Sang is responsible for the investment management of the Group's US investment grade corporate debt strategies and supervises the investment and research analysis activities of US investment grade corporate debt market in the USA. Young Sang first joined the Group in 2010 as a credit analyst for Mirae Asset Global Investments Co., Ltd., covering the global corporate sector. He became a portfolio manager and senior credit analyst for US investment grade corporate debt in 2016. Previously, Young Sang worked as a credit ratings analyst at Korea Ratings in Seoul, South Korea, responsible for analyzing the corporate credit ratings for three years. Prior to that, he worked at Industrial Bank of Korea as corporate credit analyst. Young Sang holds a B.S. in Economics from Seoul National University.

*Details of the Sub-Advisory Agreement –HGGB*

Pursuant to the Sub-Advisory Agreement, the Sub-Advisor provides the Manager with advice on the selection of securities to assist HGGB in meeting its investment objective. The Sub-Advisor will also manage the execution of portfolio transactions. The services provided by the Sub-Advisor to the Manager are not exclusive and nothing prevents any of the Sub-Advisor from providing similar services to others (whether or not their investment objectives, strategies or criteria are similar to those of HGGB) or from engaging in other activities.

Under the Sub-Advisory Agreement, the Sub-Advisor is required to act at all times on a basis that is fair and reasonable to HGGB, to act honestly and in good faith with a view to the best interests of HGGB and, in connection therewith, to exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances. The Sub-Advisory Agreement provides that the Sub-Advisor shall not be liable in any way for any default, failure or defect in any of the securities of HGGB, nor will it be liable if it has satisfied the duties and standard of care, diligence and skill set forth above. The Sub-Advisor will, however, incur liability in cases of wilful misconduct, bad faith, negligence or breach of its obligations under the Sub-Advisory Agreement.

The Sub-Advisory Agreement, unless terminated as described below, will continue in effect until HGGB is terminated. The Manager may terminate the Sub-Advisory Agreement upon providing the Sub-Advisor not less than 90 days' prior written notice. The Manager may terminate the Sub-Advisory Agreement in certain additional circumstances, including if the Sub-Advisor is not registered or exempt from registration as an advisor under applicable laws or if the Sub-Advisor has committed certain events of bankruptcy or insolvency or is in material breach or default of the provisions thereof and such breach or default has not been cured within 20 business days after written notice thereof has been given by the Manager to the Sub-Advisor.

The Sub-Advisor may terminate the Sub-Advisory Agreement upon providing the Manager not less than 90 days' prior written notice. The Sub-Advisor may terminate the Sub-Advisory Agreement in certain additional circumstances, including if the Manager has committed certain events of bankruptcy or insolvency or if the Manager or the Manager is in material breach or default of the provisions thereof and such breach or default has not been cured within 20 business days after written notice thereof has been given to the Manager.

Pursuant to the Sub-Advisory Agreement, the Manager is responsible for the fees of the Sub-Advisor which are all, ultimately, paid out of the Manager's fees. There are no additional fees payable by HGGB to its Sub-Advisor. See "Fees and Expenses".

### ***Designated Brokers***

The Manager, on behalf of the ETFs, has entered into a Designated Broker Agreement with a Designated Broker pursuant to which the Designated Broker has agreed to perform certain duties relating to the ETFs including, without limitation: (i) to subscribe for a sufficient number of Units of an ETF to satisfy the TSX's original listing requirements; (ii) to subscribe for Units of an ETF on an ongoing basis, and (iii) to post a liquid two way market for the trading of Units of an ETF on the TSX. Payment for Units of an ETF must be made by the Designated Broker, and Units of an ETF will be issued, by no later than the second Trading Day after the subscription notice has been delivered.

A Designated Broker may terminate a Designated Broker Agreement at any time by giving Horizons at least six months' prior written notice of such termination. Horizons may terminate a Designated Broker Agreement at any time, without prior notice, by sending a written notice of termination to the Designated Broker.

Units of an ETF do not represent an interest or an obligation of any Designated Broker or Dealer or any affiliate thereof and a Unitholder of an ETF will not have any recourse against any such parties in respect of amounts payable by the ETF to such Designated Brokers or Dealers.

A Designated Broker may, from time to time, reimburse the Manager for certain expenses incurred by the Manager in the normal course of its business.

### ***Conflicts of Interest***

The Manager and its respective principals and affiliates (each, an "**ETF Manager**") do not devote their time exclusively to the management of the ETFs. The ETF Managers perform similar or different services for others and may sponsor or establish other investment funds (public and private) during the same period that they act on behalf of the ETFs. The ETF Managers therefore will have conflicts of interest in allocating management time, services and functions to the ETFs and the other persons for which they provide similar services.

The ETF Managers may trade and make investments for their own accounts, and such persons currently trade and manage and will continue to trade and manage accounts other than the accounts of the ETFs utilizing trading and investment strategies which are the same as or different from the ones to be utilized in making investment decisions for the ETFs. In addition, in proprietary trading and investment, the ETF Managers may take positions the same as, different than or opposite to those of the ETFs. Furthermore, all of the positions held by accounts owned, managed or controlled by the Manager will be aggregated for purposes of applying certain exchange position limits. As a result, an ETF may not be able to enter into or maintain certain positions if such positions, when added to the positions already held by the ETF and such other accounts, would exceed applicable limits. All of such trading and investment activities may also increase the level of competition experienced with respect to priorities of order entry and allocations of executed trades. See "Risk Factors".

The ETF Managers may at times have interests that differ from the interests of the Unitholders of the ETFs.

In evaluating these conflicts of interest, potential investors should be aware that the ETF Managers have a responsibility to the Unitholders to exercise good faith and fairness in all dealings affecting the ETFs. In the event that a Unitholder believes that one of the ETF Managers has violated its duty to such Unitholder, the Unitholder may seek relief for itself or on behalf of an ETF to recover damages from or to require an accounting by such ETF Manager. Unitholders should be aware that the performance by each ETF Manager of its responsibilities to an ETF will be measured in accordance with (i) the provisions of the agreement by which such ETF Manager has been appointed to its position with such ETF; and (ii) applicable laws.

