

No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise.



hazelview
INVESTMENTS

**SIMPLIFIED PROSPECTUS
DATED MAY 31, 2024**

HAZELVIEW GLOBAL REAL ESTATE FUND

**Offering the following series of mutual fund units
in each of the provinces and territories of Canada:**

Series A	Series F	Series I
Series T6.5	Series FT6.5	Series F85
	Series F85T6.5	

TABLE OF CONTENTS

INTRODUCTION	1
RESPONSIBILITY FOR FUND ADMINISTRATION	1
<i>Manager</i>	1
<i>Portfolio Advisor</i>	2
<i>Brokerage Arrangements</i>	2
<i>Trustee</i>	3
<i>Custodian</i>	3
<i>Auditor</i>	3
<i>Recordkeeper & Registrar</i>	3
<i>Securities Lending Agent</i>	3
<i>Independent Review Committee and Fund Governance</i>	3
<i>Affiliated Entities</i>	4
<i>Policies and Practices</i>	4
<i>Remuneration of Directors, Officers and Trustees</i>	6
<i>Material Contracts</i>	6
<i>Legal Proceedings</i>	7
<i>Designated Website</i>	7
VALUATION OF PORTFOLIO SECURITIES	7
CALCULATION OF NET ASSET VALUE	8
SERIES OF UNITS OF THE FUND OFFERED PURSUANT TO THIS SIMPLIFIED PROSPECTUS	8
<i>Series A Units</i>	8
<i>Series T6.5 Units</i>	8
<i>Series F Units</i>	8
<i>Series F85 Units</i>	9
<i>Series FT6.5 Units</i>	9
<i>Series F85T6.5 Units</i>	9
<i>Series I Units</i>	10
<i>Series Offering Regular Cash Flow</i>	10
<i>Consequences of redesignation</i>	10
PURCHASES, SWITCHES AND REDEMPTIONS	11
<i>How do I purchase Units of the Fund?</i>	11
<i>Minimum investment requirements</i>	11
<i>Account aggregation rules for minimum investment requirements</i>	12
<i>Automatic redesignations</i>	12
<i>How do I redeem Units of the Fund?</i>	13
<i>Can I switch my investment in one Series of the Fund to another Series of the Fund?</i>	13
<i>Can my rights to redeem Units in the Fund be suspended?</i>	14
<i>Short-term Trading</i>	14
FEES AND EXPENSES	15
<i>What expenses are payable by investors and by the Fund?</i>	15
DEALER COMPENSATION	17
<i>Fees paid to dealers</i>	17
<i>Sales Incentive Programs</i>	17
INCOME TAX CONSIDERATIONS	17
<i>Income Tax Considerations for the Fund</i>	17
<i>Income Tax Considerations for Investors</i>	18
<i>Enhanced Tax Information Reporting</i>	20
WHAT ARE YOUR LEGAL RIGHTS?	21
EXEMPTIONS AND APPROVALS	21
CERTIFICATE OF THE FUND, MANAGER AND PROMOTER OF THE FUND	22
SPECIFIC INFORMATION ABOUT THE HAZELVIEW GLOBAL REAL ESTATE FUND	23
WHAT IS A MUTUAL FUND AND WHAT ARE THE RISKS OF INVESTING IN A MUTUAL FUND?	23
<i>What is a mutual fund?</i>	23
<i>What is a unit?</i>	23
<i>What do mutual funds invest in?</i>	23
<i>Why should I own a mutual fund?</i>	23

<i>What are the risks associated with mutual funds?</i>	23
INVESTMENT RESTRICTIONS	30
DESCRIPTION OF UNITS OFFERED BY THE FUND	31
NAME FORMATION AND HISTORY OF THE FUND	33
INVESTMENT RISK CLASSIFICATION METHODOLOGY	34
HAZELVIEW GLOBAL REAL ESTATE FUND	36

INTRODUCTION

This simplified prospectus (the “**Simplified Prospectus**”) contains selected important information about the Hazelview Global Real Estate Fund (the “**Fund**”) to help you make an informed investment decision and to help you understand your rights as an investor. When used in this Simplified Prospectus, the words “we”, “us”, “our”, “Hazelview” and the “Manager” refer to Hazelview Securities Inc., the manager of the Fund. This Simplified Prospectus contains information about the Fund and the risks of investing in mutual funds generally, as well as the names of the firms responsible for the management of the Fund.

This document is divided into two parts:

- **Part A**, from pages 1 to 35, contains general information about all Hazelview Funds; and
- **Part B**, from pages 36 to 38 contains specific information about the Fund described in this document.

Additional information about the Fund is available in the following documents:

- the most recently filed fund facts (“**Fund Facts**”);

- the most recently filed annual financial statements;
- any interim financial statements filed after those annual financial statements;
- the most recently filed annual management report of fund performance; and
- any interim management report of fund performance filed after that annual management report of fund performance.

These documents are incorporated by reference into this Simplified Prospectus, which means that they legally form part of this document just as if they were printed as a part of this document. You can get a copy of these documents, at your request, and at no cost, by calling us toll-free at 1-888-949-8439 or from your dealer.

These documents are also available on the Fund’s designated website at www.hazelview.com or by contacting the Fund by e-mail at info@hazelview.com.

These documents and other information about the Fund are also available on the internet site of SEDAR+ (the System for Electronic Data Analysis and Retrieval Plus) at www.sedarplus.com.

