

**AMENDMENT NO. 2 DATED OCTOBER 29, 2021
TO THE SIMPLIFIED PROSPECTUS DATED MARCH 16, 2021, AS AMENDED
BY AMENDMENT NO. 1 DATED JULY 2, 2021**

(THE “PROSPECTUS”)

in respect of Limited Partnership Units of

Mackenzie CL Global Growth LP (formerly, Mackenzie CL Canadian Dividend LP)
Mackenzie CL Ivy European LP (formerly, Mackenzie CL Ivy Global Balanced LP)
Mackenzie CL Precious Metals LP (formerly, Mackenzie CL Ivy Foreign Equity LP)
Mackenzie CL US Small-Mid Cap Growth LP (formerly, Mackenzie CL Canadian Growth LP)

(the “Funds”)

The Prospectus is amended to reflect the following changes that were effective October 29, 2021:

1. The name of Mackenzie CL Canadian Dividend LP was changed to Mackenzie CL Global Growth LP.
2. The name of Mackenzie CL Ivy Global Balanced LP was changed to Mackenzie CL Ivy European LP.
3. The name of Mackenzie CL Ivy Foreign Equity LP was changed to Mackenzie CL Precious Metals LP.
4. The name of Mackenzie CL Canadian Growth LP was changed to Mackenzie CL US Small-Mid Cap Growth LP.
5. The investment objectives and strategies of the Funds were changed.

* * *

Effective October 29, 2021, the Prospectus is amended as follows:

Name of the Funds and Investment Objectives

1. Mackenzie CL Global Growth LP

- a) By deleting all references to “Mackenzie CL Canadian Dividend LP” and replacing them with “Mackenzie CL Global Growth LP”.
- b) By adding the footnote indicator “2” next to “Mackenzie CL Global Growth LP” on the front cover of the Prospectus.
- c) By adding the following next to footnote indicator “2” at the bottom of the front cover of the Prospectus:

Prior to October 29, 2021, “Mackenzie CL Canadian Dividend LP”.
- d) On page 12, by deleting the fund name and replacing it with “Mackenzie CL Global Growth LP (formerly, Mackenzie CL Canadian Dividend LP)”.

- e) On page 12, by deleting the first paragraph under the heading “Investment Objectives” and replacing it with:

The Fund seeks capital growth over the longer term by investing primarily in a broad range of global equity securities. The Fund primarily invests in developed markets but, from time to time, may invest in emerging markets.

2. Mackenzie CL Ivy European LP

- a) By deleting all references to “Mackenzie CL Ivy Global Balanced LP” and replacing them with “Mackenzie CL Ivy European LP”.
- b) By adding the footnote indicator “3” next to “Mackenzie CL Ivy European LP” on the front cover of the Prospectus.
- c) By adding the following next to footnote indicator “3” at the bottom of the front cover of the Prospectus:

Prior to October 29, 2021, “Mackenzie CL Ivy Global Balanced LP”.

- d) On page 18, by deleting the fund name and replacing it with “Mackenzie CL Ivy European LP (formerly, Mackenzie CL Ivy Global Balanced LP)”.
- e) On page 18, by deleting the first paragraph under the heading “Investment Objectives” and replacing it with:

The Fund seeks long-term growth of capital by investing primarily in equity securities of European companies.

3. Mackenzie CL Precious Metals LP

- a) By deleting all references to “Mackenzie CL Ivy Foreign Equity LP” and replacing them with “Mackenzie CL Precious Metals LP”.
- b) By adding the footnote indicator “4” next to “Mackenzie CL Precious Metals LP” on the front cover of the Prospectus.
- c) By adding the following next to footnote indicator “4” at the bottom of the front cover of the Prospectus:

Prior to October 29, 2021, “Mackenzie CL Ivy Foreign Equity LP”.

- d) On page 16, by deleting the fund name and replacing it with “Mackenzie CL Precious Metals LP (formerly, Mackenzie CL Ivy Foreign Equity LP)”.
- e) On page 16, by deleting the first paragraph under the heading “Investment Objectives” and replacing it with:

The Fund pursues long-term capital growth primarily by investing directly in precious metals and in equity securities of global companies which produce or supply precious metals.