The Manager is a wholly-owned subsidiary of Mirae Asset. Affiliates of the Manager may earn fees and spreads, directly and indirectly, in connection with various services provided to, or transactions with, an ETF or its service providers, including in connection with brokerage transactions, prime brokerage services and securities lending transactions, subject always to approval by the IRC of the ETFs and compliance with applicable law (or exemptive relief therefrom), and applicable internal policies and procedures. In effecting ETF portfolio transactions, the Manager places brokerage business with various broker-dealers on the basis of best execution, which includes a number of considerations such as price, speed, certainty of execution and total transaction cost. The Manager uses the same criteria in selecting all of its broker-dealers, regardless of whether the broker-dealer is an affiliate of the Manager. Subject to compliance with NI 81-102 and in accordance with the terms of the standing instructions of the IRC, to the extent that an affiliate of the Manager provides advisory services to a securities lending agent of an ETF, the Manager may receive a portion of the affiliate's revenue that it receives for those services. An affiliate of Mirae Asset may act as a Designated Broker, a Dealer and/or a registered trader (market maker). These relationships could create actual or perceived conflicts of interest which investors should consider in relation to an investment in an ETF. In particular, by virtue of these relationships, such affiliate of Mirae Asset may profit from the sale and trading of Units of an ETF. Such affiliate of Mirae Asset, as a market maker of the ETFs in the secondary market, may therefore have economic interests which differ from and may be adverse to those of Unitholders of the ETFs. In addition, the Manager may directly or indirectly earn licensing or sublicensing fees from third parties, including designated brokers and dealers or affiliates thereof, in respect of the licensing or sub-licensing of an Underlying Index by the Manager or the Index Provider.

NBF acts or may act as a Designated Broker, a Dealer and/or a registered trader (market maker). These relationships may create actual or perceived conflicts of interest which investors should consider in relation to an investment in an ETF. In particular, by virtue of these relationships, NBF may profit from the sale and trading of Units of an ETF. NBF, as market maker of the ETFs in the secondary market, may therefore have economic interests which differ from and may be adverse to those of Unitholders of the ETFs.

NBF's potential roles as a Designated Broker and a Dealer of the ETFs will not be as an underwriter of an ETF in connection with the primary distribution of Units of an ETF under this prospectus. NBF has not been involved in the preparation of this prospectus nor has it performed any review of the contents of this prospectus. NBF in its role as Designated Broker may, from time to time, reimburse the Manager for certain expenses incurred by the Manager in the normal course of its business. NBF or an affiliate thereof may also, from time to time, reimburse the Manager for certain expenses incurred by the Manager in connection with the securities lending activities of an ETF.

NBF and its affiliates may, at present or in the future, engage in business with an ETF, the issuers of securities making up the investment portfolio of an ETF, or with the Manager or any funds sponsored by the Manager or its affiliates, including by making loans, entering into derivative transactions or providing advisory or agency services. In addition, the relationship between NBF and its affiliates, and the Manager and its affiliates may extend to other activities, such as being part of a distribution syndicate for other funds sponsored by the Manager or its affiliates.

The Covered Call ETFs have obtained exemptive relief to permit them to invest in active exchange traded funds managed by the Manager or affiliates of the Manager.

### ***Independent Review Committee***

NI 81-107 requires that all publicly offered investment funds, such as the ETFs, establish an IRC and that the Manager must refer all conflict of interest matters in respect of the ETFs for review or approval by the IRC. NI 81-107 also requires the Manager to establish written policies and procedures for dealing with conflict of interest matters, to maintain records in respect of these matters and to provide the IRC with guidance and assistance in carrying out its functions and duties. According to NI 81-107, the IRC must be comprised of a minimum of three (3) independent members, and is subject to requirements to conduct regular assessments of its members and provide reports, at least annually, to the ETF and to its Unitholders in respect of those functions. The most recent report prepared by the IRC is available on the Manager's website ([www.horizonsetfs.com](http://www.horizonsetfs.com)), or at a Unitholder's request at no cost, by contacting an ETF at 55 University Avenue, Suite 800, Toronto, Ontario, M5J 2H7; telephone: 416-933-5745; toll free: 1-866-641-5739; fax: 416-777-5181.

Warren Law, Ed Akkawi and Gregory Chrispin are the current members of the IRC. Mr. Akkawi has resigned from the IRC, pending the appointment of a replacement.

The IRC:

- reviews and provides input on the Manager's written policies and procedures that deal with conflict of interest matters;
- reviews conflict of interest matters referred to it by the Manager and makes recommendations to the Manager regarding whether the Manager's proposed actions in connection with the conflict of interest matter achieves a fair and reasonable result for an ETF;
- considers and, if deemed appropriate, approves the Manager's decision on a conflict of interest matter that the Manager refers to the IRC for approval; and
- performs such other duties as may be required of the IRC under applicable securities laws.

Each ETF compensates the IRC members for their participation on the IRC through member fees and, if applicable, meeting fees. Ed Akkawi and Gregory Chrispin each receive \$12,500 per year in member fees, while Warren Law, as chairperson of the IRC, receives \$15,000 per year. The IRC's secretariat receives \$26,000 per year for administrative services. An additional fee of \$750 per meeting is charged by the IRC for each IRC meeting in excess of two per year, and each IRC member receives \$750 for each IRC meeting in excess of four per year. The total fees payable in respect of the IRC by each ETF is calculated by dividing the total net assets of each ETF by the total net assets of all of the mutual funds for which the IRC is responsible and then multiplying the resulting value by the total dollar value due to the IRC member by each ETF for that particular period.

### ***The Trustee***

Horizons is also the trustee of the ETFs pursuant to the Trust Declaration. The Trustee may resign and be discharged from all further duties under the Trust Declaration upon 90 days' prior written notice to the Manager or upon such lesser notice as the Manager may accept. The Manager shall make every effort to select and appoint a successor trustee prior to the effective date of the Trustee's resignation. If the Manager fails to appoint a successor trustee within 90 days after notice is given or a vacancy occurs, the Manager shall call a meeting of Unitholders of each of the ETFs within 60 days thereafter for the purpose of appointing a successor trustee. If there is no manager, five Unitholders of an ETF may call a meeting of Unitholders of such ETF within 31 days after notice is given or a vacancy occurs for the purpose of appointing a successor trustee. In each case, if, upon the expiry of a further 30 days, neither the Manager nor the Unitholders of an ETF have appointed a successor trustee, the ETF shall be terminated and the property of the ETF shall be distributed in accordance with the terms of the Trust Declaration.

The Trustee is required to exercise its powers and discharge its duties honestly, in good faith and in the best interests of the ETFs, and to exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances. The Trust Declaration provides that the Trustee will not be liable in carrying out its duties under the Trust Declaration as long as the Trustee has adhered to its standard of care set out above. In addition, the Trust Declaration contains other customary provisions limiting the liability of the Trustee and indemnifying the Trustee in respect of certain liabilities incurred by it in carrying out its duties.