RESPONSIBILITY FOR FUND ADMINISTRATION

Manager

Hazelview is the manager of the Fund. Our address, phone number and website is: 1133 Yonge Street, 4th Floor, Toronto, ON M4T 2Y7, 1-888-949-8439 and www.hazelview.com. You can contact us by e-mail at info@hazelview.com.

We manage the Fund pursuant to the terms of the amended and restated declaration of trust dated as of November 5, 2020, as may be further amended from time to time (the “**Declaration of Trust**”). We are responsible for compliance with the investment policies, restrictions and practices of the Fund and for providing or arranging for the provision of all general administrative services related to the Fund.

The name, municipality of residence and position or office held with Hazelview of each of the directors and executive officers of Hazelview are as follows:

<u>Name and Municipality of Residence</u>	<u>Position and Office held with Hazelview</u>
Ugo Bizzarri Toronto, Ontario	Ultimate Designated Person, Chief Executive Officer and Director
Corrado Russo Toronto, Ontario	Senior Managing Director, Investments & Global Head of Securities, and Director

Name and Municipality of Residence **Position and Office held with Hazelview**

Cameron Goodnough Toronto, Ontario	Managing Director, Corporate Development, and Director
Carrie Morris Toronto, Ontario	Managing Director, Capital Markets & Corporate Communications, and Director
Peter Hawkings Toronto, Ontario	General Counsel
Gigi Wong Toronto, Ontario	Chief Financial Officer
Timothy Fitzpatrick Toronto, Ontario	Chief Compliance Officer, Chief Privacy Officer and Chief Anti-Money Laundering Officer

Portfolio Advisor

We manage the investment portfolio of the Fund in accordance with the stated investment objectives. We are responsible for providing investment analysis and recommendations and for making investment decisions and placing orders to purchase and sell securities for the Fund. We are qualified and approved by the regulatory authorities to handle managed accounts including the Fund.

We manage investments for other clients which may invest in the same securities as the Fund. In placing orders to buy and sell securities, execution of those orders is either divided pro rata or effected alternatively on a basis that is judged to be equitable by us among all clients that are trading the securities.

The following individuals make investment decisions for the Fund:

<u>Name</u>	<u>Title</u>	<u>Role in Investment Decision-Making Process</u>
Corrado Russo	Lead Portfolio Manager	Lead portfolio manager in terms of investments for the Fund

Role in Investment Decision-Making Process

<u>Name</u>	<u>Title</u>	<u>Role in Investment Decision-Making Process</u>
Claudia Reich Floyd	Portfolio Manager	Portfolio manager in terms of investments for the Fund
Samuel Sahn	Portfolio Manager	Portfolio manager in terms of investments for the Fund

The investment decisions made by Corrado Russo in his capacity as lead portfolio manager of the Fund, are not subject to formal ratification or approval of a committee of Hazelview.

Brokerage Arrangements

The purchase and sale of portfolio securities is arranged by Hazelview through registered brokers or dealers. Hazelview has a regulatory obligation to make reasonable efforts to achieve best execution of those portfolio trades when acting for the Fund. Best execution refers to the most advantageous execution terms reasonably available under the circumstances.

The elements that Hazelview considers in determining the most advantageous execution terms reasonably available under the circumstances and the weight given to each can vary depending on the circumstances, including the needs of the Fund, the particular security and the prevailing market conditions. Hazelview considers, as appropriate in the circumstances, certain relevant qualitative and/or quantitative elements, including price, speed of execution, certainty of execution and overall cost of the transaction, as well as the quality and value of any research goods and services provided to the Fund by the broker or dealer, such as research, statistical and other services used in assessing potential investments (collectively, the “**Brokerage Services**”). Brokerage Services include advice, both directly and in writing, as to the value of securities; the advisability of investing in, purchasing or selling securities; the availability of securities, or purchasers or sellers of securities; analyses and reports concerning issuers, industries, securities, economic factors and trends. Such services allow us to supplement our own investment research activities and obtain the views and information of others prior to making investment decisions. We make a good faith determination that the Fund receives a reasonable benefit from the use of the Brokerage Services received, if any, considering

both the use of such Brokerage Services and the amount of brokerage commissions paid.

Since the date of the last Simplified Prospectus prepared for the Fund, the following types of good or service has been provided to the Manager by a dealer or a third-party in return for brokerage transactions involving the Fund's brokerage commissions being directed to a particular dealer: research on specific industries, sectors and companies, as well as market data research. The Manager does not have any affiliated brokers.

Subject to the obligation to make reasonable efforts to achieve best execution, we may in our discretion choose to execute portfolio transactions with brokers who place orders for units (each a "**Unit**", and collectively, the "**Units**") of the Fund. Names of the registered brokers or dealers that provided Brokerage Services are available upon request by contacting the Manager toll-free at 1-888-949-8439 or by email at info@hazelview.com.

Trustee

The Fund is governed in accordance with the provisions of the Declaration of Trust. Hazelview was appointed as the trustee of the Fund on April 18, 2013. Hazelview holds the property of the Fund on behalf of the Unitholders of the Fund. The name, municipality of residence and position or office held by each of Hazelview's directors and officers are set out above under the heading *Responsibility for Fund Administration – Manager*.

We may, acting in our capacity as trustee of the Fund, terminate the Fund by giving 60 days' prior written notice to unitholders (each a "**Unitholder**", and collectively, the "**Unitholders**") in accordance with National Instrument 81-102 *Investment Funds* ("**NI 81-102**").

