

*No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise. This prospectus constitutes a public offering of these securities only in those jurisdictions where they may be lawfully offered for sale and only by persons permitted to sell these securities.*



## PROSPECTUS

Initial Public Offering and Continuous Offering

November 24, 2025

### Global X Copper Producer Equity Covered Call ETF

(“CPCC” or the “ETF”)

The ETF is an exchange traded mutual fund trust established under the laws of Ontario. Class A units of the ETF 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 the 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.

The manager, investment manager and trustee of the ETF is Global X Investments Canada Inc. (“Global X”, the “Investment Manager”, the “Manager” or the “Trustee”). See “Organization and Management Details of the ETF”.

Units of the ETF have been conditionally approved for listing on the Toronto Stock Exchange (the “TSX”). Subject to satisfying the TSX’s original listing requirements on or before November 10, 2026, Units of the ETF will be listed on the TSX. Investors can buy or sell Units of the ETF on the TSX through registered brokers and dealers in the province or territory where the investor resides. Investors will incur customary brokerage commissions in buying or selling Units.

### Investment Objective

CPCC seeks to provide, to the extent possible and net of expenses: (a) exposure to the performance of a broad range of copper mining companies globally; and (b) at least monthly distributions of dividend income and call option premiums. To mitigate downside risk and generate premiums, CPCC employs a dynamic covered call option writing program.

See “Investment Objective”.

CPCC is subject to certain investment restrictions. See “Investment Restrictions”.

### Additional Considerations

The Manager, on behalf of the ETF, has entered into and may enter into agreements with registered dealers (each a “Designated Broker” or “Dealer”) which, amongst other things, enables a Designated Broker or Dealer to purchase and redeem Units directly from the ETF. 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. The securities regulatory authorities have provided the ETF with a decision exempting the ETF from the requirement to

include a certificate of an underwriter in the prospectus. The Designated Broker and the Dealers of the ETF are not underwriters of the ETF in connection with the distribution by the ETF of its Units under this prospectus.

Holders of Units of the ETF (the “**Unitholders**”) will be able to redeem Units in any number for cash at a redemption price per Unit of 95% of the closing price for the Unit on the applicable exchange on the effective day of redemption. Unitholders are advised to consult their brokers or investment advisers before redeeming Units for cash. The ETF will also offer additional redemption or exchange options which are available where a Dealer, Designated Broker or Unitholder redeems or exchanges a prescribed number of Units (a “**PNU**”). See “Exchange and Redemption of Units”.

**For a discussion of the risks associated with an investment in Units of the 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.

Although the ETF is a mutual fund under Canadian securities legislation, certain provisions of such legislation and the policies of the Canadian Securities Administrators applicable to conventional mutual funds and designed to protect investors who purchase securities of mutual funds, do not apply. The ETF has also been granted exemptive relief from certain provisions of Canadian securities legislation applicable to conventional mutual funds.

Additional information about the ETF is or will be available in its most recently filed annual financial statements together with the accompanying independent auditor’s report, any interim financial statements of the ETF filed after these annual financial statements, its most recently filed annual and interim management reports of fund performance, and its most recently filed ETF Facts. 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 will also be available on the Manager’s website at [www.globalx.ca](http://www.globalx.ca), or by contacting the Manager by e-mail at [info@globalx.ca](mailto:info@globalx.ca). These documents and other information about the ETF are also available on the website of SEDAR+ (the System for Electronic Document Analysis and Retrieval) at [www.sedarplus.ca](http://www.sedarplus.ca).

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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 ETF**

The ETF is an open-end mutual fund established under the laws of Ontario.

See “Overview of the Legal Structure of the ETF”.

### **Investment Objective**

CPCC seeks to provide, to the extent possible and net of expenses: (a) exposure to the performance of a broad range of copper mining companies globally; and (b) at least monthly distributions of dividend income and call option premiums. To mitigate downside risk and generate premiums, CPCC employs a dynamic covered call option writing program.

See “Investment Objective”.

### **Investment Strategies**

To achieve its investment objective, CPCC invests in a global portfolio of copper mining companies, which may include ADRs, GDRs or exchange traded funds that provide exposure to such companies. The exchange traded fund or funds in which CPCC invests may include funds managed by the Manager or an affiliate of the Manager.

The Portfolio Manager reviews the portfolio holding on an ongoing basis for possible additions, deletions, or substitution in its discretion. Criteria for inclusion, removal, or substitution of the equity holdings include market capitalization, liquidity, current or expected revenue from business focus within the copper mining industry or closely related activities. From time to time, CPCC may also invest in equity and equity related securities of companies that are primarily exposed to the mining and exploration of base metals other than copper.

To mitigate downside risk through hedging and generate additional yield, 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 CPCC’s portfolio. Notwithstanding the foregoing, CPCC 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.

CPCC invests in its own portfolio of equity or fixed income securities. CPCC will also, to mitigate downside risk and generate premiums, generally write options on up to approximately 50% of the value of CPCC’s portfolio. Notwithstanding the foregoing, CPCC may write options on a greater or lesser percentage of the portfolio, from time to time, at the discretion of the Manager. The options written by CPCC may be either exchange traded options or “over-the-counter” options sold pursuant to an agreement with a counterparty with a “designated rating” as defined in NI 81-102.

CPCC will not seek to hedge its exposure to foreign currencies back to the Canadian dollar.

### *Options Writing*

As noted above, CPCC may write covered call options. When writing call options on portfolio securities, CPCC will sell to the buyer of the option, for a premium, either the right to buy the security from the CPCC at an exercise price or, if the option is cash settled, the right to a payment from the CPCC equal to the difference between the value of the security and the option exercise price. CPCC partially hedge against declines in the price of the securities on which they are written to the extent of the premiums received by CPCC at the time the options are written by CPCC. While providing hedging protection and generating premiums, the use of a covered call strategy may, however, limit potential gains available to CPCC.

The writing of call options by the Manager involves the selling of call options in respect of up to approximately 50% of the value of CPCC's 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. CPCC may write options on a greater or lesser percentage of the portfolio, from time to time, at the discretion of the Manager. The options written by CPCC may be either exchange traded options or "over-the-counter" options sold pursuant to an agreement with a counterparty with a "designated rating" as defined in NI 81-102.

The holder of a call option purchased from CPCC has the option, exercisable during a specific time period or at the expiry, to purchase the security or futures contract underlying the option from CPCC at the strike price. By selling call options, CPCC 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, CPCC 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, CPCC will retain the option premium.

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 CPCC 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 CPCC's portfolio) or "out-of-the-money".

If a call option is written on a futures contract or security in CPCC's portfolio, the amounts that CPCC 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, CPCC 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 CPCC 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.

The Manager intends to close out any outstanding options that are in-the-money prior to their expiry date to avoid having portfolio securities of CPCC called away pursuant to the terms of the option, but may allow portfolio securities of CPCC to be called away, at its discretion.

### General Investment Strategies

#### *Investments in Underlying Funds*

In accordance with applicable securities legislation, including NI 81-102, the ETF may invest in one or more other investment funds, including other investment funds managed by the Manager or an affiliate of 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. 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 ETF's investment objective and strategies.

#### *Use of Derivatives*

The ETF may use derivative instruments for various purposes, including currency hedging, leverage, 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 ETF's investment objective and strategies, and will be in accordance with NI 81-102 or exemptions therefrom.

#### *Reverse Repurchase Transactions*

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

#### *Securities Lending*

The 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 the ETF to earn additional income to offset its costs. In carrying out securities lending, the ETF will engage a lending agent with experience and expertise in completing such transactions.

## Offering

The ETF offers class A units (the “Units”). Units of the ETF are offered for sale on a continuous basis by this prospectus, and there is no minimum number of Units of the ETF that may be issued. The Units of the ETF are offered for sale at a price equal to the net asset value of such Units next determined following the receipt of a subscription order.

The base currency of the Units of the ETF is Canadian dollars.

Units of the ETF have been conditionally approved for listing on the TSX. Subject to satisfying the TSX’s original listing requirements, Units of the ETF will be listed on the TSX. Investors can buy or sell Units of the ETF on the TSX through registered brokers and dealers in the province or territory where the investor resides. Investors will incur customary brokerage commissions in buying or selling Units.

See “Plan of Distribution”.

## Special Considerations for Purchasers

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 ETF. In addition, the ETF is entitled to rely on exemptive relief from the securities regulatory authorities to permit a Unitholder of the ETF to acquire more than 20% of the Units of the ETF through purchases on the applicable exchange without regard to the takeover bid requirements of applicable Canadian securities legislation.

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

## Distribution Policy

It is anticipated that the ETF will make distributions to its Unitholders on at least a monthly basis.

Initially, distributions to Unitholders from the ETF are expected to be made in accordance with the table below:

ETF	Initial Frequency of Distributions	Anticipated Initial Monthly Distribution per Unit	Anticipated Initial Distribution per Unit (Annualized)
CPCC	Monthly	\$0.14	\$1.68

Distributions are not fixed or guaranteed. The amount of distributions may fluctuate from distribution period to distribution period, and there can be no assurance that the ETF will make any distribution in any particular period or periods. The amount of distributions, if any, will be based on the Manager’s assessment of the prevailing market conditions. The amount of distributions may vary if there are changes in any of the factors that affect the net cash flow on the portfolio of the ETF, and the other assumptions noted above or herein. The amount and date of any ordinary cash distributions of the ETF will be announced in advance by issuance of a press release.

The Manager will review the level of distributions for the ETF on a regular basis to consider the sustainability of such distributions. Depending on the underlying investments of the ETF, distributions on the Units are expected to

consist of income, including foreign source income, taxable dividends from taxable Canadian corporations and capital gains, less the expenses of the ETF, and may include returns of capital. The Manager may, in its complete discretion, change the frequency of these distributions, and any such change will be announced by press release. Distributions will be paid in cash, unless a Unitholder has chosen to participate in the Reinvestment Plan.

To the extent required, the 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 the 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 ETF or paid in Units of the ETF, in each case which will then be immediately consolidated such that the number of outstanding Units of the ETF held by each Unitholder on such day following the distribution will equal the number of Units of the ETF held by the Unitholder prior to that distribution.

See “Distribution Policy” and “Income Tax Considerations – Tax Implications of the ETF’s Distribution Policy”.

#### **Distribution Reinvestment**

At any time, a Unitholder 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 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**

Unitholders of the ETF 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, 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; 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.