4. Mackenzie CL US Small-Mid Cap Growth LP

- a) By deleting all references to “Mackenzie CL Canadian Growth LP” and replacing them with “Mackenzie CL US Small-Mid Cap Growth LP”.
- b) By adding the footnote indicator “5” next to “Mackenzie CL US Small-Mid Cap Growth LP” on the front cover of the Prospectus.

- c) By adding the following next to footnote indicator “5” at the bottom of the front cover of the Prospectus:

Prior to October 29, 2021, “Mackenzie CL Canadian Growth LP”.

- d) On page 14, by deleting the fund name and replacing it with “Mackenzie CL US Small-Mid Cap Growth LP (formerly, Mackenzie CL Canadian Growth LP)”.

- e) On page 14, by deleting the first paragraph under the heading “Investment Objectives” and replacing it with:

The Fund seeks long-term growth of capital and a reasonable rate of return by investing primarily in U.S. equity securities. The Fund may also invest, from time to time, in equity securities of companies based outside of North America and in fixed-income securities of U.S. and Canadian corporations and government bodies.

Investment Strategies

Mackenzie CL Global Growth LP (formerly, Mackenzie CL Canadian Dividend LP)

a) On page 12, by deleting the “**Investment Strategies**” section and replacing it with:

The investment approach follows a company-focused investment style, seeking companies with strong management, good growth prospects and a solid financial position. Emphasis is placed on paying reasonable prices for the free cash flow growth that companies in the portfolio are expected to achieve.

The Fund may hold cash and/or short-term debt securities in anticipation of, or in response to, unfavourable market conditions; and/or for liquidity purposes.

Depending on market conditions, the portfolio manager’s investment style may result in a higher portfolio turnover rate than less actively managed funds. Generally, higher portfolio turnover rates can increase the Fund’s trading expenses but should not increase the likelihood that you will receive taxable capital gains from the Fund. There is no proven relationship between high turnover rate and the performance of a mutual fund.

The Fund may hold a portion of its net assets in securities of other investment funds, including ETFs, which may be managed by us, in accordance with its investment objectives. For more information see the “**Fund of Funds**” disclosure under “**Fees and Expenses**”.

In accordance with applicable securities regulations or as permitted by the exemptions from these regulations, and as further described in the “**Introduction to Part B – What Does the Fund Invest In?**” section of this simplified prospectus, the Fund may

- use derivatives for hedging and non-hedging purposes;
- engage in securities lending, repurchase and reverse repurchase transactions; and
- invest in gold and silver, and other instruments (such as derivatives and ETFs) that provide exposure to these metals.

If the Fund employs any of these strategies, it will do so in conjunction with its other investment strategies in a manner considered appropriate to pursuing its investment objectives and enhancing its returns.

What are the Risks of Investing in the Fund?

b) On page 12, by deleting the entire section under “What are the Risks of Investing in the Fund”, including the Risk Checklist and replacing it with:

This Fund invests in global equity securities, which subjects the Fund to market risk. Equity securities are more volatile than other types of investments, such as fixed-income investments. Since the Fund invests outside of Canada, it is subject to foreign markets risk and foreign currency risk. These and other risks are described starting on page 2. The following table shows which risks apply to this Fund:

Risk Checklist

	Primary Risk	Secondary Risk	Low or Not a Risk
Commodity		●	
Company	●		
Concentration			●

	Primary Risk	Secondary Risk	Low or Not a Risk
Convertible Securities			●
Credit			●
Cyber Security		●	
Derivatives		●	
Emerging Markets		●	
ETF		●	
Extreme Market Disruptions		●	
Foreign Currency	●		
Foreign Markets	●		
High Yield Securities			●
Illiquidity		●	
Interest Rate		●	
Large Transaction	●		
Legislation		●	
Market	●		
Portfolio Manager		●	
Prepayment			●
Securities Lending, Repurchase and Reverse Repurchase Transaction		●	
Senior Loans			●
Small Company		●	
Small/New Fund			●

Who Should Invest in the Fund?

c) On page 13, by deleting the section under “Who Should Invest in the Fund” and replacing it with:

You should consider this Fund if you

- are looking for a medium-risk, global equity fund to hold as part of your portfolio,
- want a medium- to long-term investment,
- can handle the volatility of stock markets.