The Trustee will not receive any fees from the ETFs but will be reimbursed for all expenses and liabilities that it properly incurs in carrying out activities on behalf of the ETFs.

### ***Custodian***

CIBC Mellon Trust is the custodian of the assets of the ETFs pursuant to the Custodian Agreement. The Custodian is located in Toronto, Ontario and is independent of the Manager. Pursuant to the Custodian Agreement, the Custodian is required to exercise its duties with the degree of care, diligence and skill that a reasonably prudent

person would exercise in the same circumstances, or, if higher, the degree of care, diligence and skill that the Custodian uses in respect of its own property of a similar nature in its custody (the “**Custodial Standard of Care**”). Under the Custodian Agreement, the Manager shall pay the Custodian’s fees at such rate as determined by the parties from time to time and shall reimburse the Custodian for all reasonable expenses and disbursements incurred in the performance of its duties under the Custodian Agreement. The Custodian may have recourse against the assets of an ETF if the Manager fails to pay such fees and expenses. An ETF shall indemnify the Custodian for any loss, damage, or expense it incurs in connection with the Custodian Agreement, except to the extent caused by a breach of the Custodial Standard of Care. A party may terminate the Custodian Agreement on at least 90 days’ written notice or immediately in the event of certain bankruptcy events in respect of another party. The Custodian shall have no responsibility or liability for the actions or inactions of any sub-custodian appointed at the request of the Manager and which is not part of the Custodians’ normal network of sub-custodians.

### ***Valuation Agent***

The Manager has retained CIBC Mellon Global to provide accounting and valuation services to the ETFs.

### ***Auditors***

KPMG LLP is the auditor of the ETFs. The office of the auditors is located at 333 Bay Street, Suite 4600, Toronto, Ontario, M5H 2S5.

### ***Registrar and Transfer Agent***

TSX Trust Company is the registrar and transfer agent for the Units of the ETFs pursuant to registrar and transfer agency agreements entered into by the ETFs. TSX Trust Company is independent of the Manager. TSX Trust Company is located in Toronto, Ontario.

### ***Promoter***

The Manager took the initiative in founding and organizing the ETFs and is, accordingly, the promoter of the ETFs within the meaning of securities legislation of certain provinces and territories of Canada. The Manager, in its capacity as manager of the ETFs, receives compensation from the ETFs. See “Fees and Expenses”.

### ***Securities Lending Agents***

NBF is a securities lending agent for the Index ETFs, and may also act as a securities lending agent for the ETFs pursuant to a securities lending agreement (the “**NBF SLAA**”).

NBF is located in Toronto, Ontario. The NBF SLAA requires that the collateral delivered in connection with a securities loan have an aggregate value of not less than 102% of the value of the loaned securities (or, if higher, the percentage of the aggregate market value of loaned securities in accordance with prevailing market practice). Subject to certain exceptions, the NBF SLAA requires NBF to indemnify each ETF against any loss suffered directly by an Index ETF as a result of a securities loan effected by NBF. A party to the NBF SLAA may terminate the NBF SLAA upon 5 business days’ notice. NBF or an affiliate thereof may, from time to time, reimburse the Manager for certain expenses incurred by the Manager in connection with the securities lending activities of an ETF.

Canadian Imperial Bank of Commerce (“**CIBC**”) is the securities lending agent for the Covered Call ETFs, the Alternative ETFs and HGY, and may also act as a securities lending agent for the ETFs pursuant to a securities lending agreement (the “**CIBC SLA**”).

CIBC is located in Toronto, Ontario. CIBC is independent of the Manager. The CIBC SLA requires that the collateral delivered in connection with a securities loan have an aggregate value of not less than 102% of the value of the loaned securities (or, if higher, the percentage of the aggregate market value of loaned securities in accordance with prevailing best market practices). The CIBC SLA requires CIBC and certain CIBC affiliates to

indemnify each ETF against, among other things, the failure of CIBC to perform its obligations under the CIBC SLA. A party to the CIBC SLA may terminate the CIBC SLA upon 30 days' notice.

CIBC Mellon Trust may also act as securities lending agents for COPP and UTIL. CIBC Mellon Trust is located in Toronto, Ontario and is independent of the Manager.

### **CALCULATION OF NET ASSET VALUE**

#### *DLR*

The NAV per US\$ Unit of DLR will be computed in U.S. dollars by adding up the cash, securities and other assets of DLR, less the liabilities and dividing the value of the net assets of DLR by the total number of Units that are outstanding. The NAV per Unit so determined will be adjusted to the nearest cent per Unit and will remain in effect until the time as at which the next determination of the NAV per Unit of DLR is made. The NAV per Unit of DLR will be calculated on each Valuation Day.

The NAV per Cdn\$ Unit of DLR is calculated in Canadian dollars based on prevailing market rates as determined by the Manager. Such market rates may be executable exchange rates provided by one or more Canadian chartered banks, or exchange rates provided by recognized sources such as Bloomberg or Reuters.

Typically, the NAV per Unit of DLR will be calculated at the Valuation Time. The NAV per Unit may be determined at an earlier Valuation Time if the TSX and/or the principal exchange for the securities held by DLR closes earlier on that Valuation Day.

#### *Index ETFs and CASH*

The NAV per US\$ Unit of HMMJ, RBOT, HBGD, HLIT, HYDR and CHPS is calculated in U.S. dollars based on prevailing market rates as determined by the Manager. Such market rates may be executable exchange rates provided by one or more Canadian chartered banks, or exchange rates provided by recognized sources such as Bloomberg or Reuters. The net asset value per US\$ Unit of BBIG will be calculated in U.S. dollars using the Canadian dollar net asset value of BBIG at an exchange rate determined by the Manager.

The NAV per Cdn\$ Unit of an Index ETF and CASH will be computed in Canadian dollars by adding up the cash, securities and other assets of the Index ETF or CASH, less the liabilities and dividing the value of the net assets of the Index ETF or CASH by the total number of Units that are outstanding. The NAV per Unit so determined will be adjusted to the nearest cent per Unit and will remain in effect until the time as at which the next determination of the NAV per Unit of the applicable Index ETF or CASH is made. The NAV per Unit of each Index ETF and CASH will be calculated on each Valuation Day.

Typically, the NAV per Unit of an Index ETF and CASH will be calculated at the Valuation Time. The NAV per Unit may be determined at an earlier Valuation Time if the TSX and/or the principal exchange for the securities held by an Index ETF or CASH closes earlier on that Valuation Day.