See “Exchange and Redemption of Units”.



**Income Tax Considerations**

A Unitholder of the 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 the ETF in that year (including such income that is paid in Units or reinvested in additional Units of the ETF).

A Unitholder of the ETF who disposes of a Unit of the ETF that is held as capital property, including on a redemption or otherwise, will realize a capital gain (or capital loss) to the extent that the proceeds of disposition (other than any amount payable by the 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 the ETF by obtaining advice from his or her tax advisor.

See “Income Tax Considerations”.

**Eligibility for Investment**

Provided that Units of the 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 the ETF would, if issued on the date hereof, be on such date qualified investments under the Tax Act for Registered Plans. See “Income Tax Considerations – Taxation of Registered Plans”.

**Documents Incorporated by Reference**

Additional information about the 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 ETF at [www.globalx.ca](http://www.globalx.ca) 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 ETF are or will also be publicly available at [www.sedarplus.ca](http://www.sedarplus.ca).

See “Documents Incorporated by Reference”.

**Termination**

The ETF does 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 ETF”.

**Risk Factors**

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

***Organization and Management of the ETF***

**The Manager, Investment Manager and Trustee**

Global X Investments Canada Inc., a corporation existing under the laws of Canada, is the manager, investment manager and trustee of the ETF. The Manager is responsible for providing or arranging for the provision of administrative services required by the ETF. The Manager will also provide investment advisory and portfolio management services to the ETF. The

principal office of the Manager is 55 University Avenue, Suite 800, Toronto, Ontario, M5J 2H7.

Global X and its subsidiaries are an innovative financial services organization distributing the Global X family of exchange traded funds. Global X 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 ETF – Manager of the ETF”.

**Custodian**

CIBC Mellon is the custodian of the ETF and is independent of the Manager. CIBC Mellon provides custodial services to the ETF and is located in Toronto, Ontario.

See “Organization and Management Details of the ETF – Custodian”.

**Valuation Agent**

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

**Auditor**

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

**Promoter**

Global X is also the promoter of the ETF. Global X took the initiative in founding and organizing the ETF and is, accordingly, the promoter of the ETF within the meaning of securities legislation of certain provinces and territories of Canada. See “Organization and Management Details of the ETF – 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 ETF pursuant to registrar and transfer agency agreements. TSX Trust Company is independent of the Manager. See “Organization and Management Details of the ETF – Registrar and Transfer Agent”.

**Securities Lending Agent**

Canadian Imperial Bank of Commerce (“**CIBC**”) or The Bank of New York Mellon (“**BNY**”) may act as securities lending agents for the ETF. CIBC is located in Toronto, Ontario. BNY is located in New York City, New York. CIBC and BNY are each independent of the Manager.

See “Organization and Management Details of the ETF – Securities Lending Agent”.

***Summary of Fees and Expenses***

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

*Fees and Expenses Payable by the ETF*

<b>Type of Charge</b>	<b>Description</b>
<b>Management Fee</b>	<p>The 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 Fee of the ETF is 0.65%.</p> <p>See “Fees and Expenses”.</p>
<b>Management Fee Distributions</b>	<p>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 the 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.</p>
<b>Operating Expenses</b>	<p>Unless otherwise waived or reimbursed by the Manager, the ETF 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 expenses and filing fees and expenses; costs associated with delivering documents to Unitholders; costs associated with meetings of Unitholders; listing and annual stock exchange fees; 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.</p> <p>Costs and expenses payable by the Manager, or an affiliate of the Manager include fees of a general administrative nature.</p> <p>See “Fees and Expenses”.</p>
<b>Underlying Fund Fees</b>	<p>The 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 the ETF. With respect to such investments, no management fees or incentive fees are payable by the 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 the 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.</p>
<b>Expenses of the Issue</b>	<p>Apart from the initial organizational costs of the ETF, all expenses related to the issuance of Units of the ETF are borne by the ETF.</p> <p>See “Fees and Expenses”.</p>

*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 the 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. 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:

“**ADRs**” means American Depositary Receipts;

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

“**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;

“**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 ETF”;

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

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

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

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

“**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, in its capacity as custodian of the ETF 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 ETF, CIBC Mellon, The Bank of New York Mellon, and Canadian Imperial Bank of Commerce;

“**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 ETF, pursuant to which the Dealer may subscribe for Units of the ETF as described under “Purchases of Units”;

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

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

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

“**ETF**” means the exchange-traded mutual fund offered under this prospectus;

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

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

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

“**GDRs**” means Global Depositary Receipts;

“**Global X**” means Global X Investments Canada Inc., the manager, investment manager, trustee and promoter of the ETF;

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

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

“**IFRS**” means IFRS Accounting Standards;

“**Investment Manager**” means Global X, in its capacity as investment manager of the ETF;

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

“**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 the ETF to the Manager, equal to a percentage of the net asset value of the 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 the ETF quarterly in cash to Unitholders of the ETF who hold large investments in the ETF;

“**Manager**” means Global X, in its capacity as manager of the ETF, pursuant to the Trust Declaration;

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

“**net asset value**” means the net asset value of the 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;

**“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 the ETF, means the prescribed number of Units of the 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;

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

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

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

**“Reinvestment Plan”** means the distribution reinvestment plan for the ETF, 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;

**“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”;

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

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

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

**“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;

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

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

**“Trading Day”** means a day on which (i) a session of the TSX is held, and (ii) the principal exchange for the securities to which the ETF is exposed is open for trading;

**“Trust Declaration”** means the amended and restated declaration of trust dated November 24, 2025 establishing the ETF, as supplemented, amended or amended and restated from time to time;

**“Trustee”** means Global X, in its capacity as trustee of the ETF pursuant to the Trust Declaration;

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

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

**“Units”** means Class A units of the ETF, and **“Unit”** means one of them;

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

**“Valuation Day”** for the ETF 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 ETF.



## OVERVIEW OF THE LEGAL STRUCTURE OF THE ETF

The ETF is an open-end mutual fund trust established under the laws of Ontario. The manager, investment manager and trustee of the ETF is Global X Investments Canada Inc. (“**Global X**”, the “**Investment Manager**,” “**Manager**” or the “**Trustee**”).

The Units of the ETF that are offered pursuant to this prospectus, and its ticker symbols, is:

Name of ETF	Currency	Ticker Symbol
Global X Copper Producer Equity Covered Call ETF	Canadian dollar	CPCC

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

Units of the ETF have been conditionally approved for listing on the TSX. Subject to satisfying the TSX’s original listing requirements, Units of the ETF will be listed on the TSX. Investors can buy or sell Units of the ETF on the TSX through registered brokers and dealers in the province or territory where the investor resides. Investors will incur customary brokerage commissions in buying or selling Units.

## INVESTMENT OBJECTIVE

The fundamental investment objective of the 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.

CPCC seeks to provide, to the extent possible and net of expenses: (a) exposure to the performance of a broad range of copper mining companies globally; and (b) at least monthly distributions of dividend income and call option premiums. To mitigate downside risk and generate premiums, CPCC employs a dynamic covered call option writing program.

## INVESTMENT STRATEGIES

### CPCC

To achieve its investment objective, CPCC invests in a global portfolio of copper mining companies, which may include ADRs, GDRs or exchange traded funds that provide exposure to such companies. The exchange traded fund or funds in which CPCC invests may include funds managed by the Manager or an affiliate of the Manager.

The Portfolio Manager reviews the portfolio holding on an ongoing basis for possible additions, deletions, or substitution in its discretion. Criteria for inclusion, removal, or substitution of the equity holdings include market capitalization, liquidity, current or expected revenue from business focus within the copper mining industry or closely related activities. From time to time, CPCC may also invest in equity and equity related securities of companies that are primarily exposed to the mining and exploration of base metals other than copper.

To mitigate downside risk through hedging and generate additional yield, 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 CPCC’s portfolio. Notwithstanding the foregoing, CPCC 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.

CPCC invests in its own portfolio of equity or fixed income securities. CPCC will also, to mitigate downside risk and generate premiums, generally write options on up to approximately 50% of the value of CPCC’s portfolio. Notwithstanding the foregoing, CPCC may write options on a greater or lesser percentage of the portfolio, from time

to time, at the discretion of the Manager. The options written by CPCC may be either exchange traded options or “over-the-counter” options sold pursuant to an agreement with a counterparty with a “designated rating” as defined in NI 81-102.

CPCC will not seek to hedge its exposure to foreign currencies back to the Canadian dollar.

#### *Options Writing*

As noted above, CPCC may write covered call options. When writing call options on portfolio securities, CPCC will sell to the buyer of the option, for a premium, either the right to buy the security from the CPCC at an exercise price or, if the option is cash settled, the right to a payment from the CPCC equal to the difference between the value of the security and the option exercise price. CPCC partially hedge against declines in the price of the securities on which they are written to the extent of the premiums received by CPCC at the time the options are written by CPCC. While providing hedging protection and generating premiums, the use of a covered call strategy may, however, limit potential gains available to CPCC.

The writing of call options by the Manager involves the selling of call options in respect of up to approximately 50% of the value of CPCC’s 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. CPCC may write options on a greater or lesser percentage of the portfolio, from time to time, at the discretion of the Manager. The options written by CPCC may be either exchange traded options or “over-the-counter” options sold pursuant to an agreement with a counterparty with a “designated rating” as defined in NI 81-102.

The holder of a call option purchased from CPCC has the option, exercisable during a specific time period or at the expiry, to purchase the security or futures contract underlying the option from CPCC at the strike price. By selling call options, CPCC 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, CPCC 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, CPCC will retain the option premium.

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 CPCC 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 CPCC’s portfolio) or “out-of-the-money”.

If a call option is written on a futures contract or security in CPCC’s portfolio, the amounts that CPCC 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, CPCC 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 CPCC 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.

The Manager intends to close out any outstanding options that are in-the-money prior to their expiry date to avoid having portfolio securities of CPCC called away pursuant to the terms of the option, but may allow portfolio securities of CPCC to be called away, at its discretion.

## **General Investment Strategies**

### *Investments in Underlying Funds*

In accordance with applicable securities legislation, including NI 81-102, the ETF may invest in one or more other investment funds, including other investment funds managed by the Manager or an affiliate of 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. 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 ETF's investment objective and strategies.

### *Use of Derivatives*

The ETF may use derivative instruments for various purposes, including currency hedging, leverage, 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 ETF's investment objective and strategies, and will be in accordance with NI 81-102 or exemptions therefrom.