Mackenzie CL Ivy European LP (formerly, Mackenzie CL Ivy Global Balanced LP)

a) On page 18, by deleting the “**Investment Strategies**” section and replacing it with:

The investment approach follows a blended growth and value investment style, by seeking companies having the greatest prospects for long-term growth. Strong consideration is also placed on assessing the investment's intrinsic worth relative to its stock price. The review process includes analysis of the company's competitive position, management strengths, expected profitability and financial position.

The Fund's investments in these securities will be made in established European markets and may also, to a lesser extent, be made in emerging European markets.

The Fund may also invest in fixed-income securities.

Generally, once an investment is made, the Fund expects to be a patient, long-term investor.

The Fund has obtained regulatory approval to invest up to 20% of its net assets, taken at market value at the time of purchase, in cash equivalent government-issued or guaranteed debt securities of any one issuer with a credit rating of "AA" or higher and, similarly, up to 35% of its net assets in cash equivalent government issued or guaranteed debt securities of any one issuer with a credit rating of "AAA" or higher. Please see the "Introduction to Part B – What Does the Fund Invest In?" section of this simplified prospectus for more details.

The Fund may hold cash and/or short-term debt securities in anticipation of, or in response to, unfavourable market conditions; and/or for liquidity purposes.

Depending on market conditions, the portfolio manager's investment style may result in a higher portfolio turnover rate than less actively managed funds. Generally, higher portfolio turnover rates can increase the Fund's trading expenses but should not increase the likelihood that you will receive taxable capital gains from the Fund. There is no proven relationship between high turnover rate and the performance of a mutual fund.

The Fund may hold a portion of its net assets in securities of other investment funds, including ETFs, which may be managed by us, in accordance with its investment objectives. For more information see the "Fund of Funds" disclosure under "Fees and Expenses".

In accordance with applicable securities regulations or as permitted by the exemptions from these regulations, and as further described in the "Introduction to Part B – What Does the Fund Invest In?" section of this simplified prospectus, the Fund may

- use derivatives for hedging and non-hedging purposes;
- engage in securities lending, repurchase and reverse repurchase transactions; and
- invest in gold and silver, and other instruments (such as derivatives and ETFs) that provide exposure to these metals.

If the Fund employs any of these strategies, it will do so in conjunction with its other investment strategies in a manner considered appropriate to pursuing its investment objectives and enhancing its returns.

What are the Risks of Investing in the Fund?

- b) On page 18, by deleting the entire section under "What are the Risks of Investing in the Fund", including the Risk Checklist and replacing it with:

This Fund invests in European equity securities, which subjects the Fund to market risk. As a specialized regional equity fund, the Fund may be subject to greater volatility and concentration risk. Since the Fund invests outside of Canada, it is subject to foreign markets risk and foreign currency risk. These and other risks are described starting on page 2. The following table shows which risks apply to this Fund:

Risk Checklist

	Primary Risk	Secondary Risk	Low or Not a Risk
Commodity		●	
Company	●		
Concentration	●		
Convertible Securities			●
Credit		●	
Cyber Security		●	
Derivatives		●	
Emerging Markets		●	
ETF		●	
Extreme Market Disruptions		●	
Foreign Currency	●		
Foreign Markets	●		
High Yield Securities			●
Illiquidity		●	
Interest Rate		●	
Large Transaction		●	
Legislation		●	
Market	●		
Portfolio Manager		●	
Prepayment		●	
Securities Lending, Repurchase and Reverse Repurchase Transaction		●	
Senior Loans			●
Small Company		●	
Small/New Fund			●

Who Should Invest in the Fund?

c) On page 19, by deleting the section under “Who Should Invest in the Fund” and replacing it with:

You should consider this Fund if you

- are looking for a low- to medium-risk, European equity fund to hold as part of your portfolio,
- want a medium- to long-term investment,
- can handle the volatility of stock markets and investing in a single region.