Custodian

The cash and securities of the Fund are held in Ontario by CIBC Mellon Trust Company ("**CIBC Mellon**"), as custodian, pursuant to a custodial services agreement dated as of May 14, 2015, as the same may be further amended from time to time (the "**Custodial Services Agreement**"). Either party may terminate this Custodial Services Agreement, with respect to the Fund, without penalty, by giving at least 90 days written notice to the other party of such termination. The principal office of CIBC Mellon is located at 320 Bay Street, P.O. Box 1, Toronto, Ontario, M5H

4A6. CIBC Mellon may appoint qualified sub-custodians to hold portfolio securities outside of Canada. CIBC Mellon is not an affiliate of the Manager.

Auditor

Ernst & Young LLP is the auditor of the Fund. The office of the auditors is located at EY Tower, 100 Adelaide Street West, P.O. Box 1, Toronto, Ontario, M5H 0B3.

Recordkeeper & Registrar

Hazelview has appointed SGGG Fund Services Inc. ("**SGGG**") as the recordkeeper and registrar for the Fund pursuant to a securityholder services agreement dated as of June 5, 2013, as the same may be further amended from time to time (the "**SGGG Services Agreement**"). Pursuant to the SGGG Services Agreement, SGGG also provides fund valuation services for the Fund. Either party may terminate the SGGG Services Agreement by giving at least three months' written notice to the other party of such termination. The principal office of SGGG is at 121 King Street West, Suite 300, Toronto, Ontario, M5H 3T9, where the register of securities of the Fund is kept. SGGG is not an affiliate of the Manager.

Securities Lending Agent

The Fund does not currently engage in securities lending, repurchase or reverse repurchase transactions. Prior to the Fund engaging in securities lending, repurchase or reverse repurchase transactions, the Manager will appoint a securities lending agent for the Fund, which will not be an affiliate of the Manager.

Independent Review Committee and Fund Governance

National Instrument 81-107 – *Independent Review Committee for Investment Funds* ("**NI 81-107**") requires all publicly offered investment funds to establish an independent review committee ("**IRC**") and for the Manager to have policies and procedures relating to the conflict of interest matters. We must refer all conflict of interest matters in respect of the Fund for review or approval to the IRC. Hazelview has 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 independent members, and is also subject to requirements to conduct regular assessments of its members and provide reports, at least annually, to the Fund and to its Unitholders in respect of those functions.

The members of the IRC are Lynn Vickers, Chris Slightham and Kenneth Thomson. Chris Slightham and Kenneth Thomson were appointed as of January 20, 2015. Lynn Vickers was appointed as of August 18, 2023, with effect from August 25, 2023 replacing Michele McCarthy whose term on the IRC ended on August 24, 2023. Kenneth Thomson was appointed as the chair of the IRC with effect from August 25, 2023.

Each member of the IRC receives an annual retainer of \$12,000, and the chair of the IRC receives an annual retainer of \$14,000, plus expenses for each meeting, if applicable. These fees and expenses, plus associated legal and insurance costs, are allocated among all of the funds managed by us equally.

The IRC engages in the following activities:

- reviews and provides input on Hazelview's written policies and procedures that deal with conflict of interest matters in respect of the Fund;
- reviews conflict of interest matters referred to it by us and makes recommendations to us regarding whether our proposed actions in connection with the conflict of interest matter achieve a fair and reasonable result for the Fund;
- considers and, if deemed appropriate, approves our decision on a conflict of interest matter that we refer to the IRC for approval; and
- performs other duties as may be required of the IRC under applicable securities laws.

The IRC prepares, at least annually, a report of its activities for Unitholders and makes such reports available on the Fund's designated website at www.hazelview.com, or at a Unitholder's request and at no cost, by contacting the Manager at 1133 Yonge Street, Toronto,

Ontario, M4T 2Y7; toll-free at 1-888-949-8439; or by e-mail at info@hazelview.com.

Affiliated Entities

No entity affiliated with Hazelview provides services to the Fund or to Hazelview in relation to the Fund.

Policies and Practices

GENERAL

As stated above, the Fund is governed in accordance with the provisions of the Declaration of Trust. Hazelview as trustee and Manager is responsible for fund governance and for the day-to-day administration of the Fund. We have established a fairness policy which consists of appropriate policies, procedures and guidelines to ensure the proper management of the Fund. The systems implemented monitor and manage the business and sales practices, risk, and internal conflicts of interest relating to the Fund, while ensuring compliance with regulatory and corporate requirements. We have developed policies and guidelines to manage the principal risks of the Fund and ensure that these are communicated to the persons responsible for these matters and monitor their effectiveness. For more information please refer to *Investment Restrictions* and *Responsibility for Fund Administration*.

The Fund has a liquidity risk management program in place which is overseen by employees with relevant subject matter expertise of which at least one member is independent of portfolio management. Liquidity risk management is part of the Fund's broader risk management process which includes documented internal policies pertaining to the measurement, monitoring, mitigation and reporting of liquidity risks within the Fund.

INVESTMENTS IN DERIVATIVE INSTRUMENTS

The Fund may use derivatives from time to time, but only as permitted by Canadian securities legislation and only in a manner consistent with the investment objectives of the Fund. Derivative transactions on behalf of the Fund may be initiated only by the Manager through personnel with the necessary proficiency and experience to use derivatives.