#### *Covered Call ETFs, Alternative ETFs and HGY*

The net asset value per unit of a Covered Call ETF, an Alternative ETF and HGY will be computed by adding up the cash, securities and other assets of the Covered Call ETF, the Alternative ETF or HGY less the liabilities and dividing the value of the net assets of the Covered Call ETF, the Alternative ETF or HGY by the total number of Units of the Covered Call ETF, the Alternative ETF or HGY that are outstanding. The net asset value per Unit of a Covered Call ETF, of an Alternative ETF or of HGY so determined will be adjusted to the nearest cent per Unit and will remain in effect until the time as at which the next determination of the net asset value per Unit of the Covered Call ETF, the Alternative ETF or HGY is made. The net asset value per Unit of a Covered Call ETF, of an Alternative ETF or of HGY will be calculated on each Valuation Day. The base currency of each Covered Call ETF, other than USCC.U, of each Alternative ETF and of HGY is Canadian dollars. The base currency of USCC.U is U.S. dollars.



The net asset value per Cdn\$ Unit of USCC.U will be calculated in Canadian dollars using the U.S. dollar net asset value of USCC.U and an exchange rate reasonably determined by the Manager in its discretion. Currently, the Manager employs an executable exchange rate provided daily by a Canadian chartered bank.

Typically, the net asset value per Unit of a Covered Call ETF, of an Alternative ETF or of HGY will be calculated at its applicable Valuation Time. The net asset value per Unit of a Covered Call ETF, of an Alternative ETF or of HGY may be determined at an earlier Valuation Time if the TSX and/or the principal exchange for the securities held by the Covered Call ETF, the Alternative ETF or HGY closes earlier on that Valuation Day.

### ***Valuation Policies and Procedures of the ETFs***

The following valuation procedures will be taken into account in determining the “NAV” and “NAV per Unit” of an ETF on each Valuation Day:

- (i) the value of any cash on hand, on deposit or on call, bills and notes and accounts receivable, prepaid expenses, cash dividends to be received and interest accrued and not yet received, will be deemed to be the face amount thereof, unless the Valuation Agent determines that any such deposit, call loan, bill, note or account receivable is not worth the face amount thereof, in which event the value thereof will be deemed to be such value as the Valuation Agent determines to be the reasonable value thereof;
- (ii) the value of any security, commodity or interest therein which is listed or dealt in upon a stock exchange will be determined by:
  - (A) in the case of securities which were traded on that Valuation Day, the price of such securities as determined at the applicable Valuation Time; and
  - (B) in the case of securities not traded on that Valuation Day, a price estimated to be the true value thereof by the Valuation Agent, such price being between the closing asked and bid prices for the securities or interest therein as reported by any report in common use or authorized as official by a stock exchange;
- (iii) long positions in clearing corporation options, options on futures, over-the-counter options, debt-like securities and listed warrants will be valued at the current market value thereof. Where a covered clearing corporation option, option on futures or over-the-counter option is written, the premium received shall be reflected as a deferred credit which shall be valued at an amount equal to the current market value of the clearing corporation option, option on futures or over-the-counter option that would have the effect of closing the position. Any difference resulting from any revaluation shall be treated as an unrealized gain or loss on investment. The deferred credit shall be deducted in arriving at the net asset value of such instrument. The securities, if any, which are the subject of a written clearing corporation option or over-the-counter option shall be valued at the current market value. The value of a future contract or a swap or forward contract shall be the gain or loss with respect thereto that will be realized if, on that Valuation Day, the position in the futures contract, or the forward contract, as the case may be, were to be closed out unless “daily limits” are in effect, in which case fair value shall be based on the current market value of the underlying interest. Margin paid or deposited in respect of futures contracts and forward contracts shall be reflected as an account receivable and margin consisting of assets other than cash shall be noted as held as margin;
- (iv) in the case of any security or property for which no price quotations are available as provided above, the value thereof will be determined from time to time by the Valuation Agent, where applicable, in accordance with the principles described in paragraph (ii) above, except that the Valuation Agent may use, for the purpose of determining the sale price or the asked and bid price of such security or interest, any public quotations in common use which may be available, or where such principles are not applicable;

- (v) the liabilities of an ETF will include:
- all bills, notes and accounts payable of which the ETF is an obligor;
  - all brokerage expenses of the ETF;
  - all Management Fees of the ETF;
  - all contractual obligations of the ETF for the payment of money or property, including the amount of any unpaid distribution credited to Unitholders of the ETF on or before that Valuation Day;
  - all allowances of the ETF authorized or approved by the Manager for taxes (if any) or contingencies; and
  - all other liabilities of the ETF of whatsoever kind and nature; and
- (vi) the exchange rates used by the ETFs will be prevailing market rates as determined by the Manager.

In calculating the net asset value of an ETF, the ETF will generally value its investments based on the market value of its investments at the time the net asset value of the ETF is calculated. If no market value is available for an investment of the ETF or if the Manager determines that such value is inappropriate in the circumstances (i.e. when the value of an investment of the ETF has been materially changed by effects occurring after the market closes), the Manager, in consultation with the Valuation Agent (when necessary), will value such investments using methods that have generally been adopted by the marketplace. Fair valuing the investments of an ETF may be appropriate if: (i) market quotations do not accurately reflect the fair value of an investment; (ii) an investment's value has been materially affected by events occurring after the close of the exchange or market on which the investment is principally traded; (iii) a trading halt closes an exchange or market early; or (iv) other events result in an exchange or market delaying its normal close. The risk in fair valuing an investment of an ETF is that the value of the investment may be higher or lower than the price that the ETF may be able to realize if the investment had to be sold.

In determining the net asset value of an ETF, Units of the ETF subscribed for will be deemed to be outstanding and an asset of the ETF as of the time a subscription for such Units is received by and accepted by the Manager. Units of an ETF that are being redeemed will only be deemed to be outstanding until (and not after) the close of business on the day on which such Units of the ETF are redeemed and the redemption proceeds thereafter, until paid, will be a liability of the ETF.

For the purposes of financial statement reporting, an ETF is required to calculate net asset value in accordance with International Financial Reporting Standards (“IFRS”) and National Instrument 81-106 *Investment Fund Continuous Disclosure*.

### ***Reporting of Net Asset Value***

Persons or companies that wish to be provided with the most recent net asset value per Unit of the ETF may call the Manager at 416-933-5745 or at 1-866-641-5739, or check the Manager's website at [www.HorizonsETFs.com](http://www.HorizonsETFs.com).

