

**AMENDMENT NO. 1 DATED JANUARY 19, 2023
TO THE PROSPECTUS OF THE MACKENZIE ETFS DATED JULY 27, 2022**

(the “Prospectus”)

in respect of

**Mackenzie Balanced Allocation ETF
Mackenzie Conservative Allocation ETF
Mackenzie Growth Allocation ETF**

(the “Mackenzie ETFs”)

Introduction

The Prospectus of the Mackenzie ETFs dated July 27, 2022 is hereby amended to be read subject to the additional information set forth below. In all other respects, the disclosure in the Prospectus is not revised. All capitalized terms not defined in this Amendment No. 1 have the respective meanings set out in the Prospectus.

Portfolio Manager Change

Effective today, Todd Mattina, co-Lead of the Multi-Asset Strategies Team (the “Team”), will be leaving Mackenzie Financial Corporation. Nelson Arruda, Senior Vice-President and Lead of the Team, and the rest of the Team will continue to manage the Mackenzie ETFs. There will be no changes to the Team’s investment process.

Details of Amendment

The Prospectus is hereby amended as follows:

1. On page 135, under the heading “**Portfolio Manager**”, by deleting the following row relating to Todd Mattina:

Name and Title	Mackenzie ETF	With the Portfolio Manager Since	Principal Occupation Within Preceding Five Years
Todd Mattina, Chief Economist and Senior Vice- President, Investment Management	Mackenzie Balanced Allocation ETF; Mackenzie Conservative Allocation ETF; Mackenzie Growth Allocation ETF	2020	Since January 2020, Portfolio Manager Prior thereto, Chief Strategist and Chief Economist at the Investment Management Corporation of Ontario (2018- 2019) Prior thereto, Chief Economist and Strategist, Mackenzie Investments (2014- 2018)

The fundamental investment objective, strategies and restrictions and reference index of the Mackenzie ETFs will remain the same. The ticker symbol of the Mackenzie Balanced Allocation ETF, Mackenzie Conservative Allocation ETF, Mackenzie Growth Allocation ETF, remains “MBAL”, “MCON”, and “MGRW”, respectively.

Purchasers’ Statutory Rights of Withdrawal and Rescission

Securities legislation in certain of the provinces and territories of Canada provides purchasers with the right to withdraw from an agreement to purchase mutual fund securities offered in a distribution within two (2) business days after receipt of a prospectus and any amendment. In addition, securities legislation in certain of the provinces of Canada provides purchasers of mutual fund securities with a limited right to rescind the purchase within 48 hours after receipt of a confirmation of such purchase. If the purchase of mutual fund securities is made under a contractual plan, the time period during which the right to rescind is exercisable may be longer. In most of the provinces and territories of Canada, the securities legislation further provides a purchaser with remedies for rescission or damages, or, in Québec, revision of the price, if the prospectus and any amendment is not delivered to the purchaser, provided that the remedies for rescission, damages or revision of the price are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser’s province or territory.

Notwithstanding the foregoing, purchasers of Units of the Mackenzie ETFs will not have the right to withdraw from an agreement to purchase the Units after the receipt of a prospectus and any amendment, and will not have remedies for rescission, damages or revision of the price for non-delivery of the prospectus or any amendment, if the dealer receiving the purchase order has obtained an exemption from the prospectus delivery requirement under a decision pursuant to National Policy 11-203 *Process for Exemptive Relief Applications in Multiple Jurisdictions* (“NP 11-203”). However, purchasers of Units of the Mackenzie ETFs will, in the applicable provinces of Canada, retain their right under securities legislation to rescind their purchase within 48 hours (or, if purchasing under a contractual plan, such longer time period as applicable) after the receipt of a confirmation of purchase.

In several of the provinces and territories of Canada, the securities legislation further provides a purchaser with remedies for rescission or damages if the prospectus, together with any amendment to the prospectus, contains a misrepresentation, provided that such remedies are exercised by the purchaser within the time limits prescribed by the securities legislation of the purchaser’s province or territory. Any remedies under securities legislation that a purchaser of Units may have for rescission or damages, if the prospectus and any amendment to the prospectus contain a misrepresentation, remain unaffected by the non-delivery of the prospectus pursuant to reliance by a dealer upon the decision referred to above.

However, the Manager has obtained exemptive relief from the requirement in securities legislation to include an underwriter’s certificate in the prospectus under a decision pursuant to NP 11-203. As such, purchasers of Units of the Mackenzie ETFs will not be able to rely on the inclusion of an underwriter’s certificate in the prospectus or any amendment for the statutory rights and remedies that would otherwise have been available against an underwriter that would have been required to sign an underwriter’s certificate.

Purchasers should refer to the applicable provisions of the securities legislation and the decisions referred to above for the particulars of their rights or consult with a legal adviser.

CERTIFICATE OF THE MACKENZIE ETFS, THE TRUSTEE, MANAGER AND PROMOTER

**Mackenzie Balanced Allocation ETF
Mackenzie Conservative Allocation ETF
Mackenzie Growth Allocation ETF**

(the “Mackenzie ETFs”)

The prospectus of the Mackenzie ETFs dated July 27, 2022, as amended by this Amendment No. 1 dated January 19, 2023, together with the documents incorporated herein by reference, constitutes full, true and plain disclosure of all material facts relating to the securities offered by the prospectus of the Mackenzie ETFs dated July 27, 2022, as amended by this Amendment No. 1 dated January 19, 2023, as required by the securities legislation of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Québec, Nova Scotia, New Brunswick, Prince Edward Island, Newfoundland and Labrador, Yukon, Northwest Territories and Nunavut.

DATED January 19, 2023.

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

“Luke Gould”

Luke Gould
President and Chief Executive Officer

“Keith Potter”

Keith Potter
Executive Vice-President and Chief Financial
Officer

On behalf of the Board of Directors of Mackenzie Financial Corporation

“Subhas Sen”

Subhas Sen
Director

“Naomi Andjelic Bartlett”

Naomi Andjelic Bartlett
Director

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

“Luke Gould”

Luke Gould
President and Chief Executive Officer