SHORT SELLING

The Fund may engage in the use of short selling from time to time. The decision by the Fund to engage in short selling is made by the Manager. The Manager has put in place written policies and procedures that set out the objectives and goals for short selling and risk management procedures applicable to the use of short selling. These policies and procedures have been set by and are reviewed at least annually by the Manager. The Manager is responsible for oversight of all short-selling strategies used by the Fund. Compliance department personnel employed by the Manager review the use of short selling as part of their ongoing review of Fund activity. Compliance personnel are not members of the investment and trading group and report to a different functional area. Limits and controls on the use of short selling are part of the Fund compliance regime and include reviews by analysts who ensure that the short sale positions of the Fund are within applicable policies. Risk measurement procedures or simulations generally are not used to test the portfolios of the Fund under stress conditions.

PROXY VOTING POLICIES AND PROCEDURES

With respect to the Fund's investments in voting securities, the policies and procedures that the Manager on behalf of the Fund (hereinafter referred to as the "**Proxy Holder**") follows when voting proxies relating to portfolio securities are described in this section. The Proxy Holder votes proxies for the Fund in accordance with the proxy voting policies and procedures adopted by the Manager from time to time. In the case of both routine and non-routine matters, the Proxy Holder will take reasonable steps to ensure that proxies are received and voted in accordance with the best interests of the Fund, which generally means voting proxies with a view to enhancing the value of the shares held in the Fund. The financial interest of the Fund is the primary consideration in determining how proxies should be voted. In the case of social and political issues that do not primarily involve financial considerations, the Proxy Holder generally votes in accordance with the recommendations of management and/or a third-party advisor, although, on occasion the Proxy Holder abstains from voting on these issues.

The Proxy Holder generally does not vote proxies when the cost of voting on a particular proxy proposal could exceed the expected benefit to the

Fund. For example, the Proxy Holder generally will not vote securities loaned to another party when the costs to the client and/or administrative inconvenience of retrieving these securities outweighs the benefit of voting. Also, voting proxies for shares of foreign stocks may involve significantly greater effort and corresponding costs, such as translation of proxy materials. Some countries have laws that prevent the Proxy Holder from selling shares for a period of time before or after voting at a shareholder meeting. The Proxy Holder may decide not to vote shares of foreign stocks subject to these restrictions when it believes the benefit from voting the shares is outweighed by the interest of maintaining client liquidity in the shares.

The Proxy Holder is committed to resolving all conflicts in its clients' best interests. The Proxy Holder will vote in a manner consistent with the best interests of the Fund. Possible resolutions of such conflicts may include: (i) voting in accordance with the guidance of an independent consultant or outside counsel; (ii) erecting information barriers around the person or persons making voting decisions; (iii) designating a person or committee to vote that has no knowledge of any relationship between the Proxy Holder and the issuer, its officers or directors, director candidates, or proxy proponents; or (iv) voting in other ways that are consistent with the Proxy Holder's best interests.

Where a conflict, or potential conflict, of interest exists between the interest of investors and us, or any affiliate or associate of ours, proxies are voted in accordance with investment considerations and investment merits, without regard to any other business relationship that may exist between us and the portfolio company. The procedures for voting proxies where there may be a conflict of interest include escalation of the issue to the IRC for recommendation as to whether the proposed course of action achieves a fair and reasonable result for the Fund in accordance with NI 81-107.

The policies and procedures that the Fund follows when voting proxies relating to portfolio securities are available on request, at no cost, by calling us toll-free at 1-888-949-8439 or by writing to Hazelview at 1133 Yonge Street, 4th Floor, Toronto, ON M4T 2Y7.

The Fund's proxy voting record for the most recent period ended June 30 of each year will be available free of charge to any Unitholder of the Fund upon request at any time after August 31 of

that year. The proxy voting record is available on the Fund's designated website, www.hazelview.com.

SUPERVISION OF SECURITIES LENDING, REPURCHASE AND REVERSE REPURCHASE TRANSACTIONS

The Manager may enter into a written securities lending, repurchase or reverse repurchase transaction agreement on behalf of the Fund with a securities lending agent to administer any securities lending, repurchase and reverse repurchase transactions for the Fund. The compliance team and finance team of the Manager will be jointly responsible for reviewing any such agreement.

Any securities lending, repurchase or reverse repurchase transaction agreement will comply with the applicable provisions of NI 81-102. The Manager will manage any risks associated with securities lending, repurchase and reverse repurchase transactions by requiring the securities lending agent to:

- assess the creditworthiness of potential counterparties to these transactions (typically, registered brokers and/or dealers);
- monitor (daily) the market value of the securities sold, loaned or purchased and the collateral and ensure that the Fund holds collateral equal to at least 102% of the market value of the securities loaned (for securities lending transactions), sold (for repurchase transactions) or purchased (for reverse repurchase transactions);
- ensure that the collateral to be delivered to the Fund is one or more of cash, qualified securities or securities immediately convertible into, or exchangeable for, securities of the same issuer, class or type, and same term, if applicable, as the securities being loaned by the Fund, and in at least the same number as the securities loaned by the Fund; and
- ensure that the Fund does not loan or sell more than 50% of the net asset value of its assets (not including the collateral held by the Fund) through securities lending and repurchase transactions.