### *Reverse Repurchase Transactions*

The ETF may enter into reverse repurchase transactions. The Manager has adopted policies and practice guidelines applicable to the 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 the ETF's investment objective and policies;
- the risks associated with reverse repurchase transactions be adequately described in the prospectus of the ETF;
- authorized officers or directors of the Manager approve the parameters, including transaction limits, under which reverse repurchase transactions are permitted for the 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 the 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*

The 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 the ETF to earn additional income to offset its costs. In carrying out securities lending, the ETF will engage a lending agent with experience and expertise in completing such transactions.

## **OVERVIEW OF THE SECTORS THAT THE ETF INVESTS IN**

See “Investment Objective” and “Investment Strategies”.

## **INVESTMENT RESTRICTIONS**

The ETF is subject to certain restrictions and practices contained in securities legislation, including NI 81-102 and NI 81-107. The ETF is also subject to certain restrictions contained in the Trust Declaration. The ETF 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”.

The ETF will not make an investment that would result in the ETF failing to qualify as a “unit trust” or “mutual fund trust” within the meaning of the Tax Act or that would result in the ETF becoming subject to the tax for “SIFT trusts” within the meaning of the Tax Act. In addition, the ETF will not make nor 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 the ETF’s property consisted of such property. The Manager intends to monitor the activities of the ETF that is not a “mutual fund trust” for purposes of the Tax Act so as to ensure that the ETF does not have any “designated income” for purposes of the Tax Act.

## **FEES AND EXPENSES**

### **Management Fees**

The 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 Fee of the ETF is 0.65%.

The 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 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 ETF; ensuring the maintenance of accounting records for the ETF; preparing the reports to Unitholders of the ETF and to the applicable Securities Regulatory Authorities; calculating the amount and determining the frequency of distributions by the ETF; preparing financial statements, income tax returns and financial and accounting information as required by the ETF; ensuring that Unitholders of the ETF are provided with financial statements and other reports as are required from time to time by applicable law; ensuring that the ETF complies with all other regulatory requirements including the continuous disclosure obligations of the ETF under applicable securities laws; administering purchases, redemptions and other transactions in Units of the ETF; arranging for any payments required upon termination of the ETF; and dealing and communicating with Unitholders of the ETF. The Manager will provide office facilities and personnel to carry out these services, if not otherwise furnished by any other service provider to the ETF. The Manager will also monitor the investment strategy of the ETF to ensure that the ETF complies with its investment objective, investment strategies and investment restrictions and practices.

To encourage very large investments in the 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 the ETF with respect to investments in the 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 the 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 the ETF as Management Fee Distributions.

The availability and amount of Management Fee Distributions with respect to Units of the ETF will be determined by the Manager. Management Fee Distributions for the ETF will generally be calculated and applied based on a Unitholder's average holdings of Units of the 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 the ETF and not to the holdings of Units of the ETF by dealers, brokers or other CDS Participants that hold Units of the ETF on behalf of beneficial owners. In order to receive a Management Fee Distribution for any applicable period, a beneficial owner of Units of the 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 the ETF generally will be borne by the Unitholders of the ETF receiving these distributions from the Manager.

### **Operating Expenses**

Unless otherwise waived or reimbursed by the Manager, the ETF 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 expenses and filing fees and expenses; costs associated with delivering documents to Unitholders; costs associated with meetings of Unitholders; listing and annual stock exchange fees; 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.

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

### **Underlying Fund Fees**

The 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 the ETF. With respect to such investments, no management fees or incentive fees are payable by the 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 the 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 ETF, all expenses related to the issuance of the Units shall be borne by the ETF.

### **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 the 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. 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 the ETF which prospective investors should consider before purchasing such Units.

### *Fund of Funds Investment Risk*

The ETF may invest in other exchange traded funds, mutual funds, closed-end funds or public investment funds as part of its investment strategy. Accordingly, the ETF will be subject to the risks of the applicable underlying fund. See the prospectus of the applicable underlying fund for risk factors related to that underlying fund and its investment strategy and portfolio. If the ETF invests in such underlying funds, its investment performance largely depends on the investment performance of the underlying funds in which it invests. The market price of such underlying fund will fluctuate over time based on the value of the securities held by such underlying fund which may be affected by changes in general economic conditions, expectations for future growth and profits, interest rates and supply and demand for the securities in which the underlying fund invests. Additionally, if an underlying fund suspends redemptions, the ETF may be unable to accurately value part of its investment portfolio and may be unable to redeem its units.

### *Underlying Investment Funds Risk*

The securities in which the 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 the 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, the ETF may sustain a loss.

The 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 the 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 the 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. The ETF is subject to the same risk factors applicable to any underlying funds in which it invests.

The ETF may also invest in exchange traded funds that are subject to credit risk with respect to the amount such underlying fund expects to receive from counterparties to financial instruments entered into by the underlying fund. If a counterparty of such underlying fund becomes bankrupt or otherwise fails to perform its obligations due to financial difficulties, the value of an investor's investment in Units of the ETF may decline.

The ETF will not have any right to vote securities of the issuers to which the underlying fund is exposed, while it would have the right to vote if the ETF owned such securities directly.

### *Stock Market Risk*

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

### *Specific Issuer Risk*

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

### *Trade Sanctions Risk*

Beginning in January 2025, the United States announced certain tariffs on imports from countries including Canada. In response, the Canadian government announced retaliatory tariffs on certain imports from the United States.

There is uncertainty as to whether additional tariffs or retaliatory tariffs will be implemented, which countries will be subject to tariffs, the quantum of such tariffs, the goods on which they may be applied and the ultimate impact on supply chains and business costs. Such uncertainty may also adversely impact the performance of the global economy and individual companies, even if such companies are not directly impacted by tariffs. Changes in U.S. trade policies, levies imposed by Canadian governments, the enforcement of new and existing trade laws, and the responses of other countries could, in certain circumstances, impose significant burdens on international trade, the broader financial system and the economy. Increased global trade restrictions may also result in inflation. Further, the potential introduction of protectionist or retaliatory international trade tariffs, domestic “buy local” policies, sanctions or other barriers to international commerce may impact the global economy and stability of global financial markets which could consequently have a material adverse impact on the markets and securities in which the ETF may invest.

### *Regulatory Risk*

Legal and regulatory changes may occur that may adversely affect the ETF, which could make it more difficult, if not impossible, for the ETF to operate or to achieve its investment objective. To the extent possible, the Manager will attempt to monitor such changes to determine the impact such changes may have on the ETF 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, the 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 the ETF may trade below, at, or above their net asset value. The net asset value per Unit of the ETF will fluctuate with changes in the market value of the ETF’s holdings. The trading prices of the Units of the 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 the 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 the 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 the 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 the ETF and Unitholders may be able to redeem a PNU of the 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 the 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 the 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 ETF should not be sustainable.

#### *Designated Broker/Dealer Risk*

As the 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 ETF.

#### *Change in Legislation*

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

#### *No Ownership Interest*

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

#### *Market for Units*

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

#### *Cease Trading of Securities Risk*

If the securities held by the ETF are cease-traded by order of the relevant securities regulatory authority or are halted from trading by the relevant stock exchange, the ETF may halt trading in its securities. Accordingly, Units of the ETF bear the risk of cease-trading orders against all of its constituent securities, not just one. If securities of the 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, the 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 the 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.



### *Early Closing Risk*

Unanticipated early closings of a stock exchange on which securities held by the ETF are listed may result in the ETF being unable to sell or buy securities on that day. If the TSX closes early on a day when the 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) 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 ETF. 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 ETF.

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 the 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 the ETF’s third-party service providers (e.g., valuation agents, transfer agents or custodians) or issuers that the ETF invests in can also subject the 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 the ETF or its Unitholders. The ETF and its Unitholders could be negatively impacted as a result.

### *Risks Relating to Use of Derivatives*

The ETF may use derivative instruments to achieve its investment objective. 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. The 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 the 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.

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

#### *Limited Operating History and Absence of an Active Market*

The ETF is a newly organized investment trust with no previous operating history. Although the ETF may be listed on the TSX, there is no assurance that an active public market for the Units of the ETF will develop or be sustained.

#### *No Assurance of Meeting Investment Objective*

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

#### *No Guaranteed Return*

There is no guarantee that an investment in the ETF will earn any positive return in the short or long-term. The value of Units of the ETF may increase or decrease depending on market, economic, political, regulatory and other conditions affecting the ETF's investments. An investment in Units of the ETF is more volatile and riskier than some other forms of investments. All prospective Unitholders should consider an investment in the 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 the 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 the 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, its directors and officers and its respective affiliates and associates may engage in the promotion, management or investment management of other accounts, funds or trusts, some of which invest primarily in the securities held by the ETF. Although officers, directors and professional staff of the Manager will devote as much time to the ETF as is deemed appropriate to perform their duties, the staff of the Manager may have conflicts in allocating their time and services among the ETF and the other funds managed by the Manager.

#### *Loss of Limited Liability*

The 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 the 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 the 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, the 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 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 the ETF, the Unitholder will be entitled to reimbursement from any available assets of the ETF.

#### *Tax Related Risks*

The ETF is expected to meet, before the 91st day after the end of its first taxation year (determined without regard to any taxation year-end that may be deemed to occur for other purposes under the rules in the Tax Act relating to “loss restriction events”), all the requirements to qualify as a “mutual fund trust” for the purposes of the Tax Act and (where available) will elect to be deemed to be a “mutual fund trust” from inception.

For the ETF to qualify as a “mutual fund trust,” 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.

In the event the ETF were not 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 for the ETF and the after-tax returns to Unitholders of the ETF may be reduced. For example, if the ETF does not qualify as a “mutual fund trust” throughout a taxation year it may be liable to pay tax under Part XII.2 of the Tax Act and would not be entitled to the Capital Gains Refund. In addition, if the 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.

In determining its income for tax purposes, the ETF will treat gains or losses on the disposition of securities in its portfolio as capital gains and losses. In general, gains and losses realized by the ETF from derivative transactions and, if applicable, 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 described 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.

