

**AMENDMENT NO. 2 DATED MARCH 10, 2023,
TO THE SIMPLIFIED PROSPECTUS DATED SEPTEMBER 29, 2022,
AS AMENDED BY AMENDMENT NO.1 DATED JANUARY 19, 2023**

(THE “PROSPECTUS”)

in respect of:

- Mackenzie Private Global Income Balanced Pool (Series O, PW, PWF, PWF8, PWFB, PWT8, PWX, PWX8)
- Mackenzie Private Income Balanced Pool (Series O, PW, PWF, PWF8, PWFB, PWT8, PWX, PWX8)
- Mackenzie Maximum Diversification All World Developed ex North America Index Fund (Series A, AR, D, F, F5, F8, FB, FB5, O, PW, PWFB, PWFB5, PWR, PWT5, PWT8, PWX, PWX5, T5, T8)
- Mackenzie Maximum Diversification Developed Europe Index Fund (Series A, AR, D, F, F5, F8, FB, FB5, O, PW, PWFB, PWFB5, PWR, PWT5, PWT8, PWX, PWX5, T5, T8)
- Mackenzie Maximum Diversification Emerging Markets Index Fund (Series A, AR, D, F, F5, F8, FB, FB5, O, PW, PWFB, PWFB5, PWR, PWT5, PWT8, PWX, PWX5, T5, T8)

(each, a “Fund” and collectively, the “Funds”)

The Prospectus is amended to provide notice to investors of the following terminating funds that each terminating fund will be merged into the corresponding continuing fund, as set out below, on or about June 16, 2023, whereby, in each case, investors of the terminating fund will become investors of the corresponding continuing fund. The following mergers were approved by the Mackenzie Funds’ Independent Review Committee:

Terminating Fund	Continuing Fund
Mackenzie Private Global Income Balanced Pool	Mackenzie Global Strategic Income Fund
Mackenzie Private Income Balanced Pool	Mackenzie Strategic Income Fund

The Prospectus is also amended to provide notice to investors of the following funds that a special meeting of investors will be held on or about June 5, 2023, to consider and approve a proposed termination of each fund. If approvals are obtained, the termination of each fund will be implemented, and each fund will be liquidated on or about June 16, 2023:

Terminating Fund
Mackenzie Maximum Diversification All World Developed ex North America Index Fund
Mackenzie Maximum Diversification Developed Europe Index Fund
Mackenzie Maximum Diversification Emerging Markets Index Fund

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Accordingly, the Prospectus is amended as follows:

Merger Notices

Merger notice for Mackenzie Private Global Income Balanced Pool

a) On page 251, by adding the following paragraph below the table under the heading “Fund Details”:

“Notice: This Fund will be merged into the Mackenzie Global Strategic Income Fund on or about June 16, 2023. The IRC has approved the merger and investors of the Fund as of March 20, 2023, will be provided notice at least 60 days prior to the merger.”

Merger notice for Mackenzie Private Income Balanced Pool

b) On page 253, by adding the following paragraph below the table under the heading “Fund Details”:

“Notice: This Fund will be merged into the Mackenzie Strategic Income Fund on or about June 16, 2023. The IRC has approved the merger and investors of the Fund as of March 20, 2023, will be provided notice at least 60 days prior to the merger.”

Proposed Termination Notices

Proposed termination notice for Mackenzie Maximum Diversification All World Developed ex North America Index Fund

c) On page 220, by adding the following paragraph below the table under the heading “Fund Details”:

“Notice: A meeting of Fund investors will be held on or about June 5, 2023, to consider and approve a proposed termination of the Fund. If the approval is obtained, the termination will be implemented, and the Fund will be liquidated on or about June 16, 2023.”

Proposed termination notice for Mackenzie Maximum Diversification Developed Europe Index Fund

d) On page 226, by adding the following paragraph below the table under the heading “Fund Details”:

“Notice: A meeting of Fund investors will be held on or about June 5, 2023, to consider and approve a proposed termination of the Fund. If the approval is obtained, the termination will be implemented, and the Fund will be liquidated on or about June 16, 2023.”

Proposed termination notice for Mackenzie Maximum Diversification Emerging Markets Index Fund

e) On page 228, by adding the following paragraph below the table under the heading “Fund Details”:

“Notice: A meeting of Fund investors will be held on or about June 5, 2023, to consider and approve a proposed termination of the Fund. If the approval is obtained, the termination will be implemented, and the Fund will be liquidated on or about June 16, 2023.”

Purchasers' Statutory Rights

Securities legislation in some provinces and territories gives securityholders the right to withdraw from an agreement to buy securities of a mutual fund within two business days of receiving the simplified prospectus or Fund Facts, or to cancel a purchase within forty-eight hours of receiving confirmation of an order.

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

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



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

This Amendment No. 2 dated March 10, 2023, together with the simplified prospectus dated September 29, 2022, as amended by Amendment No.1 dated January 19, 2023, and the documents incorporated by reference into the simplified prospectus, as amended, constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus, as amended, as required by the securities legislation of all of the provinces and territories of Canada and do not contain any misrepresentations.

Dated March 10, 2023.

MACKENZIE FINANCIAL CORPORATION (IN ITS CAPACITY AS THE TRUSTEE, MANAGER, AND PROMOTER OF THE FUNDS)

“Luke Gould”

Luke Gould
President and Chief Executive Officer
Mackenzie Financial Corporation

“Keith Potter”

Keith Potter
Executive Vice-President and Chief Financial Officer
Mackenzie Financial Corporation

ON BEHALF OF THE BOARD OF DIRECTORS OF MACKENZIE FINANCIAL CORPORATION

“Subhas Sen”

Subhas Sen
Director
Mackenzie Financial Corporation

“Naomi Andjelic Bartlett”

Naomi Andjelic Bartlett
Director
Mackenzie Financial Corporation