Before the Fund engages in securities lending, repurchase or reverse repurchase transactions, the Manager will have policies and procedures in place that set out the objectives and goals for these types of transactions and outline any risk management procedures applicable to the Fund entering into these types of transactions. The compliance team of the Manager will be responsible for establishing and maintaining the Manager's policies and procedures after the appropriate governance committee approvals. The Chief Compliance Officer of the Manager will review and approve the Manager's proposed policies and procedures in connection with these types of transactions and will have the ultimate responsibility of ensuring that proper policies and procedures relating to these types of transactions are in place. The compliance team of the Manager will review any written policies and procedures at least annually to ensure that any risks associated with securities lending, repurchase and reverse repurchase transactions are being properly managed. The securities lending agent will use risk measurement procedures or simulations to test each portfolio under stress conditions, where applicable.

Remuneration of Directors, Officers and Trustees

The management functions of the Fund are carried out by employees of Hazelview as trustee and Manager. The Fund does not have employees. For the year ended December 31, 2023, the IRC members received, in the aggregate, \$33,300, with each regular IRC member receiving annual fees and meeting fees in the amount of \$12,000 and the chair receiving \$14,000. These fees and expenses, plus associated legal and insurance costs, are allocated among all of the funds managed by us equally. For the year ended December 31, 2023, no fees were paid for the services we provide as trustee of the Fund.

Material Contracts

The material agreements of the Fund are listed below:

- Declaration of Trust dated November 5, 2020. Please refer to *Responsibility for Mutual Fund Administration and Trustee* for details concerning this agreement.
- Custodian Agreement dated May 14, 2015. Please refer to *Responsibility for Mutual Fund Administration and*

Custodian for details concerning this agreement.

Copies of the foregoing may be inspected during ordinary business hours on any business day at the head office of the Fund.

Legal Proceedings

There are currently no legal proceedings material to the Fund, nor are there any such proceedings

known to be contemplated, as of the date of this Simplified Prospectus.

Designated Website

The Fund is required to post certain regulatory disclosure documents on a designated website. The designated website for the Fund can be found at the following location: www.hazelview.com.

VALUATION OF PORTFOLIO SECURITIES

The value of any security or other property held by the Fund or any of its liabilities will be determined in the following way:

- If any assets or liabilities of the Fund are expressed in a foreign currency, the value in Canadian funds is determined by applying the rate of exchange prevailing at the valuation time, as determined by Hazelview.
- Equities are valued at retail market trading close as at 4:00 p.m. (Eastern Time) from the applicable exchange or valued at the last or closing market price on the specific international exchange, as applicable.
- Bonds, debentures and other obligations will be valued by taking the average of the latest available bid and ask prices on the valuation date. Notes and money market instruments will be valued at cost plus accrued interest ("**amortized cost**"). If notes and money-market instruments are sold, the difference between the cost and the proceeds (less income previously credited for such security) will be recorded as income not capital.
- Non-exchange-traded debt instruments will be valued at their fair value based on prices supplied by established pricing vendors, market participants, pricing models and/or financial

information received from the issuer.

- Private placements or other illiquid assets of the Fund will be valued taking into account the following: (i) appraisal reports from an independent and accredited appraiser, (ii) any significant events that have occurred either at the individual property level or the general market level since a previous appraisal (if applicable), and/or (iii) in the case of private entities, quarterly unaudited financial statements and annual audited financial statements from the issuer.
- Cash, bills, demand notes, accounts receivable, prepaid expenses, cash dividends received or receivable and interest accrued and not yet received, will be valued at their full amount unless Hazelview has determined that the cash or other asset is not worth that amount. We will then determine a fair value on such basis as we consider fair and reasonable.
- If the Fund is required to value securities on a day other than a business day, the prices or quotations of the prior business day will be used to value the asset or liability.
- Notwithstanding the foregoing, portfolio securities and other

assets for which market quotations are, in our opinion, inaccurate, unreliable, not reflective of all available material information or not readily available, are valued at their fair value as determined by us.

If the valuation principles described above cannot be applied, Hazelview will determine a value on such basis as it considers fair and reasonable in the circumstances. In the past three years, we have not exercised discretion to deviate from the valuation practices stated in this Simplified Prospectus.

CALCULATION OF NET ASSET VALUE

The Series net asset value ("**Series NAV**") of the Fund and Series NAV per Unit of a Series are calculated by the Manager in accordance with National Instrument 81-106 *Investment Fund Continuous Disclosure* ("**NI 81-106**") as at the close of business on each business day.

Since each Series of the Fund has different costs and liabilities, the Series NAV per Unit is calculated separately for each Series. Each Series NAV of the Fund is determined by subtracting the Series' specific liabilities from the Series' proportionate share of the difference between the market value of the Fund's property and the common liabilities of the Fund.

We calculate the Series NAV per Unit by taking the relevant Series NAV, determined as described above, and then dividing that number

by the total number of Units of that Series that are outstanding.

The purchase and redemption price of each Unit of a Series is equal to the Series NAV per Unit. If your purchase or sale order is received before 4:00 p.m. (Eastern Time) on any business day, the price will be the Series NAV per Unit as of the close of business on that business day. If your purchase or sale order is received at or after 4:00 p.m. (Eastern Time) on any business day, or on any day which is not a business day, the price will be the Series NAV per Unit as of the close of business on the next business day.

The Series NAV of the Fund and Series NAV per Unit of a Series are available on request at no cost by calling 1-888-949-8439, and on our designated website at www.hazelview.com.

SERIES OF UNITS OF THE FUND OFFERED PURSUANT TO THIS SIMPLIFIED PROSPECTUS

Series A Units

Series A Units of the Fund are available to all investors and are intended for purchase within a regular investment account.

An initial sales charge of up to 5.00% of the amount invested will be payable by investors purchasing Series A Units of the Fund. You can negotiate this fee with your dealer.