The ETF will treat 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 capital losses, the treatment in each particular case remains a question of fact to be determined having regard to all the circumstances. The ETF may write call options on securities in circumstances where such securities are in whole or in part not directly or indirectly held in the portfolio of the ETF. The view of the ETF is that there is sufficient linkage between the options that the ETF writes and the securities it holds in order for the 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 ETF will take the position (in accordance with certain administrative guidance published by the CRA) that the cash-only settled options it writes are properly characterized as “options”, that such options are entered into in part to mitigate downside risk in respect of securities held in its portfolio which are held on capital account and that such options are otherwise subject to the tax treatment described above in respect of the writing of covered call options. However, there can be no assurances that the CRA will agree with the tax treatment adopted by the ETF in this regard.

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 the ETF (or an underlying fund) in respect of derivatives or securities in the ETF’s (or the underlying fund’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 derivative forward agreement rules (“**DFA Rules**”) target certain financial arrangements 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 the 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. CPCC will generally write options out-of-the-money or at-the-money and endeavour to close out options before they are exercised, such that the DFA Rules are generally not expected to apply to options written by the ETF.

Certain rules in the Tax Act prohibit the ETF if it is a mutual fund trust throughout the taxation year from claiming a deduction for income allocated to redeeming or exchanging Unitholders and limit the ability of the ETF to claim a deduction for capital gains allocated to redeeming or exchanging Unitholders. Accordingly, the taxable component of distributions to non-redeeming or exchanging Unitholders may be greater than they would have been in the absence of such rules.

The ETF will be 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.

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”. For this purpose, non-portfolio property includes any property held by the ETF that the ETF uses in the course of carrying on a business in Canada. The ETF intends to take the position that it will not use its portfolio securities or any other property in the course of carrying on a business in Canada and will not otherwise be a SIFT trust. 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. If the SIFT Rules apply to the ETF, the after-tax return to Unitholders of the ETF could be reduced, particularly for a Unitholder who is exempt from tax under the Tax Act or is a non-resident of Canada.

Pursuant to rules in the Tax Act, if the ETF experiences a “loss restriction event” (“**LRE**”) it (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, the ETF will be subject to an LRE if a Unitholder of the ETF alone or together with affiliated persons or partnerships (or a 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 Holders” 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 the 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.

The ETF may invest in global equity 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 and/or distributions paid or credited to persons who are not resident in such countries. While the ETF intends 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 securities may subject the ETF to foreign taxes on dividends and/or distributions paid or credited to them or any gains realized on the disposition of such securities. Any foreign taxes incurred by the ETF will generally reduce the value of its portfolio.

The 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 ETF and there may be changes in the rates of such taxes, which, accordingly, may affect the costs borne by the ETF and its Unitholders.

#### *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 ETF or the ETF's investments, or in the administration of such tax rules.

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

The ETF is authorized to enter into securities lending, repurchase and reverse repurchase transactions in accordance with NI 81-102. In a securities lending transaction, the 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, the 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, the 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, the 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, the 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, the 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 ETF may also engage in securities lending. When engaging in securities lending, the 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.

#### *Reliance on Key Personnel*

Unitholders will be dependent on the abilities of: (i) the Manager in providing recommendations and advice in respect of the ETF; and (ii) the Manager to effectively manage the ETF in a manner consistent with its investment objective, investment strategies and investment restrictions. Implementation of the 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 the ETF will continue to be employed by the Manager.

### *Foreign Currency Risk*

The ETF may be exposed to a significant proportion of securities valued in foreign currencies. To the extent any foreign currency exposure has not been hedged against by a class of the ETF, the returns of the ETF may, when compared to the returns of a portfolio that is fully hedged to the Canadian dollar, reflect changes in the relative value of the Canadian and applicable foreign currency. No assurance can be given that the ETF will not be adversely impacted by changes in foreign exchange rates or other factors.

### *Price Fluctuations of Foreign Currencies*

Several factors may affect the price of a foreign currency, including the debt level and trade deficit of a country; inflation and interest rates of countries, and investors' expectations concerning inflation and interest rates and global or regional political, economic or financial events and situations. The U.S. dollar or other foreign currencies may not maintain their long-term value in terms of purchasing power in the future. When the price of the U.S. dollar or other foreign currencies to which the ETF has unhedged exposure declines, the Manager expects the price of the Units of the ETF to decline as well.

### *Foreign Exchange Rate Risk*

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 the ETF.

### *Political, Economic and Social Risk*

The value of the 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. 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 the 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 the ETF is exposed.

### *Equity Risk*

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 the ETF to decrease.

### *Foreign Securities Risk*

Investments in foreign securities involve certain risks that may not be present with investments in Canadian 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. These and other factors can make

investments in the ETF if it invests in foreign securities more volatile and potentially less liquid than other types of investments.

#### *Foreign Exchange Risk*

Investments in foreign securities may involve risks not typically associated with investing in Canada. Foreign exchanges may be open on days when the 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 the 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 the 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 the ETF's portfolio and the market price of a Unit of the ETF on the TSX may increase. Under certain circumstances, the Manager may need to "fair value" foreign securities that the 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, the ETF's fair valuation of those securities may be incorrect.

#### *Use of Options Risk*

CPCC is exposed to the full risk of its investment position in the securities to which it is directly or indirectly exposed, including call options, as applicable. The ETF is 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 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 the ETF, if the Investment Manager's expectations concerning future events or market conditions prove to be incorrect.

There can be no assurance that a liquid exchange or over-the-counter market will exist to permit the ETF to write covered call options on desired terms or to close out option positions should it desire to do so. The ability of the ETF 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 ETF 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.

#### *Concentration Risk*

The ETF, from time to time, may be concentrated to a significant degree in securities of issuers or underlying funds focused in a single industry or sector.

If the 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 the ETF which may, in turn, have an effect on the ETF's 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.

#### *Risks related to Copper Mining Industry*

CPCC 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 CPCC and also heighten the volatility of CPCC.

The companies to which CPCC 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 CPCC has exposure.

Further, the companies to which CPCC 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 expenditure 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*

CPCC is exposed to 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.

#### *Commodity Risk*

It can be expected that factors affecting the price of commodities will affect the net asset value of CPCC. The price of commodities may be affected at any time by various unpredictable international, economic, monetary and political considerations including, as applicable:

- global supply and demand, which is influenced by such factors as:
  - forward selling by commodity producers;
  - purchases made by commodity producers to unwind hedge positions;
  - central bank purchases and sales;
  - the investment and trading activities of hedge funds and commodity funds; and
  - production and cost levels in major commodity-producing countries;
- investors' expectations with respect to future inflation rates;
- interest rate volatility; and
- 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.

#### *Geographic Risk*

Investment funds, such as the ETF, 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 or the United States) 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.



### *Mid-Capitalization Companies Risk*

The 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 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.

### *Small-Capitalization Companies Risk*

The ETF may invest a substantial proportion of their portfolios in equity securities issued by small-capitalization companies. Stock prices of small-capitalization companies may be more volatile than those of larger companies and, therefore, the Unit price of the ETF may be more volatile than those of funds that invest a larger percentage of their assets in stocks issued by mid- or large-capitalization companies. Stock prices of small-capitalization companies are generally more vulnerable than those of mid- or large-capitalization companies to adverse business and economic developments. Securities of small-capitalization companies may be thinly traded, making it difficult for the ETF to buy and sell them. In addition, small-capitalization companies are typically less financially stable than larger, more established companies and may depend on a small number of essential personnel, making them more vulnerable to experiencing adverse effects due to the loss of personnel. Small-capitalization companies also normally have less diverse product lines than mid- or large-capitalization companies and are more susceptible to adverse developments concerning their products.

### *Emerging Market Risk*

Investments in emerging markets may be subject to a greater risk of loss than investments in developed markets. This is due to, among other things, greater market volatility, currency devaluations, lower trading volume, higher levels of inflation, political and economic instability, greater risk of a market shutdown and more governmental limitations on foreign investments than typically found in developed markets. Certain emerging markets countries have experienced economic recessions causing a negative effect on the economies and securities markets of such emerging countries. Risks of investments in emerging markets include:

- **Custody Risk:** The risks in the process of clearing and settling trades and to the holding of securities by local banks, agents and depositories. Low trading volumes and volatile prices in less-developed markets make trades harder to complete and settle, and governments or trade groups may compel local agents to hold securities in designated depositories that are not subject to independent evaluation. Local agents are held only to the standards of care in their local markets. The less developed a country's securities market is, the greater the likelihood of custody problems.
- **Reliance on Trading Partners Risk:** Economies in emerging market countries generally are heavily dependent upon commodity prices and international trade and, accordingly, may be affected adversely by the economies of their trading partners, trade barriers, exchange controls, managed adjustments in relative currency values, and may suffer from extreme and volatile debt burdens or inflation rates. Trading partners' economies may be affected by such factors as over-extension of credit, currency devaluations and restrictions, high unemployment, high inflation, economic recessions, fluctuating exports or imports, changes in governmental regulations on trade and changes in exchange rates.
- **Security Risk:** Some geographic areas in which the ETF may invest, directly or indirectly, have experienced security concerns, such as acts of terrorism or strained international relations due to territorial disputes, historical animosities or other defense concerns. These situations may cause uncertainty in the markets of these geographic areas and may adversely affect the performance of their economies.
- **Structural Risks:** Certain emerging market countries are subject to a considerable degree of economic, political and social instability.

- **Economic Risk:** Some emerging market countries have experienced economic instability, including instability resulting from substantial rates of inflation or significant devaluations of their currency, or economic recessions, which would have a negative effect on the economies and securities markets of their economies. Some of these countries may also impose restrictions on the exchange or export of currency or adverse currency exchange rates and may be characterized by a lack of, or restrictions upon, available currency hedging instruments.
- **Political and Social Risk:** Some governments in emerging market countries are authoritarian in nature or have been installed or removed as a result of military coups, and some governments have periodically used force to suppress civil dissent. Disparities of wealth, the pace and success of democratization, and ethnic, religious and racial disaffection, have also led to social unrest, violence and/or labour unrest in some emerging market countries. Unanticipated political or social developments may result in sudden and significant investment losses, including on investments in sovereign debt issued by emerging market governments.
- **Expropriation Risk:** Investing in emerging market countries involves a great risk of loss due to expropriation, nationalization, confiscation of assets and property or the imposition of restrictions on foreign investments and repatriation of capital invested by certain emerging market countries.

#### *Copper Concentration Risk*

The ETF's holdings are not diversified and are concentrated in securities that provide exposure to copper. This concentrated focus may constrain the liquidity and the number of investments available to the ETF. The ETF's holdings and the net asset value of the ETF 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 the ETF.