Mackenzie CL Precious Metals LP (formerly, Mackenzie CL Ivy Foreign Equity LP)

a) On page 16, by deleting the “**Investment Strategies**” section and replacing it with:

The investment approach follows various strategies including

- investing in companies expected to increase shareholder value through successful exploration and development;
- seeking out leading companies that typically have lower costs, lower debt and/or outstanding assets; and
- reviewing all investment decisions and allowing cash reserves to build up when valuations are unattractive.

The Fund may invest in equity securities of companies engaged in precious metals exploration, in mining for base metals, or in diversified mining activities.

The Fund may invest in precious metals purchase warrants and convertible bonds issued by the types of companies described above.

The Fund may invest in equity securities of companies with market capitalization of less than CDN \$1 billion.

Generally, the Fund will not invest more than 49% of its assets in securities of foreign securities.

The Fund may hold cash and/or short-term debt securities in anticipation of, or in response to, unfavourable market conditions; and/or for liquidity purposes.

Depending on market conditions, the portfolio manager’s investment style may result in a higher portfolio turnover rate than less actively managed funds. Generally, higher portfolio turnover rates can increase the Fund’s trading expenses but should not increase the likelihood that you will receive taxable capital gains from the Fund. There is no proven relationship between high turnover rate and the performance of a mutual fund.

The Fund may hold a portion of its net assets in securities of other investment funds, including ETFs, which may be managed by us, in accordance with its investment objectives. For more information see the “**Fund of Funds**” disclosure under “**Fees and Expenses**”.

In accordance with applicable securities regulations or as permitted by the exemptions from these regulations, and as further described in the “**Introduction to Part B – What Does the Fund Invest In?**” section of this simplified prospectus, the Fund may

- use derivatives for hedging and non-hedging purposes; and
- engage in securities lending, repurchase and reverse repurchase transactions;

If the Fund employs any of these strategies, it will do so in conjunction with its other investment strategies in a manner considered appropriate to pursuing its investment objectives and enhancing its returns.

What are the Risks of Investing in the Fund?

- b) On page 16, by deleting the entire section under “What are the Risks of Investing in the Fund”, including the Risk Checklist and replacing it with:

Direct purchases of gold, silver, platinum and palladium bullion by the Fund may generate higher transaction and custody costs than other types of investments, which may impact the performance of the Fund.

This Fund invests in equities of a single sector or industry, which subjects the Fund to market risk. This focus subjects the Fund to volatility, commodity risk and concentration risk. Precious metals prices are affected by supply and demand and global economic conditions. The value of a company’s securities in the Fund’s portfolio therefore could decline regardless of the company’s own financial results. Since the Fund invests outside of Canada, it is subject to foreign markets risk and foreign currency risk. These and other risks are described starting on page 2. The following table shows which risks apply to this Fund:

Risk Checklist

	Primary Risk	Secondary Risk	Low or Not a Risk
Commodity	●		
Company	●		
Concentration	●		
Convertible Securities		●	
Credit			●
Cyber Security		●	
Derivatives		●	
Emerging Markets		●	
ETF		●	
Extreme Market Disruptions		●	
Foreign Currency	●		
Foreign Markets	●		
High Yield Securities			●
Illiquidity		●	
Interest Rate		●	
Large Transaction	●		
Legislation		●	
Market	●		
Portfolio Manager		●	
Prepayment			●
Securities Lending, Repurchase and Reverse Repurchase Transaction		●	
Senior Loans			●

	Primary Risk	Secondary Risk	Low or Not a Risk
Small Company		●	
Small/New Fund			●

Who Should Invest in the Fund?

c) On page 17, by deleting the section under “Who Should Invest in the Fund” and replacing it with:

You should consider this Fund if you

- are looking for a high-risk, precious metals sector fund to hold as part of your portfolio,
- want a long-term investment,
- can handle the volatility of stock and metals markets.

Mackenzie CL US Small-Mid Cap Growth LP (formerly, Mackenzie CL Canadian Growth LP)

a) On page 14, by deleting the “**Investment Strategies**” section and replacing it with:

The investment approach follows a company-focused investment style, seeking companies with strong management, good growth prospects and a solid financial position. Emphasis is also placed on paying reasonable prices for the growth that companies in the portfolio are expected to achieve.