## **ATTRIBUTES OF THE SECURITIES**

### ***Description of the Securities Distributed***

Each ETF is authorized to issue an unlimited number of redeemable, transferable Units pursuant to this prospectus, each of which represents an equal, undivided interest in the net assets of such ETF.

Units of each ETF are currently listed and trading on the TSX.

On December 16, 2004, the *Trust Beneficiaries' Liability Act*, 2004 (Ontario) came into force. This statute provides that holders of units of a trust are not, as beneficiaries, liable for any, default, obligation or liability of the trust if, when the default occurs or the liability arises: (i) the trust is a reporting issuer under the *Securities Act* (Ontario); and (ii) the trust is governed by the laws of Ontario. Each ETF is a reporting issuer under the *Securities Act* (Ontario), and each ETF is governed by the laws of Ontario by virtue of the provisions of the Trust Declaration.

Each Unit of an ETF entitles the owner to one vote at meetings of Unitholders of such ETF. Each Unit of an ETF is entitled to participate equally with all other Units of such ETF with respect to all payments made to Unitholders of the ETF, other than Management Fee Distributions and income or capital gains allocated and designated as payable to a redeeming Unitholder, whether by way of income or capital gains distributions and, on liquidation, to participate equally in the net assets of the ETF remaining after satisfaction of any outstanding liabilities that are attributable to Units of the ETF. All Units will be fully paid, when issued, in accordance with the terms of the Trust Declaration. Unitholders of an ETF are entitled to require the ETF to redeem their Units of the ETF as outlined under the heading "Exchange and Redemption of Units".

#### ***Exchange of Units for Baskets of Securities (Covered Call ETFs)***

Unitholders may exchange the applicable PNU (or a whole multiple thereof) of a Covered Call ETF on any Trading Day for, subject to the Manager's discretion, Baskets of Securities and/or cash, subject to the requirement that a minimum PNU be exchanged. See "Exchange and Redemption of Units".

#### ***Redemption of PNU(s) for Cash (Covered Call ETFs)***

Unitholders may redeem the applicable PNU (or a whole multiple thereof) of a Covered Call ETF on any Trading Day for cash, subject to the requirement that a minimum PNU be redeemed. See "Exchange and Redemption of Units".

#### ***Redemptions of Units for Cash***

On any Trading Day, Unitholders, Dealers and Designated Brokers may redeem Units of an ETF for cash at a redemption price per Unit equal to 95% of the closing price for the Units of such ETF on the TSX on the effective day of the redemption. A cash redemption request will be subject to a maximum redemption price payable to a Unitholder of the NAV per Unit of the applicable ETF. Holders of US\$ Units of a Dual Currency ETF may request that their redemption proceeds be paid in U.S. or Canadian dollars. See "Exchange and Redemption of Units".

#### ***Stock Exchange Sponsored Net Asset Value Execution Program***

Subject to regulatory and other necessary third party approvals, a stock exchange sponsored execution program may become available which would allow investors to purchase and sell Units of each ETF based on transaction prices calculated as at the end-of-day net asset value, plus any fee payable to the investor's Dealer for the Dealer's facilitation of the purchase or sale. The Manager will issue a news release announcing the details of any such stock exchange sponsored execution program.

#### ***Modification of Terms***

Any amendment to the Trust Declaration that creates a new class of Units of an ETF will not require notice to existing Unitholders of such ETF unless such amendment in some way affects the existing Unitholders' rights or the value of their investment. An amendment such as the re-designation of a class of an ETF, or the termination of a class of an ETF, which has an effect on a Unitholder's holdings will only become effective after 30 days' notice to Unitholders of the applicable classes of such ETF.

All other rights attached to the Units of an ETF may only be modified, amended or varied in accordance with the terms of the Trust Declaration. See "Unitholder Matters – Amendments to the Trust Declaration".

## **Voting Rights in the Portfolio Securities**

Holders of Units will not have any voting rights in respect of the securities in an ETF's portfolio.

## **UNITHOLDER MATTERS**

### ***Meetings of Unitholders***

Meetings of Unitholders of an ETF will be held if called by the Manager or upon the written request to the Manager of Unitholders of the ETF holding not less than 25% of the then outstanding Units of such ETF.

### ***Matters Requiring Unitholder Approval***

NI 81-102 requires a meeting of Unitholders of an ETF to be called to approve certain changes as follows:

- (a) the basis of the calculation of a fee or expense that is charged to the ETF or its Unitholders is changed in a way that could result in an increase in charges to the ETF or to its Unitholders, except where:
  - (i) the ETF is at arm's length with the person or company charging the fee; and
  - (ii) the Unitholders have received at least 60 days' notice before the effective date of the change;
- (b) a fee or expense, to be charged to the ETF or directly to its Unitholders by the ETF or the Manager in connection with the holding of Units of the ETF that could result in an increase in charges to the ETF or its Unitholders, is introduced;
- (c) the Manager is changed, unless the new manager of the ETF is an affiliate of the Manager;
- (d) the fundamental investment objective of the ETF is changed;
- (e) the ETF decreases the frequency of the calculation of its net asset value per Unit;
- (f) the ETF undertakes a reorganization with, or transfers its assets to, another mutual fund, if the ETF ceases to continue after the reorganization or transfer of assets and the transaction results in the Unitholders of the ETF becoming securityholders in the other mutual fund, unless:
  - (i) the IRC of the ETF has approved the change in accordance with NI 81-107;
  - (ii) the ETF is being reorganized with, or its assets are being transferred to, another mutual fund to which NI 81-102 and NI 81-107 apply, and that is managed by the Manager, or an affiliate of the Manager;
  - (iii) the Unitholders have received at least 60 days' notice before the effective date of the change; and
  - (iv) the transaction complies with certain other requirements of applicable securities legislation;
- (g) the ETF undertakes a reorganization with, or acquires assets from, another mutual fund, if the ETF continues after the reorganization or acquisition of assets, the transaction results in the securityholders of the other mutual fund becoming Unitholders of the ETF, and the transaction would be a material change to the ETF;
- (h) the ETF implements a restructuring into a non-redeemable investment fund or a restructuring into an issuer that is not an investment fund; or

- (i) any matter which is required by the constitutive documents of the ETF; by the laws applicable to the ETF or by any agreement to be submitted to a vote of the Unitholders of the ETF.

In addition, the auditors of an ETF may not be changed unless:

- (A) the IRC of the ETF has approved the change; and
- (B) Unitholders have received at least 60 days' notice before the effective date of the change.

Approval of Unitholders of an ETF will be deemed to have been given if expressed by resolution passed at a meeting of Unitholders of such ETF, duly called on at least 21 days' notice and held for the purpose of considering the same, by at least a majority of the votes cast.