#### **Conflicts of Interest**

The ETF is subject to certain conflicts of interest. See "Organization and Management Details of the ETF – Conflicts of Interest".

#### **Risk Ratings of the ETF**

The investment risk level of the 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 ETF is fewer than 10 years old, the Manager calculates the investment risk level of the ETF using a reference index that is expected to reasonably approximate the standard deviation of the ETF. Once the 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 ETF is 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 the ETF.

ETF	Reference Index
CPCC	Solactive North American Listed Copper Producers Index

In certain instances, the methodology described above may produce an investment risk level for the ETF which the Manager believes may be too low and not indicative of the ETF's future volatility. As a result, in addition to using the standardized risk classification methodology described above, the Manager may increase the 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 the 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 rating of the ETF is 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 rating of the ETF 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

It is anticipated that the ETF will make distributions to its Unitholders on at least a monthly basis.

Initially, distributions to Unitholders from CPCC are expected to be made in accordance with the table below:

ETF	Initial Frequency of Distributions	Anticipated Initial Monthly Distribution per Unit	Anticipated Initial Distribution per Unit (Annualized)
CPCC	Monthly	\$0.14	\$1.68

Distributions are not fixed or guaranteed. The amount of distributions may fluctuate from distribution period to distribution period, and there can be no assurance that the ETF will make any distribution in any particular period or periods. The amount of distributions, if any, will be based on the Manager's assessment of the prevailing market conditions. The amount of distributions may vary if there are changes in any of the factors that affect the net cash flow on the portfolio of the ETF, and the other assumptions noted above or herein. The amount and date of any ordinary cash distributions of the ETF will be announced in advance by issuance of a press release.

The Manager will review the level of distributions for the ETF on a regular basis to consider the sustainability of such distributions. Depending on the underlying investments of the ETF, distributions on the Units are expected to consist of income, including foreign source income, taxable dividends from taxable Canadian corporations and capital gains, less the expenses of the ETF, and may include returns of capital. The Manager may, in its complete discretion, change the frequency of these distributions, and any such change will be announced by press release. Distributions will be paid in cash, unless a Unitholder has chosen to participate in the Reinvestment Plan.

To the extent required, the 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 the 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 ETF or paid in Units of the ETF, in each case which will then be immediately consolidated such that the number of outstanding Units of the ETF held by each Unitholder on such day following the distribution will equal the number of Units of the ETF held by the Unitholder prior to that distribution.

### ***Distribution Reinvestment Plan***

At any time, a Unitholder 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 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 ETF, to the Unitholder in the preceding taxation year.

### **PURCHASES OF UNITS**

#### ***Issuance of Units of the ETF***

##### *To the Designated Broker and the Dealers*

All orders to purchase Units directly from the ETF must be placed by the Designated Broker and/or the Dealers. The ETF reserves the absolute right to reject any subscription order placed by a Designated Broker and/or a Dealer. No fees will be payable by the ETF to a Designated Broker or a Dealer in connection with the issuance of Units of the ETF. On the issuance of Units, the Manager may, at its discretion, charge an administrative charge to a Designated Broker or a Dealer to offset any expenses incurred in issuing the Units. See "Fees and Expenses".

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 the ETF, in Canadian dollars. If a subscription order is received by the ETF by the Subscription Deadline on a Trading Day, CPCC 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 the ETF on the Trading Day on which the subscription is accepted by the Manager. Notwithstanding the foregoing, the 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.

Unless the Manager shall otherwise agree or the Trust Declaration shall otherwise provide, as payment for a PNU of the ETF, a Designated Broker or Dealer must deliver subscription proceeds consisting of, at the Manager's sole discretion, a Basket of Securities and cash in an amount sufficient so that the value of the Basket of Securities and cash delivered is equal to the net asset value of the applicable PNU of the ETF next determined following the receipt of the subscription order, plus any administrative charge that may be applicable.

The Manager may instead, in its complete discretion, accept subscription proceeds consisting of: (i) cash only in an amount equal to the net asset value of the applicable PNU of the ETF next determined following the receipt of the subscription order, plus any administrative charge that may be applicable; or (ii) a combination of securities and cash, as determined by the Manager, in an amount equal to the net asset value of the applicable PNU of the ETF next determined following the receipt of the subscription order, plus any administrative fee that may be applicable.

In any case in which a subscription order from a Designated Broker or Dealer is received by the ETF on or after the date of declaration of a distribution by the ETF, payable in cash, and on or before the ex-dividend date for that distribution (generally, the second Trading Day 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 the ETF in respect of each issued Unit.

The Manager will make available to the Designated Brokers and the Dealers information as to the PNU and the Basket of Securities for the ETF for each Trading Day. The Manager may, at its discretion, increase or decrease the applicable PNU from time to time.

#### *To Unitholders of the ETF as Reinvested Distributions or a Distribution Paid in Units*

Units of the ETF may 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 the ETF. See "Distribution Policy".

#### *To Unitholders of the ETF pursuant to a Distribution Reinvestment Plan*

Unitholders of the ETF that are Plan Participants in a Reinvestment Plan may make pre-authorized cash contributions under the Reinvestment Plan on a monthly or calendar quarterly basis. Plan Participants do not incur any brokerage commissions when acquiring Units of the ETF pursuant to a Reinvestment Plan.

#### ***Buying and Selling Units of the ETF***

Units of the ETF have been conditionally approved for listing on the TSX. Subject to satisfying the TSX's original listing requirements, Units of the ETF will be listed on the TSX. Investors can buy or sell Units of the ETF on the TSX through registered brokers and dealers in the province or territory where the investor resides. Investors will incur customary brokerage commissions in buying or selling Units.

#### ***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 the ETF (on either a number of Units or fair market value basis) and the Manager shall inform the

registrar and transfer agent of the ETF of this restriction. The Manager may require declarations as to the jurisdictions in which a beneficial owner of Units is resident and, if a partnership, its status as a Canadian partnership. If the Manager becomes aware, as a result of requiring such declarations as to beneficial ownership or otherwise, that the beneficial owners of 40% of the Units then outstanding (on either a number of Units or fair market value basis) are, or may be, non-residents and/or partnerships that are not Canadian partnerships, or that such a situation is imminent, the Manager may make a public announcement thereof. If the Manager determines that more than 40% of the Units (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 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 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 the 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 the ETF as a mutual fund trust for purposes of the Tax Act. See also “Purchases of Units – Non-Resident Unitholders”.

#### ***Special Considerations for Unitholders***

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 ETF. In addition, the ETF has obtained exemptive relief from the Securities Regulatory Authorities to permit a Unitholder of the ETF to acquire more than 20% of the Units of the 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 the ETF at any meeting of Unitholders of the ETF.

### **EXCHANGE AND REDEMPTION OF UNITS**

#### ***Exchange and Redemption of Units at Net Asset Value per Unit for Baskets of Securities and/or Cash***

Unitholders of the ETF 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, 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 the ETF 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 the ETF, a Unitholder of CPCC must submit an exchange request in the form prescribed by CPCC 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 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.

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 the 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.

On any Trading Day, Unitholders of the ETF may redeem: (i) Units of the ETF 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 ETF. As Unitholders of the ETF will generally be 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.

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 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.

As may be agreed between the Manager and a Designated Broker or Dealer, the Manager may charge the Designated Broker and Dealers of the 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. 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, the 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 the 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 Canadian 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 or Exchanging Unitholders***

Pursuant to the Trust Declaration, the ETF may allocate and designate any income or capital gains realized by the ETF as a result of any disposition of property of the ETF undertaken to permit or facilitate the redemption or exchange of Units of the ETF to a Unitholder of the ETF whose Units are being redeemed or exchanged. In addition, the ETF has the authority to distribute, allocate and designate any income or capital gains of the ETF to a Unitholder of the ETF who has redeemed or exchanged Units of the ETF during a year in an amount equal to the Unitholder's share, at the time of redemption or exchange, 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 or exchanging Unitholder, but, for greater certainty, will not reduce the amount of cash that the Unitholder will receive in respect of the redemption or exchange.

Certain rules in the Tax Act that are applicable to trusts that are "mutual fund trusts" for purposes of the Tax Act throughout the taxation year prohibit the ETF from deducting income that is allocated to redeeming or exchanging Unitholders. In addition, amounts of capital gains allocated and designated to redeeming or exchanging Unitholders will generally only be deductible to the ETF to the extent of the redeeming or exchanging Unitholders' pro rata share (as determined under the Tax Act) of the net taxable capital gains of the ETF for the year. Any such income or taxable capital gains that would not be deductible by the ETF if allocated to redeeming or exchanging Unitholders may be made payable to non-redeeming or non-exchanging Unitholders of the ETF so that the 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 the ETF may be greater than they would have been in the absence of such rules.

### ***Book-Entry Only System***

Registration of interests in, and transfers of, Units of the ETF will be made only through the book-entry only system of CDS. Units of the ETF must be purchased, transferred and surrendered for redemption only through a CDS Participant. All rights of an owner of Units of the 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 the ETF, the owner will receive only the customary confirmation. References in this prospectus to a holder of Units of the ETF means, unless the context otherwise requires, the owner of the beneficial interest of such Units.

Neither the ETF nor the Manager will have any liability for: (i) records maintained by CDS relating to the beneficial interests in Units of the 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 the 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.

The ETF has the option to terminate registration of Units of the 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 ETF at this time as: (i) the ETF is an exchange traded fund that are primarily traded in the secondary market; and (ii) the few transactions involving Units of the 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.



## 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 the ETF by a Unitholder of the ETF who acquires Units of the ETF pursuant to this prospectus. This summary only applies to a prospective Unitholder of the 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 the ETF as capital property, all within the meaning of the Tax Act (a "**Holder**").