Most of the companies in the Fund will be small- to mid-capitalization companies. These companies are expected to have market capitalization of greater than US\$500 million at the time of initial investment by the Fund.

From time to time, the portfolio managers may find that equity valuations are too high to justify making an investment, or certain equity positions in the portfolio may be in transition. During such periods, the Fund may hold fixed-income securities, such as treasury bills, government bonds or corporate bonds, as alternative investments to cash. Such instruments will only be used to provide an enhanced return above alternative cash and cash-equivalent instruments and will be held in reserve for future investment in equity securities.

A portion of the Fund also may be invested in companies based outside of North America.

The Fund may hold cash and/or short-term debt securities in anticipation of, or in response to, unfavourable market conditions; and/or for liquidity purposes.

The Fund may hold a portion of its net assets in securities of other investment funds, including ETFs, which may be managed by us, in accordance with its investment objectives. For more information see the “**Fund of Funds**” disclosure under “**Fees and Expenses**”.

In accordance with applicable securities regulations or as permitted by the exemptions from these regulations, and as further described in the “**Introduction to Part B – What Does the Fund Invest In?**” section of this simplified prospectus, the Fund may

- use derivatives for hedging and non-hedging purposes;
- engage in securities lending, repurchase and reverse repurchase transactions; and

- invest in gold and silver, and other instruments (such as derivatives and ETFs) that provide exposure to these metals.

If the Fund employs any of these strategies, it will do so in conjunction with its other investment strategies in a manner considered appropriate to pursuing its investment objectives and enhancing its returns.

What are the Risks of Investing in the Fund?

- b) On page 14, by deleting the entire section under “What are the Risks of Investing in the Fund”, including the Risk Checklist and replacing it with:

This Fund invests in U.S. equities, which subjects the Fund to market risk. Equity securities are more volatile than other types of investments, such as fixed-income investments. Since the Fund invests outside of Canada, it is subject to foreign markets risk and foreign currency risk. These and other risks are described starting on page 2. The following table shows which risks apply to this Fund:

<i>Risk Checklist</i>	Primary Risk	Secondary Risk	Low or Not a Risk
Commodity		•	
Company	•		
Concentration		•	
Convertible Securities			•
Credit		•	
Cyber Security		•	
Derivatives		•	
Emerging Markets			•
ETF		•	
Extreme Market Disruptions		•	
Foreign Currency	•		
Foreign Markets	•		
High Yield Securities			•
Illiquidity		•	
Interest Rate		•	
Large Transaction	•		
Legislation		•	
Market	•		
Portfolio Manager		•	
Prepayment		•	
Securities Lending, Repurchase and Reverse Repurchase Transaction		•	
Senior Loans			•

	Primary Risk	Secondary Risk	Low or Not a Risk
Small Company	●		
Small/New Fund			●

Who Should Invest in the Fund?

c) On page 15, by deleting the section under “Who Should Invest in the Fund” and replacing it with:

You should consider investing in the Fund if you

- are looking for a medium-risk, U.S. equity fund to hold as part of your portfolio,
- want a medium- to long-term investment,
- can handle the volatility of stock markets.

Reference Index

d) On page 10, by deleting Table 1, “Reference Indices/Reference Funds” and replacing it with:

Mackenzie Fund	Reference Index/Fund
Mackenzie CL Global Growth LP	Mackenzie Global Growth Fund
Mackenzie CL US Small-Mid Cap Growth LP	Mackenzie US Small-Mid Cap Growth Fund
Mackenzie CL Global Resource LP	Mackenzie Global Resource Fund
Mackenzie CL Ivy European LP	Mackenzie Ivy European Fund
Mackenzie CL Ivy Global Balanced (Fixed Income) LP	Mackenzie Ivy Global Balanced Fund
Mackenzie CL Precious Metals LP	Mackenzie Precious Metals Fund
Mackenzie CL Strategic Income LP	Blend: 50% S&P/TSX Composite Index and 50% FTSE TMX Canada Universe Bond Index
Mackenzie CL Strategic Income (Fixed Income) LP	Mackenzie Strategic Income Fund

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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, annual information form, 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.