#### ***Amendments to the Trust Declaration***

If a Unitholder meeting is required to amend a provision of the Trust Declaration, no change proposed at a meeting of Unitholders of an ETF shall take effect until the Manager has obtained the prior approval of not less than a majority of the votes cast at a meeting of Unitholders of such ETF or, if separate class meetings are required, at meetings of each class of Unitholders of the ETF.

Subject to any longer notice requirements imposed under applicable securities legislation, the Trustee is entitled to amend the Trust Declaration by giving not less than 30 days' notice to Unitholders of the ETF affected by the proposed amendment in circumstances where:

- (a) the securities legislation requires that written notice be given to Unitholders of the ETF before the change takes effect; or
- (b) the change would not be prohibited by the securities legislation; and
- (c) the Trustee reasonably believes that the proposed amendment has the potential to adversely impact the financial interests or rights of the Unitholders of the ETF, so that it is equitable to give Unitholders of the ETF advance notice of the proposed change.

All Unitholders of an ETF shall be bound by an amendment affecting such ETF from the effective date of the amendment.

The Trustee may amend the Trust Declaration, without the approval of or prior notice to any Unitholders of an ETF, if the Trustee reasonably believes that the proposed amendment does not have the potential to adversely impact the financial interests or rights of Unitholders of such ETF or that the proposed amendment is necessary to:

- (a) ensure compliance with applicable laws, regulations or policies of any governmental authority having jurisdiction over the ETF or the distribution of Units of the ETF;
- (b) remove any conflicts or other inconsistencies which may exist between any terms of the Trust Declaration and any provisions of any applicable laws, regulations or policies affecting the ETF, the Trustee or its agents;
- (c) make any change or correction in the Trust Declaration which is a typographical correction or is required to cure or correct any ambiguity or defective or inconsistent provision, clerical omission or error contained therein;
- (d) facilitate the administration of the ETF as a mutual fund trust or make amendments or adjustments in response to any existing or proposed amendments to the Tax Act or its administration which might otherwise adversely affect the tax status of the ETF or its Unitholders; or

- (e) for the purposes of protecting the Unitholders of the ETF.

### ***Reporting to Unitholders***

The Manager, on behalf of each ETF, will in accordance with applicable laws furnish to each Unitholder of an ETF, unaudited semi-annual financial statements and an interim management report of fund performance for such ETF within 60 days of the end of each semi-annual period and audited annual financial statements and an annual management report of fund performance for the ETF within 90 days of the end of each financial year. Both the semi-annual and the annual financial statements of an ETF will contain a statement of financial position, statement of comprehensive income, statement of change in financial position, statement of cash flows and schedule of investments.

Any tax information necessary for Unitholders to prepare their annual federal income tax returns in connection with their investment in Units will also be distributed to them within 90 days after the end of each taxation year of the ETFs or such other time as required by applicable law. Neither the Manager nor the Registrar and Transfer Agent are responsible for tracking the adjusted cost base of a Unitholder's Units. Unitholders should consult with their tax or investment adviser in respect of how to compute the adjusted cost base of their Units and in particular how designations made by the ETF to a Unitholder affect the Unitholder's tax position.

The net asset value per Unit of each ETF will be determined by the Manager on each Valuation Day and will usually be published daily in the financial press.

### ***Exchange of Tax Information***

Part XVIII of the Tax Act, which was enacted to implement the Canada-United States Enhanced Tax Information Exchange Agreement (the "IGA"), imposes due diligence and reporting obligations on "reporting Canadian financial institutions" in respect of their "U.S. reportable accounts". Each ETF is a "reporting Canadian financial institution" but as long as Units are regularly traded on an established securities market, which currently includes the TSX, or continue to be registered in the name of CDS, the ETFs should not have any "U.S. reportable accounts" and, as a result, an ETF should not be required to provide information to the CRA in respect of its Unitholders. However, dealers through which Unitholders hold their Units of an ETF are subject to due diligence and reporting obligations with respect to financial accounts they maintain for their clients. Accordingly, Unitholders may be requested to provide information to their dealer to identify U.S. persons holding Units or otherwise identify U.S. reportable accounts. If a Unitholder is a U.S. person (including a U.S. citizen), Units are otherwise U.S. reportable accounts or if a Unitholder does not provide the requested information, Part XVIII of the Tax Act will generally require information about the Unitholder's investments held in the financial account maintained by the dealer to be reported to the CRA, unless the investments are held within a Registered Plan (other than an FHSA). The Tax Act does not address whether FHSAs would be treated in the same way as other Registered Plans for these purposes. The CRA is expected to provide that information to the U.S. Internal Revenue Service.

Reporting obligations in the Tax Act have been enacted to implement the Organization for Economic Cooperation and Development Common Reporting Standard (the "CRS Rules"). Pursuant to the CRS Rules, Canadian financial institutions will be required to have procedures in place to identify accounts held by residents of foreign countries (other than the U.S.) or by certain entities any of whose "controlling persons" are resident in a foreign country (other than the U.S.) and to report the required information to the CRA. Such information will be exchanged on a reciprocal, bilateral basis with countries that have agreed to a bilateral information exchange with Canada under the Common Reporting Standard and in which the account holders or such controlling persons are resident. Under the CRS Rules, Unitholders will be required to provide such information regarding their investment in an ETF to their dealer for the purpose of such information exchange, unless the investment is held within a Registered Plan (other than an FHSA). The Tax Act does not address whether FHSAs would be treated in the same way as other Registered Plans for these purposes. The Department of Finance indicated in a "comfort letter" provided to the Investment Funds Institute of Canada in January 2023 that it is prepared to recommend that the Tax Act be amended to exempt FHSAs from the CRS Rules, although no assurances can be given that this recommendation will be accepted.

## **TERMINATION OF THE ETFS**

Subject to complying with applicable securities law, the Manager may terminate an ETF at its discretion. In accordance with the terms of the Trust Declaration and applicable securities law, Unitholders will be provided 60 days advance written notice of the termination.

If an ETF is terminated, the Trustee is empowered to take all steps necessary to effect the termination of such ETF. Prior to terminating an ETF, the Trustee may discharge all of the liabilities of such ETF and distribute the net assets of the ETF to the Unitholders.