Generally, Units of the 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 the 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 also based on the assumptions that (i) none of the issuers of the securities in the portfolio of the ETF will be foreign affiliates of the ETF or of any Unitholder, (ii) none of the securities in the portfolio of the 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 the ETF will be an offshore investment fund property (or an interest in a partnership that holds such property) that would require the ETF to include significant amounts in the ETF's 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) the ETF will not enter into any arrangement (including the acquisition of securities for the ETF's portfolio) where the result is a "dividend rental arrangement" for purposes of the Tax Act. This summary further assumes that the 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 or in administrative policy or assessing practice 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 the ETF. This summary does not address the deductibility of interest on any funds borrowed by a Unitholder to purchase Units of the ETF. The income and other tax consequences of investing in Units will vary depending on an investor's particular circumstances. Accordingly, 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 the ETF. Prospective investors should consult their own tax advisors with respect to the income tax consequences to them of an acquisition of Units of the 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 ETF

This summary is based on the assumption that the ETF will qualify at all times as a "unit trust" within the meaning of the Tax Act and that the ETF will qualify or will be deemed to qualify at all times as a "mutual fund trust" within the meaning of the Tax Act. For the ETF to qualify as a "mutual fund trust", 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 this connection, the ETF is expected to meet, before the 91<sup>st</sup>

day after the end of its first taxation year (determined without regard to any taxation year-end that may be deemed to occur for other purposes under the rules in the Tax Act relating to “loss restriction events”), all the requirements to qualify as a “mutual fund trust” for the purposes of the Tax Act and (where available) will elect to be deemed to be a “mutual fund trust” from inception. In the event the ETF were not 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 assumes that the ETF will not be a “SIFT trust” under the Tax Act; however, no assurances can be provided in this regard. See “Risk Factors – Tax Related Risks”. This summary also assumes that the ETF will not be subject to the tax for “covered entities” as defined in subsection 183.3 of the Tax Act.

Provided the Units of the ETF are listed on a “designated stock exchange” (within the meaning of the Tax Act) or the ETF qualifies as a “mutual fund trust” within the meaning of the Tax Act, Units of the ETF will be qualified investments under the Tax Act for Registered Plans.

Units of the ETF are generally not prohibited investments for a “registered pension plan” under subsection 8514(1) of the regulations under the Tax Act unless the 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 ETF**

The ETF will elect (if available) to have a taxation year that ends on December 15 of each calendar year. If the ETF has not validly made such election, it will have a taxation year that ends on December 31 of each calendar year.

The 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 (or deemed to be paid or payable) to its Unitholders, in the calendar year in which the taxation year ends. An amount will be considered to be payable to a Unitholder of the ETF in a calendar 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 ETF 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.

The ETF will 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 the ETF from derivative transactions and, if applicable, 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, and will be recognized for tax purposes at the time they are realized by the ETF.

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 the 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. The ETF will generally write options out-of-the-money or at-the-money and endeavour to close out options before they are exercised, such that the DFA Rules are generally not expected to apply to options written by the ETF.

The ETF will be 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 the 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.

If the ETF holds units issued by a trust resident in Canada that has issued units that are listed or traded on a stock exchange or other public market, the trust will be subject to a special tax in respect of (i) income from business carried on in Canada, and (ii) certain income and capital gains in respect of “non-portfolio properties” (collectively, “**Non-Portfolio Earnings**”, and a trust that earns such income is, generally, a “SIFT trust”). Non-Portfolio Earnings that are distributed by a SIFT trust to its unitholders will be taxed in the trust at a rate that is equivalent to the federal general corporate tax rate plus a prescribed amount on account of provincial tax. Non-Portfolio Earnings that are distributed by a SIFT trust to its unitholders will generally be taxed in the hands of unitholders as though it were a taxable dividend from a taxable Canadian corporation and will be deemed to be an “eligible dividend” eligible for the enhanced gross-up and tax credit rules under the Tax Act.

With respect to an issuer structured as a trust that is not resident in Canada, the ETF will be required to include in the calculation of its income for a taxation year the net income for Canadian federal income tax purposes, including net taxable capital gains, paid or payable to the ETF by the issuer in the year, notwithstanding that certain of such amounts may be reinvested in additional units of the issuer. Provided the units of the issuer are held by the ETF as capital property for purposes of the Tax Act, the ETF will be required to reduce the adjusted cost base of units of the issuer by an amount paid or payable by the issuer to the ETF, except to the extent that the amount was included in calculating the income 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 reset to zero.

In general, the ETF will realize a capital gain (or capital loss) upon a disposition of its property to the extent the proceeds of disposition received on such disposition 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. The ETF will acquire and hold its property for the purpose of earning income. In addition, if the ETF disposes of “Canadian securities” (as defined in the Tax Act) will make 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 basis, the ETF will take the position that gains and losses realized on the disposition of its properties are capital gains and capital losses.

The ETF will purchase its portfolio of securities with the objective of earning dividends, distributions or other income thereon over the life of the ETF and will write covered call options with the objective of increasing the yield on the portfolio beyond the dividends, distributions or other income received on such securities. As the ETF intends to treat gains and losses on the disposition of its securities as capital gains and losses, transactions undertaken by the ETF in respect of options on such securities will be treated and reported as arising on capital account.

Premiums received on covered call options written by the ETF that are not exercised prior to the end of a year will constitute capital gains of the ETF in the year received, unless such premiums are received by the ETF as income from a business of buying and selling securities or the ETF has engaged in a transaction or transactions considered to be an adventure or concern in the nature of trade.

Premiums received by the ETF on covered call options that are subsequently exercised will be added in computing the proceeds of disposition to the ETF of the securities disposed of upon the exercise of such options. In addition, where the premium was in respect of an option granted in a previous year that constituted a capital gain of the ETF in the previous year, such capital gain will be required to be reversed.

The ETF may derive income or gains from investments in countries other than Canada, and as a result, may be liable to pay foreign income or profits tax to such countries. 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.

The 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 the ETF for such taxation year.

The ETF will be 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 rateably 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, the ETF may deduct reasonable administrative and other expenses incurred to earn income (other than taxable capital gains) from property or a business in accordance with the detailed rules in the Tax Act.

Losses incurred by the ETF in a taxation year cannot be allocated to Unitholders of the 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 the ETF disposes of property and would otherwise realize a capital loss, the loss will be suspended. This may occur if the ETF disposes of a property and the ETF, or a person affiliated with the ETF, acquires a property (a "substituted property") that is the same as, or identical to the property disposed of, during the period that begins 30 days before and ends 30 days after the disposition of the original property and the ETF, or a person affiliated with the ETF, holds the substituted property 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 no substituted property is acquired 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 the 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.

The non-taxable portion of the 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 the 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 the ETF. To the extent that the adjusted cost base of a Unit of the 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 the 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 the 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, the ETF will be 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 the 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 the 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 income or 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 the ETF, when additional Units of that ETF are acquired by the Holder, the cost of the newly acquired Units will be averaged with the adjusted cost base of all Units of the ETF owned by the Holder as capital property immediately before that time. For this purpose, the cost of Units of the 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 the 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 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.

In the case of an exchange of Units for a Basket of Securities, a Holder's proceeds of disposition of such Units will 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, the ETF may allocate and designate any income or capital gains realized by the ETF as a result of any disposition of property of the ETF undertaken to permit or facilitate the redemption or exchange of Units to a Unitholder whose Units are being redeemed or exchanged. In addition, the ETF has the authority to distribute, allocate and designate any income or capital gains of the ETF to a Unitholder of the ETF who has redeemed or exchanged Units of the ETF during a year in an amount equal to the Unitholder's share, at the time of redemption or exchange, 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 or exchanging Unitholder, but, for greater certainty, will not reduce the amount of cash that the Unitholder will receive in respect of the redemption or exchange. Certain rules in the Tax Act that are applicable to trusts that are "mutual fund trusts" for purposes of the Tax Act throughout the taxation year prohibit the ETF from claiming a deduction for income allocated to redeeming or exchanging Holders and limit the ability of the ETF to claim a deduction for capital gains allocated to redeeming or exchanging Holders as described above. As a result of such rules, the taxable component of distributions to non-redeeming or exchanging Holders may increase.

Generally, one-half of any capital gain (a “**taxable capital gain**”) realized by a Holder on the disposition of Units of the ETF or designated by the 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 the 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, adjusted cost base of Units of the applicable 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.

Amounts designated by the ETF to a Holder of the 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, if any, for alternative minimum tax.

### **Taxation of Registered Plans**

Distributions received by Registered Plans on Units of the 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 generally 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 Holder who is a holder of a TFSA, FHSA or RDSP, 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, RDSP, RRSP, RRIF or RESP. A “prohibited investment” includes a unit of a trust which does not deal at arm’s length with the holder, annuitant or subscriber, or in which the holder, annuitant or subscriber has a significant interest, which, in general terms, means the ownership of 10% or more of the fair market value of the ETF’s outstanding Units by the holder, annuitant or subscriber, either alone or together with persons and partnerships with whom the holder, annuitant or subscriber does not deal at arm’s length. In addition, the Units of the 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, RDSP, RRSP, RRIF or RESP. Holders are advised to consult their own tax advisors regarding the application of these rules.

In the case of an exchange of Units of the ETF for a Basket of Securities, a Holder may receive securities that may or may not be qualified investments under the Tax Act for Registered 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. Holders should consult their own tax counsel for advice on whether or not such securities would be qualified investments for Registered Plans.

### **Tax Implications of the ETF’s Distribution Policy**

The net asset value per Unit of the ETF will, in part, reflect any income and gains of the ETF that have accrued or have been realized, but have not been made payable at the time the Units of the ETF were acquired. Accordingly, a Holder 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, notwithstanding that such amounts will have been reflected in the price paid by the Holder for the Units. In particular, a Holder who acquires Units of the 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 Holder only recently acquired such Units. Further, if the ETF 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 ETF

### *Manager of the ETF*

Global X (formerly, Horizons ETFs Management (Canada) Inc.) is the manager, investment manager and trustee of the ETF. The Manager is responsible for providing or arranging for the provision of administrative services and management functions required by the ETF. The principal office of Global X is 55 University Avenue, Suite 800, Toronto, Ontario, M5J 2H7. Global X 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 ETF.

Global X and its subsidiaries are an innovative financial services organization distributing the Global X family of exchange traded funds. Global X 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 19 global markets. Headquartered in Seoul, South Korea, the Mirae Asset Financial Group is one of the largest independent financial groups in Asia and manages approximately US \$729 billion in assets globally as of June, 2025.

### *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, Global X (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, Global X (since 2011); Chief Corporate Development Officer, Global X (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, Global X (since 2021); Managing Director, Head of Global Business, Mirae Asset Global Investments (since 2017).