Series T6.5 Units

Series T6.5 Units of the Fund are available to all investors and are intended for purchase within a regular investment account.

Other than the distribution policy, the Series T6.5 Units have the same attributes as Series A Units of the Fund. Series T6.5 Units are designed to provide investors with a targeted fixed monthly distribution per Unit. The monthly distribution

amount is determined once per year, by multiplying the Series T6.5 NAV per Unit on the last day of the previous calendar year by 6.5%, and then dividing by 12.

An initial sales charge of up to 5.00% of the amount invested will be payable by investors purchasing Series T6.5 Units of the Fund. You can negotiate this fee with your dealer.

For additional information, see *Series Offering Regular Cash Flow* on page 10

Series F Units

Series F Units of the Fund are available to investors who participate in fee-based programs through brokers or dealers who have been approved to distribute Series F Units. These investors pay their broker or dealer an annual fee for ongoing financial planning advice. We are therefore able to eliminate the commissions and

service fees that we would otherwise pay to an investor's broker or dealer in respect of Series F Units, which means that we can charge a lower management fee for Series F Units. Your broker or dealer's participation in Series F Units distribution is subject to our terms and conditions.

We will automatically redesignate your Series F Units into Series F85 Units of the Fund provided you become eligible to hold Series F85 Units of the Fund. If you are no longer eligible to hold Series F85 Units, we will automatically redesignate your Series F85 Units into Series F Units.

Series F85 Units

Series F85 Units of the Fund are available to investors who make a minimum investment of \$250,000 and participate in fee-based programs through brokers or dealers who have been approved to distribute Series F85 Units. These investors pay their broker or dealer an annual fee for ongoing financial planning advice. We are therefore able to eliminate the commissions and service fees that we would otherwise pay to an investor's broker or dealer in respect of Series F85 Units, which means that we can charge a lower management fee for Series F85 Units. Your broker or dealer's participation in Series F85 Units distribution is subject to our terms and conditions.

In certain circumstances where an investor or investors have an aggregate of \$250,000 in qualifying investments in the Fund, the minimum initial investment amount applicable for Series F85 Units may be waived. For additional information, see *Account aggregation rules for minimum investment requirements* on page 12.

Other than the lower management fee and higher minimum initial investment amount, Series F85 Units have the same attributes as Series F Units of the Fund.

We will automatically redesignate your Series F Units into Series F85 Units of the Fund provided you become eligible to hold Series F85 Units of the Fund. If you are no longer eligible to hold Series F85 Units, we will automatically redesignate your Series F85 Units into Series F Units.

Series FT6.5 Units

Series FT6.5 Units of the Fund are available to investors who participate in fee-based programs

through brokers or dealers who have been approved to distribute Series FT6.5 Units. These investors pay their broker or dealer an annual fee for ongoing financial planning advice. We are therefore able to eliminate the commissions and service fees that we would otherwise pay to an investor's broker or dealer in respect of Series FT6.5 Units, which means that we can charge a lower management fee for Series FT6.5 Units. Your broker or dealer's participation in Series FT6.5 Units distribution is subject to our terms and conditions.

Other than the distribution policy, Series FT6.5 Units have the same attributes as Series F Units of the Fund. Series FT6.5 Units are designed to provide investors with a targeted fixed monthly distribution per Unit. The distribution policy of Series FT6.5 Units of the Fund is the same as that of the Series T6.5 Units of the Fund, meaning the monthly distribution amount of Series FT6.5 Units is determined once per year, by multiplying the Series FT6.5 NAV per Unit on the last day of the previous calendar year by 6.5%, and then dividing by 12.

We will automatically redesignate your Series FT6.5 Units into Series F85T6.5 Units of the Fund provided you become eligible to hold Series F85T6.5 Units of the Fund. If you are no longer eligible to hold Series F85T6.5 Units, we will automatically redesignate your Series F85T6.5 Units into Series FT6.5 Units.

For additional information, see *Series Offering Regular Cash Flow* on page 10.

Series F85T6.5 Units

Series F85T6.5 Units of the Fund are available to investors who make a minimum investment of \$250,000 and participate in fee-based programs through brokers or dealers who have been approved to distribute Series F85T6.5 Units. These investors pay their broker or dealer an annual fee for ongoing financial planning advice. We are therefore able to eliminate the commissions and service fees that we would otherwise pay to an investor's broker or dealer in respect of Series F85T6.5 Units, which means that we can charge a lower management fee for Series F85T6.5 Units. Your broker or dealer's participation in Series F85T6.5 Units distribution is subject to our terms and conditions.

Other than the lower management fee and higher minimum initial investment amount, Series F85T6.5 Units have the same attributes as Series

FT6.5 Units of the Fund. Series F85T6.5 Units are designed to provide investors with a targeted fixed monthly distribution per Unit. The distribution policy of Series F85T6.5 Units of the Fund is the same as that of the Series FT6.5 Units of the Fund, meaning the monthly distribution amount of Series F85T6.5 Units is determined once per year, by multiplying the Series F85T6.5 NAV per Unit on the last day of the previous calendar year by 6.5%, and then dividing by 12.

For additional information, see *Series Offering Regular Cash Flow* on page 10.

In certain circumstances where an investor or investors have an aggregate of \$250,000 in qualifying investments in the Fund, the minimum initial investment amount applicable for Series F85T6.5 Units may be waived. For additional information, see *Account aggregation rules for minimum investment requirements* on page 12.