Upon termination of an ETF, each Unitholder shall be entitled to receive at the Valuation Time on the termination date out of the assets of such ETF: (i) payment for that Unitholder's Units at the NAV per Unit for that class of Units determined at the Valuation Time on the termination date; plus (ii) where applicable, any net income and net realized capital gains that are owing to or otherwise attributable to such Unitholder's Units that have not otherwise been paid to such Unitholder; less (iii) any taxes that are required to be deducted. Payment shall be made by cheque or other means of payment payable to such Unitholder and drawn on the ETF's bankers and may be mailed by ordinary post to such Unitholder's last address appearing in the registers of Unitholders or may be delivered by such other means of delivery acceptable to both the Manager and such Unitholder.

### ***Procedure on Termination***

The Trustee shall be entitled to retain out of any assets of an ETF, at the date of termination of such ETF, full provision for all costs, charges, expenses, claims and demands incurred or believed by the Trustee to be due or to become due in connection with or arising out of the termination of the ETF and the distribution of its assets to the Unitholders of the ETF. Out of the moneys so retained, the Trustee is entitled to be indemnified and saved harmless against all costs, charges, expenses, claims and demands.

## **PLAN OF DISTRIBUTION**

Units of each ETF are being offered for sale on a continuous basis by this prospectus and there is no minimum number of Units of an ETF that may be issued. The Units of each ETF shall be offered for sale at a price equal to the net asset value of such Units next determined following the receipt of a subscription order.

Units of each ETF are currently listed and trading on the TSX.

## **BROKERAGE ARRANGEMENTS**

The Manager is authorized to establish, maintain, change and close brokerage accounts on behalf of the ETFs. The Manager intends to use a number of clearing brokers to transact trades in futures contracts on behalf of the ETFs. Once such brokerage accounts are established, the Manager is authorized to negotiate commissions and fees to be paid on such brokerage transactions, subject to a continuing obligation to seek and obtain the best price, execution and overall terms.

## **RELATIONSHIP BETWEEN THE ETFS AND DEALERS**

The Manager, on behalf of an ETF, has entered into various Dealer Agreements with registered dealers (that may or may not be Designated Brokers) pursuant to which the Dealers may subscribe for Units of such ETF as described under "Purchases of Units".

A Dealer Agreement may be terminated by the registered dealer at any time by notice to Horizons, provided that, except in certain conditions, no such termination will be permitted after the registered dealer has subscribed for Units of an ETF and such subscription has been accepted by Horizons.

NBF acts or may act as a Designated Broker, a Dealer and/or a registered trader (market maker). NBF or an affiliate thereof may, from time to time, reimburse the Manager for certain expenses incurred by the Manager in connection

with the securities lending activities of an ETF. Accordingly, the ETFs may be considered to be connected issuers of NBF under applicable securities laws. NBF's potential role as a Dealer of an ETF will not be as an underwriter of the ETF in connection with the distribution of Units of the ETF under this prospectus. NBF has not been involved in the preparation of this prospectus nor has it performed any review of the contents of this prospectus. See "Organization and Management Details of the ETFs – Conflicts of Interest".

### PRINCIPAL HOLDERS OF UNITS OF THE ETFS

CDS & Co., the nominee of CDS, is the registered owner of the Units of the ETFs, which it holds for various brokers and other persons on behalf of their clients and others. From time to time, a designated broker, an ETF or another investment fund managed by the Manager or an affiliate thereof, may beneficially own, directly or indirectly, more than 10% of the Units of an ETF.

### PROXY VOTING DISCLOSURE FOR PORTFOLIO UNITS HELD

The Manager is responsible for all securities voting in respect of securities held by the ETFs and exercising responsibility with the best economic interests of the ETFs and the Unitholders of the ETFs. The Manager has established proxy voting policies, procedures and guidelines (the "Proxy Voting Policy") for securities held by the ETFs to which voting rights are attached. The Proxy Voting Policy is intended to provide for the exercise of such voting rights in accordance with the best interests of the ETFs and the Unitholders of the ETFs, while intending to defend, reflect and promote decisions or actions which meet generally accepted standards of ESG criteria established by the Manager, or are expected to move a company closer to these goals.

The Manager believes in taking an active role in the corporate governance of the underlying investments of the ETFs, through the corporate proxy and voting processes of those underlying investments. When voting the proxies relating to the companies that are the underlying investments of the ETFs, Horizons will, among other things, be focused on supporting and promoting the options that, in the Manager's view, reflect the Manager's pre-determined ESG standards and also achieve the best result for the ETFs and the Unitholders of the ETFs. ESG refers to the three central factors in measuring the sustainability and ethical impact of a company or business. As a general matter, the Proxy Voting Policies of the Manager promote companies that (i) engage in activities or changes that can result in a decrease in pollution and carbon footprint, sustaining biodiversity, improving waste disposal and forest management and more effective land management, (ii) implement employment practices and policies that promote women in management and on boards of directors, promote equality, inclusion and that protect members of the public regardless of age, sex, marital status, colour, race, ethnicity, sexual orientation, gender or gender identity, religion or disability of any nature, and (iii) practice "good governance", including through compliance, promotion of fair and impartial rules, consensus oriented management, principles of transparency, accountability, effective risk management and efficient management and processes.

The Proxy Voting Policy sets out the guidelines and procedures that the Manager will follow to determine whether and how to vote on any matter for which the ETF receives proxy materials. Issuers' proxies most frequently contain routine proposals to elect directors, to appoint independent auditors, establish independent compensation committees, to approve executive compensation and stock-based compensation plans and to amend the capitalization structure of the issuer. Specific details on the Manager's consideration of these routine matters are discussed in greater detail in the Proxy Voting Policy, which is available upon request at no cost by calling or emailing the Manager as further described below. Other issues, including those business issues specific to the issuer or those raised by shareholders of the issuer, are assessed by the Manager on a case-by-case basis with a focus on the potential impact of the vote on the Proxy Voting Policy's ESG objectives and the best interests of the ETFs and the Unitholders of the ETFs.

If the potential for conflict of interest arises in connection with proxy voting and if deemed advisable to maintain impartiality, the Proxy Voting Policy provides that the Manager may choose to seek out and follow the voting recommendation of an independent proxy search and voting service.

The Proxy Voting Policy is available on request, at no cost, by calling the Manager toll-free at 1-866-641-5739 or emailing the Manager at [info@HorizonsETFs.com](mailto:info@HorizonsETFs.com). The proxy voting record of the ETFs for the annual period from July 1 to June 30 will be available free of charge to any investor of the ETFs upon request at any time after August



31 following the end of that annual period. The proxy voting record of the ETFs will also be available on our Internet site at [www.HorizonsETFs.com](http://www.HorizonsETFs.com).