<b>Name and Municipality of Residence</b>	<b>Date Individual became a Director</b>	<b>Position with Manager</b>	<b>Principal Occupation</b>
Julie Stajan, Oakville, Ontario	N/A	Chief Financial Officer	Chief Financial Officer, Global X (since 2015); Senior Vice President, Finance and Controller, Global X (since 2012); Senior Vice President, Finance & Investment Funds, Horizons Investment Management Inc. (2011-2012).
Hyun Su Ahn, Woodbridge, Ontario	N/A	Executive Vice President, Head of Product and Operations	Executive Vice President, Head of Product and Operations, Global X (since 2022); Executive Director, Head of Global ETF Management Division, Mirae Asset Global Investments (2010-2022).
Chris McHaney, Toronto, Ontario	N/A	Executive Vice President, Head of Investment Management and Strategy	Executive Vice President, Head of Investment Management and Strategy, Global X (since 2024); Director, Portfolio Manager, BMO Global Asset Management (2017-2024) Vice President, Portfolio Manager, BMO Global Asset Management (2009-2017).
Erik Sloane Toronto, Ontario	N/A	Executive Vice President, Head of Distribution	Executive Vice President, Head of Distribution, Global X (since 2025); Chief Revenue Officer, Cboe Canada (2020-2024).
McGregor Sainsbury, Toronto, Ontario	N/A	General Counsel and Secretary	General Counsel and Secretary, Global X (since 2011).

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 ETF, see “Organization and Management Details of the ETF – 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 ETF, to make all decisions regarding the business of the ETF and to bind the ETF. 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 ETF to do so.

The Manager is entitled to the Management Fee in consideration of the services it provides to the 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 ETF; ensuring the maintenance of accounting records for the ETF; preparing the reports to Unitholders of the ETF and to the applicable Securities Regulatory Authorities; calculating the amount and determining the frequency of distributions by the ETF; preparing financial statements, income tax returns and financial and accounting information as required by the ETF; ensuring that Unitholders of the ETF are provided with financial statements and other reports as are required from time to time by applicable law; ensuring that the ETF complies with all other regulatory requirements including the continuous disclosure obligations of the ETF under applicable securities laws; administering purchases, redemptions and other transactions in Units of the ETF; arranging for any payments required upon termination of the ETF; and dealing and communicating with Unitholders of the ETF. The Manager will provide office facilities and personnel to carry out these services, if not otherwise furnished by any other service provider to the ETF. The Manager will also monitor the investment strategy of the ETF to ensure that the 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 ETF, 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 ETF or to any Unitholder of the ETF or any other person for any loss or damage relating to any matter regarding the ETF, including any loss or diminution of value of the assets of the 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 ETF 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 ETF as long as the person acted honestly and in good faith with a view to the best interests of the ETF.

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 ETF, the Manager is entitled to receive Management Fees from the ETF.

## **Portfolio Management**

### *Certain Officers of the Manager*

The Manager also serves as the investment manager to the ETF. 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 ETF in its capacity as investment manager.

The name, title and length of service of the employee of the Manager principally responsible for providing investment advice to the ETF is as follows:

<b>Name and Municipality of Residence</b>	<b>Position with the Manager</b>	<b>Principal Occupation</b>
Andrew Albrecht Toronto, Ontario	Vice President, Investment Management & Portfolio Manager	Vice President, Investment Management & Portfolio Manager, Global X

<b>Name and Municipality of Residence</b>	<b>Position with the Manager</b>	<b>Principal Occupation</b>
Chris McHaney Toronto, Ontario	Executive Vice President, Head of Investment Management and Strategy	Executive Vice President, Head of Investment Management and Strategy, Global X

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, and the start dates generally refer to the date of the first position held or the first of the listed positions held by the person at that company.

### **Designated Brokers**

The Manager, on behalf of the ETF, 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 ETF including, without limitation: (i) to subscribe for a sufficient number of Units of the ETF to satisfy the TSX's original listing requirements; (ii) to subscribe for Units of the ETF on an ongoing basis, and (iii) to post a liquid two way market for the trading of Units of the ETF on the TSX. Payment for Units of the ETF must be made by the Designated Broker, and Units of the 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 the Manager at least six months' prior written notice of such termination. The Manager 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 the ETF do not represent an interest or an obligation of any Designated Broker or Dealer or any affiliate thereof and a Unitholder of the 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 ETF. 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 ETF. The ETF Managers therefore will have conflicts of interest in allocating management time, services and functions to the ETF 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 ETF utilizing trading and investment strategies which are the same as or different from the ones to be utilized in making investment decisions for the ETF. In addition, in proprietary trading and investment, the ETF Managers may take positions the same as, different than or opposite to those of the ETF. 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, the 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 ETF.

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 ETF. 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 the 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 the 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 the 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, the 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 ETF 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 the ETF, the Manager may receive a portion of the affiliate's revenue that it receives for those services.

National Bank Financial Inc. ("NBF") acts or may act as a Designated Broker, Prime 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 the ETF. In particular, by virtue of these relationships, NBF may profit from the sale and trading of Units of the ETF. NBF, as market maker of the ETF in the secondary market, may therefore have economic interests which differ from and may be adverse to those of Unitholders of the ETF.

NBF's potential roles as a Designated Broker, Prime Broker and a Dealer of the ETF will not be as an underwriter of the ETF in connection with the primary 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. 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 and its affiliates may, at present or in the future, engage in business with the ETF, the issuers of securities making up the investment portfolio of the 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.

### ***Independent Review Committee***

NI 81-107 requires that all publicly offered investment funds, such as the ETF, establish an IRC and that the Manager must refer all conflict of interest matters in respect of the ETF 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 at [www.globalx.ca](http://www.globalx.ca), or at a Unitholder's request at no cost, by contacting the 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.

Michele McCarthy and Paul Manias are the current members of the IRC. The IRC is, in accordance with NI 81-107, filling the vacancy on the IRC as soon as is practicable. 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 the 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.

The ETF compensates the IRC members for their participation on the IRC through member fees and, if applicable, meeting fees. Paul Manias receives \$16,000 per year in member fees, while Michele McCarthy, as chairperson of the IRC, receives \$18,000 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 secretariat 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. Sales Tax may also be payable by the Manager in respect of fees paid to IRC members and the secretariat. The total fees payable in respect of the IRC by the ETF is calculated by dividing the total net assets of the 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 the ETF for that particular period.

### *The Trustee*

Global X is also the trustee of the ETF 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 the ETF within 60 days thereafter for the purpose of appointing a successor trustee. If there is no manager, five Unitholders of the ETF may call a meeting of Unitholders of the 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 the 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 ETF, 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 ETF but will be reimbursed for all expenses and liabilities that it properly incurs in carrying out activities on behalf of the ETF.

### *Custodian*

CIBC Mellon is the custodian of the assets of the ETF 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 the ETF if the Manager

fails to pay such fees and expenses. The 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 to provide accounting and valuation services to the ETF.

#### ***Auditor***

KPMG LLP is the auditor of the ETF. The office of the auditor 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 ETF pursuant to registrar and transfer agency agreements entered into by the ETF. 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 ETF and is, accordingly, the promoter of the ETF within the meaning of securities legislation of certain provinces and territories of Canada. The Manager, in its capacity as manager of the ETF, receives compensation from the ETF. See "Fees and Expenses".

#### ***Securities Lending Agent***

Canadian Imperial Bank of Commerce ("CIBC") or The Bank of New York Mellon ("BNY") may act as securities lending agents for the ETF pursuant to a securities lending agreement (the "SLA").

CIBC is located in Toronto, Ontario, and BNY is located in New York City, New York. CIBC and BNY are each independent of the Manager. The 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 SLA requires CIBC and certain other parties to indemnify the ETF against, among other things, the failure of CIBC to perform its obligations under the SLA. A party to the SLA may terminate the SLA upon 30 days' notice.

### **CALCULATION OF NET ASSET VALUE**

The NAV per Unit of the ETF will be computed in its base currency by adding up the cash, securities and other assets of the ETF, less the liabilities and dividing the value of the net assets of the ETF 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 ETF is made. The NAV per Unit of the ETF will be calculated on each Valuation Day.

Typically, the NAV per Unit of the ETF 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 the ETF closes earlier on that Valuation Day.

#### **Valuation Policies and Procedures of the ETF**

The following valuation procedures will be taken into account in determining the “NAV” and “NAV per Unit” of the 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 in good faith by the Manager, in consultation with the Valuation Agent (when necessary), and 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 the ETF will include:
  - all bills, notes and accounts payable of which the ETF is an obligor;
  - 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, except for Unitholders' equity classified as a liability under IFRS; and
- (vi) the exchange rates used by the ETF will be prevailing market rates as determined by the Manager.

In calculating the net asset value of the 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 the 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 the 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 the 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 the 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, the ETF is required to calculate net asset value in accordance with 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 [www.globalx.ca](http://www.globalx.ca).

### **ATTRIBUTES OF THE SECURITIES**

#### ***Description of the Securities Distributed***

The 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 the ETF.

Units of the ETF have been conditionally approved for listing on the TSX. Subject to satisfying the TSX's original listing requirements, Units of the ETF will be listed on the TSX. Investors can buy or sell Units of the ETF on the TSX through registered brokers and dealers in the province or territory where the investor resides. Investors will incur customary brokerage commissions in buying or selling Units.

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. The ETF is a reporting issuer under the *Securities Act* (Ontario), and the ETF is governed by the laws of Ontario by virtue of the provisions of the Trust Declaration.

Each Unit of the ETF entitles the owner to one vote at meetings of Unitholders of the ETF. Each Unit of the ETF is entitled to participate equally with all other Units of the 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 the 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 and Redemption of Units at Net Asset Value per Unit for Baskets of Securities and/or Cash***

Unitholders of the ETF 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. 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 the 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 the ETF will not require notice to existing Unitholders of the 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 the ETF, or the termination of a class of the 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 the ETF.

All other rights attached to the Units of the 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 the ETF’s portfolio.

### **UNITHOLDER MATTERS**

#### ***Meetings of Unitholders***

Meetings of Unitholders of the 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 the ETF.

#### ***Matters Requiring Unitholder Approval***

NI 81-102 requires a meeting of Unitholders of the 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 the 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 the ETF will be deemed to have been given if expressed by resolution passed at a meeting of Unitholders of the 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 the 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 the 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 the ETF shall be bound by an amendment affecting the 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 the 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 the 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 the ETF, will in accordance with applicable laws furnish to each Unitholder of the ETF, unaudited semi-annual financial statements and an interim management report of fund performance for the 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 the 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 ETF 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 the 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, imposes due diligence and reporting obligations on “reporting Canadian financial institutions” in respect of their “U.S. reportable accounts”. The 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 ETF should not have any “U.S. reportable accounts” and, as a result, the 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 the 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. 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 the ETF to their dealer for the purpose of such information exchange, unless the investment is held within a Registered Plan.