We will automatically redesignate your Series FT6.5 Units into Series F85T6.5 Units of the Fund provided you become eligible to hold Series F85T6.5 Units of the Fund. If you are no longer eligible to hold Series F85T6.5 Units, we will automatically redesignate your Series F85T6.5 Units into Series FT6.5 Units.

Series I Units

Series I Units are generally only available to investors who make large investments in the Fund and who are approved by us. They may also be made available to directors, officers and employees of the Manager or an affiliate of the Manager. Series I investors negotiate a management fee that they pay directly to us. We do not pay any sales commission to a dealer who sells Series I Units. There are no sales charges payable by investors who purchase Series I Units.

If eligible, you can buy Series I Units only through a registered dealer or broker who has entered into a Series I agreement with us and only with our prior approval. A dealer's participation in Series I Units distribution is subject to our terms and conditions.

Series Offering Regular Cash Flow

Series T6.5 Units, Series FT6.5 Units and Series F85T6.5 of the Fund (the "**Fixed Rate Distribution Series**") are designed specifically for investors who wish to receive a regular monthly cash flow from the Fund. For each Fixed Rate Distribution Series, the amount of the monthly distribution will equal the net asset value ("**NAV**") per Unit of that series on the last day of the previous calendar year, multiplied by the distribution rate applicable to that series and divided by 12. **The distribution rates may be adjusted from time to time at our discretion. You should be aware that the distribution rate may be higher than the Fund's rate of return or the yield of its portfolio.**

Each monthly distribution will consist of net income and net realized capital gains to the extent of the Fund's allocation of net income and net realized capital gains to that series for that month, and any amount of the distribution that is in excess of the net income for that series will consist of return of capital. Return of capital may over time result in the return of the entire amount of the original investment to you. See "Capital Depletion Risk" under the heading *What are the risks associated with mutual funds?* for further details.

The monthly distributions on a Fixed Rate Distribution Series will be reinvested, without charge, in additional securities of that series, unless you elect in advance to receive them in cash.

Consequences of redesignation

A redesignation of Units of one Series of the Fund as Units of another Series of the Fund does not result in a disposition of the Units for tax purposes. Short-term trading fees do not apply in respect of such a redesignation of Units.

Following a redesignation of Units of one Series of the Fund as Units of another Series of the Fund, the redesignated Units will become subject to the fees and other terms and conditions applicable to the Series to which the Units were redesignated. Please refer to *Fees and Expenses* on page 15 and *Fees paid to dealers* on page 17 for further information.

PURCHASES, SWITCHES AND REDEMPTIONS

How do I purchase Units of the Fund?

Units of the Fund offered pursuant to this Simplified Prospectus must be purchased through registered dealers in all provinces and territories of Canada. The Fund issues fourteen series of Units. Seven of the series of Units of the Fund – Series A Units, Series T6.5 Units, Series F Units, Series F85 Units, Series FT6.5 Units, Series F85T6.5 Units and Series I Units – are offered for sale pursuant to this Simplified Prospectus. Prospective purchasers should speak to their investment advisor to determine which Series of Units is appropriate for their particular circumstances. Please refer to *Series of Units of the Fund Offered Pursuant to this Simplified Prospectus* on page 8 for further information. Seven of the series of Units of the Fund – Series AX Units, Series AY Units, Series FX Units, Series FY Units, Series M Units, Series S Units and Series T Units – are not offered for sale pursuant to this or any other simplified prospectus.

All Units must be paid for in full. An order for a purchase of Units of the Fund must therefore be accompanied by a cheque, certified cheque, bank draft or money order that is payable to the Fund c/o Hazelview Securities Inc. The dealer must pay the cost of sending the purchase order to us or the Fund's registrar. We must receive any payment made to a registered dealer within two business days (or such shorter period as may be determined by us in response to changes to applicable law or general changes to settlement procedures in applicable markets) of receiving the purchase order from the registered dealer. We can accept or reject any purchase order no later than one business day after receiving the order. If a purchase order is rejected, all money received with the order will be returned immediately without interest. No certificates are issued for Units of the Fund.

An investor becomes a Unitholder of the Fund on the date that we process the investor's purchase order. A purchase order will therefore be reversed by redeeming the investor's Units if we do not receive the purchase price for the Units, or the investor otherwise fails to complete the purchase, within the period of two business days (or such shorter period as may be determined by us in response to changes to applicable law or

general changes to settlement procedures in applicable markets) referred to above. Any resulting loss will not be borne by the Fund but shall be charged to the registered broker or dealer, who may, in turn, have the right to collect it from the investor. Any resulting gain will belong to the Fund and not to the investor.

Minimum investment requirements

The minimum initial purchase order for Series A Units, Series F Units, Series T6.5 Units and Series FT6.5 Units of the Fund is \$500.

The minimum initial purchase order for Series F85 Units and Series F85T6.5 Units is \$250,000.

The minimum initial purchase order for Series I Units is an amount we determine at our discretion.

Each subsequent purchase order must be for an amount of \$100 or more, except for Series I Units (an amount we determine at our discretion).

Each investor in Series A Units, Series F Units, Series T6.5 Units and Series FT6.5 Units of the Fund must always hold Units of the Fund which have a NAV of at least \$500.

Each investor in Series I Units must always hold Units of the Fund which have a NAV in an amount we determine at our discretion.

Each investor in Series F85 Units and Series F85T6.5 Units of the Fund (the "**Preferred Pricing Series**") must always hold Units of the Fund whose investment cost was at least \$250,000.