### MATERIAL CONTRACTS

The only contracts material to the ETFs are the following:

- (i) **Trust Declaration.** For additional disclosure related to the Trust Declaration, including relevant termination provisions and other key terms of the agreement, see “Organization and Management Details of the ETFs – The Trustee”, “Attributes of the Securities – Modification of Terms” and “Unitholder Matters – Amendments to the Trust Declaration”;
- (ii) **Sub-Advisory Agreements.** For additional disclosure related to the Sub-Advisory Agreements, including relevant termination provisions and other key terms of each agreement, see “Organization and Management Details of the ETFs – Details of the Sub-Advisory Agreement – INOC” and “Organization and Management Details of the ETFs – Details of the Sub-Advisory Agreement –HGGB”; and
- (iii) **Custodian Agreement.** For additional disclosure related to the Custodian Agreement, including relevant termination provisions and other key terms of the agreement, see “Organization and Management Details of the ETFs – Custodian”.

Copies of these agreements may be examined at the head office of the ETFs, 55 University Avenue, Suite 800, Toronto, Ontario, M5J 2H7, during normal business hours.

### LEGAL AND ADMINISTRATIVE PROCEEDINGS

The ETFs are not involved in any legal proceedings, nor is the Manager aware of existing or pending legal or arbitration proceedings involving the ETFs.

### EXPERTS

KPMG LLP, the auditors of the ETFs, have consented to the use of their reports dated March 10, 2023, to the Unitholders of the ETFs. KPMG LLP has confirmed that they are independent within the meaning of the relevant rules and related interpretations prescribed by the relevant professional bodies in Canada and any applicable legislation or regulations.

### EXEMPTIONS AND APPROVALS

The ETFs are entitled to rely on exemptive relief from the Canadian Securities Regulatory Authorities to:

- (a) permit a Unitholder to acquire more than 20% of the Units through purchases on the TSX without regard to the takeover bid requirements of applicable Canadian securities legislation;
- (b) permit the ETFs to accept a combination of cash and securities as subscription proceeds for Units;
- (c) relieve the ETFs from the requirement that the prospectus of the ETFs include an underwriter’s certificate;
- (d) permit the redemption of less than a PNU at a price equal to 95% of the closing price for such Units on the TSX on the effective date of redemption;
- (e) relieve the ETFs from the dealer registration requirement provided that the Manager complies with Part 15 of NI 81-102;

- (f) permit the ETFs to lend securities with a lending agent that is not the Custodian;
- (g) permit the Covered Call ETFs to invest in active exchange traded funds managed by the Manager or an affiliate of the Manager;
- (h) engage an affiliate of National Bank of Canada, that is an investment dealer, as its securities lending agent;
- (i) permit HMMJ to enter into securities lending transactions in which the aggregate market value of securities loaned by HMMJ represents up to 100% of the net asset value of HMMJ;
- (j) permit, subject to certain limits, HAC to obtain short positions in securities that are listed on a major stock exchange and are consistent with HAC's investment objective; and
- (k) relieve the ETFs from certain other requirements of NI 81-102.

In addition, BKCC has obtained exemptive relief from the Canadian securities regulatory authorities in order to permit BKCC, subject to the terms and conditions of such relief, to purchase certain securities such that, immediately after the transaction, more than 10% of its net assets would be invested in the securities of one issuer for the purposes of determining compliance with the concentration restriction in subsection 2.1(1) of NI 81-102.

#### **OTHER MATERIAL FACTS**

##### **HOG, HMMJ, HBGD, FOUR, BBIG, HLIT, HYDR, CHPS, MTAV, HURA, COPP and UTIL**

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#### **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 ETF securities within 48 hours after the receipt of a confirmation of a purchase of such securities. In several of the provinces and territories, the securities legislation further provides a purchaser with remedies for rescission or, in some jurisdictions, revisions of the price or damages if the prospectus and any amendment contains a misrepresentation, or non-delivery of the ETF Facts, provided that the remedies for rescission, revisions of the price or damages are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser’s province or territory.

The purchaser should refer to the applicable provisions of the securities legislation of the province or territory for the particulars of these rights or should consult with a legal adviser.

#### **DOCUMENTS INCORPORATED BY REFERENCE**

Additional information about each ETF is or will be available in the following documents:

- (a) the most recently filed annual financial statements of that ETF, together with the accompanying report of the auditor;
- (b) any interim financial statements of that ETF filed after the most recently filed annual financial statements of that ETF;
- (c) the most recently filed annual management report of fund performance of that ETF;
- (d) any interim management report of fund performance of that ETF filed after the most recently filed annual management report of fund performance of that ETF; and

- (e) the most recently filed ETF Facts of that ETF.

These documents are incorporated by reference into this prospectus, which means that they legally form part of this document just as if they were printed as part of this document. You can obtain a copy of these documents, at your request, and at no cost, by calling toll-free: 1-866-641-5739 or by contacting your dealer. These documents are available on the Internet site of the ETFs at [www.HorizonsETFs.com](http://www.HorizonsETFs.com). These documents and other information about the ETFs are also available on the Internet at [www.sedarplus.ca](http://www.sedarplus.ca).

In addition to the documents listed above, any documents of the type described above that are filed on behalf of the ETFs after the date of this prospectus and before the termination of the distribution of the ETFs are deemed to be incorporated by reference into this prospectus.

#### **DESIGNATED WEBSITE**

A mutual fund is required to post certain regulatory disclosure documents on a designated website. The designated website of the ETFs this document pertains to can be found at the following location: [www.horizonsetfs.com](http://www.horizonsetfs.com). These documents and other information about the ETFs, such as information circulars and material contracts, are also available at [www.sedarplus.ca](http://www.sedarplus.ca).

**CERTIFICATE OF THE ETFs, THE MANAGER AND PROMOTER**

Dated: August 4, 2023

This prospectus, together with the documents incorporated herein by reference, constitutes full, true and plain disclosure of all material facts relating to the securities offered by this prospectus as required by the securities legislation of all of the provinces and territories of Canada.

**HORIZONS ETFs MANAGEMENT (CANADA) INC.,  
AS TRUSTEE, MANAGER AND PROMOTER OF THE ETFs**

(signed) "*Rohit Mehta*"

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Rohit Mehta  
Chief Executive Officer

(signed) "*Julie Stajan*"

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Julie Stajan  
Chief Financial Officer

**ON BEHALF OF THE BOARD OF DIRECTORS  
OF HORIZONS ETFs MANAGEMENT (CANADA) INC.**

(signed) "*Young Kim*"

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Young Kim  
Director

(signed) "*Thomas Park*"

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Thomas Park  
Director