### **TERMINATION OF THE ETF**

Subject to complying with applicable securities law, the Manager may terminate the 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 the ETF is terminated, the Trustee is empowered to take all steps necessary to effect the termination of the ETF. Prior to terminating the ETF, the Trustee may discharge all of the liabilities of the ETF and distribute the net assets of the ETF to the Unitholders.

Upon termination of the ETF, each Unitholder shall be entitled to receive at the Valuation Time on the termination date out of the assets of the 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 the ETF, at the date of termination of the 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 the ETF are being offered for sale on a continuous basis by this prospectus and there is no minimum number of Units of the ETF that may be issued. The Units of the 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 the ETF have been conditionally approved for listing on the TSX. Subject to satisfying the TSX's original listing requirements, Units of the ETF will be listed on the TSX. Investors can buy or sell Units of the ETF on the TSX through registered brokers and dealers in the province or territory where the investor resides. Investors will incur customary brokerage commissions in buying or selling Units.

## **BROKERAGE ARRANGEMENTS**

The Manager is authorized to establish, maintain, change and close brokerage accounts on behalf of the ETF. The Manager intends to use a number of clearing brokers to transact trades in futures contracts on behalf of the ETF. 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 ETF AND DEALERS**

The Manager, on behalf of the 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 the ETF as described under "Purchases of Units".

A Dealer Agreement may be terminated by the registered dealer at any time by notice to the Manager, provided that, except in certain conditions, no such termination will be permitted after the registered dealer has subscribed for Units of the ETF and such subscription has been accepted by the Manager.

## **PRINCIPAL HOLDERS OF UNITS OF THE ETF**

CDS & Co., the nominee of CDS, is or will be the registered owner of the Units of the ETF, which it holds for various brokers and other persons on behalf of their clients and others. From time to time, a designated broker, the 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 the ETF.

## **PROXY VOTING DISCLOSURE FOR PORTFOLIO UNITS HELD**

The Manager is responsible for all securities voting in respect of securities held by the ETF and exercising responsibility with the best economic interests of the ETF and the Unitholders of the ETF. The Manager has established proxy voting policies, procedures and guidelines (the "**Proxy Voting Policy**") for securities held by the ETF 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 ETF and the Unitholders of the ETF, 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 ETF, 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 ETF, the Manager 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 ETF and the Unitholders of the ETF. 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 ETF and the Unitholders of the ETF.

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@globalx.ca](mailto:info@globalx.ca). The proxy voting record of the ETF for the annual period from July 1 to June 30 will be available free of charge to any investor of the ETF upon request at any time after August 31 following the end of that annual period. The proxy voting record of the ETF will also be available on our Internet site at [www.globalx.ca](http://www.globalx.ca).

## MATERIAL CONTRACTS

The only contracts material to the ETF is 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 ETF – The Trustee”, “Attributes of the Securities – Modification of Terms” and “Unitholder Matters – Amendments to the Trust Declaration”; and
- (ii) **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 ETF – Custodian”.

Copies of these agreements may be examined at the head office of the ETF, 55 University Avenue, Suite 800, Toronto, Ontario, M5J 2H7, during normal business hours.

## LEGAL AND ADMINISTRATIVE PROCEEDINGS

The ETF is not involved in any legal proceedings, nor is the Manager aware of existing or pending legal or arbitration proceedings involving the ETF.

## EXPERTS

KPMG LLP, the auditor of the ETF, has consented to the use of its report to the board of directors of the Manager on the statement of financial position of the ETF dated November 24, 2025. KPMG LLP has confirmed that it is independent of the Manager and the ETF 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 ETF has received 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; and
- (b) relieve the ETF from the requirement that the prospectus of the ETF include an underwriter's certificate.

## **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 the ETF is or will be available in the following documents:

- (a) the most recently filed annual financial statements of the ETF, together with the accompanying report of the auditor;
- (b) any interim financial statements of the ETF filed after the most recently filed annual financial statements of the ETF;
- (c) the most recently filed annual management report of fund performance of the ETF;
- (d) any interim management report of fund performance of the ETF filed after the most recently filed annual management report of fund performance of the ETF; and
- (e) the most recently filed ETF Facts of the 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 ETF, [www.globalx.ca](http://www.globalx.ca). These documents and other information about the ETF 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 ETF after the date of this prospectus and before the termination of the distribution of the ETF 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 ETF this document pertains to can be found at the following location: at [www.globalx.ca](http://www.globalx.ca). These documents and other information about the ETF, such as information circulars and material contracts, are also available at [www.sedarplus.ca](http://www.sedarplus.ca).

## INDEPENDENT AUDITOR'S REPORT

**To the Board of Directors of Global X Investments Canada Inc.**

**Re:** Global X Copper Producer Equity Covered Call ETF  
(the “ETF”)

### ***Opinion***

We have audited the financial statement of the ETF, which comprises:

- the statement of financial position as at November 24, 2025;
- and notes to the financial statement, including a summary of material accounting policy information

(Hereinafter referred to as the “financial statement”).

In our opinion, the accompanying statement of financial position presents fairly, in all material respects, the financial position of the ETF as at November 24, 2025 in accordance with IFRS Accounting Standards relevant to preparing such a financial statement.

### ***Basis for Opinion***

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the “*Auditor’s Responsibilities for the Audit of the Financial Statement*” section of our auditor’s report.

We are independent of the ETF in accordance with the ethical requirements that are relevant to our audit of the financial statement in Canada and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### ***Responsibilities of Management for the Financial Statement***

Management is responsible for the preparation and fair presentation of the financial statement in accordance with IFRS Accounting Standards relevant to preparing such a financial statement, and for such internal control as management determines is necessary to enable the preparation of a financial statement that is free from material misstatement, whether due to fraud or error.

In preparing the financial statement, management is responsible for assessing the ETF’s ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the ETF or to cease operations, or has no realistic alternative but to do so.

### ***Auditor’s Responsibilities for the Audit of the Financial Statement***

Our objectives are to obtain reasonable assurance about whether the financial statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statement.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.

The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the ETF's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on an ETF's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the ETF to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statement, including the disclosures, and whether the financial statement represents the underlying transactions and events in a manner that achieves fair presentation.
- Communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

(Signed) "KPMG LLP"

Chartered Professional Accountants, Licensed Public Accountants  
Toronto, Canada  
November 24, 2025



## GLOBAL X COPPER PRODUCER EQUITY COVERED CALL ETF

*Statement of Financial Position*

November 24, 2025

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<b>Assets</b>	
Cash	\$ 20
<hr/>	
Total Assets	\$ 20
<hr/>	
Net assets attributable to holder of redeemable units:	
Authorized:	
Unlimited Units	
without par value issued and fully paid	
Total net assets attributable to holder of redeemable Units	\$ 20
<hr/>	
Issued and fully paid Units	1
<hr/>	
Net assets attributable to holder of redeemable units per Unit	\$ 20

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See accompanying notes to statement of financial position.

## GLOBAL X COPPER PRODUCER EQUITY COVERED CALL ETF

*Notes to the Financial Statement*November 24, 2025

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**1. Establishment of the ETF and authorized units:**

The following ETF was established on November 24, 2025 in accordance with the Trust Declaration of the ETF:

Global X Copper Producer Equity Covered Call ETF (“CPCC”)

The address of the ETF’s registered office is:  
55 University Avenue, Suite 800, Toronto, Ontario, M5J 2H7

(a) Legal structure:

Global X Investments Canada Inc. (the “Manager” or the “Trustee”) is the manager and trustee of the ETF. The ETF is an unincorporated open-ended mutual fund trust. The ETF is established under the laws of the Province of Ontario by the Trust Declaration dated November 24, 2025.

(b) Statement of compliance:

The financial statement of the ETF as at November 24, 2025 has been prepared in accordance with IFRS Accounting Standards relevant to preparing such financial statement.

The financial statement was authorized for issue by the board of directors on November 24, 2025.

(c) Basis of presentation:

The financial statement of the ETF is expressed in Canadian dollars.

## GLOBAL X COPPER PRODUCER EQUITY COVERED CALL ETF

*Notes to the Financial Statement*November 24, 2025

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## (d) Net assets attributable to holder of redeemable units:

Units of the ETF is redeemable at the option of the holder in accordance with the provisions laid out in its prospectus. If the unitholder holds a prescribed number of units of the ETF, and if accepted by the Manager, the units of the ETF will be redeemed on the valuation day based on the net asset value of the units of the ETF on that valuation day. In accordance with IAS 32 – Financial Instruments: Presentation, the units of the ETF are classified as financial liabilities as there is a requirement to distribute net income and capital gains earned by the ETF.

## (e) Issue of units:

On November 24, 2025, 1 Unit of the ETF was issued for cash to the Manager.

## (f) Unitholder transactions:

The value at which units of the ETF are issued or redeemed is determined by dividing the net asset value of the class by the total number of units of the ETF outstanding of that class on the Valuation Day. Amounts received on the issuance of units of the ETF and amounts paid on the redemption of units of the ETF will be included in the statement of changes in financial position of the ETF.

**2. Management of the ETF**

The 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 the ETF is as follows:

ETF	Annual Management Fee
CPCC	0.65%

The Manager may reduce the Management Fee that it is entitled to charge to the ETF. Such a reduction or waiver 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.

**CERTIFICATE OF THE ETF, THE MANAGER AND PROMOTER**

Dated: November 24, 2025

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.

**GLOBAL X INVESTMENTS CANADA INC.,  
AS TRUSTEE, MANAGER AND PROMOTER OF THE ETF**

\_\_\_\_\_  
(signed) "*Rohit Mehta*"

Rohit Mehta  
Chief Executive Officer

\_\_\_\_\_  
(signed) "*Julie Stajan*"

Julie Stajan  
Chief Financial Officer

**ON BEHALF OF THE BOARD OF DIRECTORS  
OF GLOBAL X INVESTMENTS CANADA INC.**

\_\_\_\_\_  
(signed) "*Young Kim*"

Young Kim  
Director

\_\_\_\_\_  
(signed) "*Thomas Park*"

Thomas Park  
Director