For additional information regarding minimum investment requirements applicable to the Preferred Pricing Series of the Fund, see *Account aggregation rules for minimum investment requirements* on page 12.

We reserve the right to adjust these minimum purchase order and minimum unitholding amounts from time to time.

We calculate your investments for the purposes of determining whether you are or remain eligible for a Preferred Pricing Series of Units based on the average cost of Units held by an investor,

irrespective of market value fluctuations. Preferred Pricing Series Units redeemed by an investor are no longer considered to be held by the investor for the purposes of the calculation. The acquisition of additional Units pursuant to a reinvestment of distributions increases the number of Units held by an investor for the purposes of the calculation.

If the NAV of an investor's Series A Units, Series F Units, Series T6.5 Units or Series FT6.5 Units of the Fund falls below the applicable minimum, the investor may be provided with a notice of the Fund's intention to redeem the Units unless the investor purchases enough additional Units within ten days of receiving the notice.

If the NAV of an investor's Series I Units of the Fund falls below the applicable minimum, the investor's Series I Units will be automatically redesignated as Units of the Series of the Fund with the lowest management fee the investor is eligible to hold.

If the average cost of an investor's Preferred Pricing Series Units of the Fund falls below the applicable minimum, the investor's Preferred Pricing Series Units will be automatically redesignated as Units of the Series of the Fund with the lowest management fee the investor is eligible to hold.

Account aggregation rules for minimum investment requirements

For the purpose of satisfying the minimum investment requirements described in this section of the Simplified Prospectus, each of the following is an "Eligible Account":

- an account belonging to you;
- an account belonging to your spouse, or a family member residing at the same address;
- an account belonging to you and your spouse jointly;
- an account belonging to your dependent minor(s); and
- an account belonging to a corporation of which you or your spouse own more than 50% of the equity, and control more than 50% of the voting shares.

For a Preferred Pricing Series of the Fund, if you invest more than \$250,000 in securities of the Fund across your Eligible Accounts, we may waive the minimum initial investment amount for an Eligible Account in any Preferred Pricing Series of the Fund.

You are responsible for ensuring your dealer or advisor is aware of all Eligible Accounts that should be linked in order to waive the minimum initial investment amount. We will link your Eligible Accounts only after your dealer or advisor has communicated your Eligible Account information to us. Generally, neither the Manager nor your dealer or advisor has the ability to determine independently what accounts should be linked. **Accounts will not be automatically linked if you hold the Fund with more than one advisor or dealer.** For example, if you also hold the Fund in a discount brokerage account, that account will not be automatically linked with an account you hold with your dealer or advisor.

Automatic redesignations

As described in this Simplified Prospectus, we automatically redesignate Units of one Series of the Fund as Units of another Series of the Fund in circumstances where an investor becomes eligible to hold Units of a Series with a lower management fee, or is no longer eligible to hold Units of a Series (each an "**Eligibility Event**"). Please refer to *Series of Units of the Fund Offered Pursuant to this Simplified Prospectus* on page 8.

We monitor each investor's holdings on the last business day of each calendar month to determine whether an Eligibility Event has occurred, in which case, an automatic redesignation of the investor's Units will be effected on or about the fifth business day of the following calendar month (the "**Redesignation Date**"). Such redesignations of Units of one Series of the Fund as Units of another Series of the Fund are effected at their respective Series NAV per Unit as at the close of business on the valuation date immediately preceding the Redesignation Date. Redesignations are not guaranteed to occur on a specific date and the Fund is not responsible for any fees or charges incurred by you because a redesignation was not made on a particular day. We may change the Fund's automatic redesignation policy at any time without notice or approval.

How do I redeem Units of the Fund?

Your registered dealer can help you. You may redeem some or all of your Units by providing us with a written request to have a dollar amount or a number of Units redeemed by the Fund. The request must be signed by you and should indicate where you would like to have the sale proceeds delivered. The sale proceeds will be delivered in accordance with your instructions within two business days (or such shorter period as may be determined by us in response to changes to applicable law or general changes to settlement procedures in applicable markets) of the valuation date on which the redemption order is processed. In order to confirm that your signature is genuine, we will have your signature guaranteed by a Canadian chartered bank, a trust company or an investment dealer. The dealer must pay the cost of sending the redemption request to us or the Fund's registrar.

The redemption of Units of the Fund constitutes a disposition for tax purposes and may trigger a capital gain or capital loss. (See *Income Tax Considerations for Investors* on page 18).

A redemption will be reversed if a dealer or Unitholder fails to meet all redemption requirements. Any resulting loss will not be borne by the Fund but shall be charged to the registered broker or dealer, who may, in turn, have the right to collect it from the Unitholder. Any resulting gain will belong to the Fund and not to the Unitholder.

Can I switch my investment in one Series of the Fund to another Series of the Fund?

You may switch Series A Units to Series F Units of the Fund at their respective Series NAV per Unit, provided you are eligible to hold Series F Units.

You may also switch Series T6.5 Units to Series FT6.5 Units or Series F85T6.5 Units of the Fund at their respective Series NAV per Unit, provided you are eligible to hold Series FT6.5 Units or Series F85T6.5 Units, as applicable.

You may also switch Series F Units to Series A Units of the Fund at their respective Series NAV per Unit, provided you are eligible to hold Series A Units.

You may also switch Series FT6.5 Units or Series F85T6.5 Units to Series T6.5 Units of the Fund at their respective Series NAV per Unit, provided you are eligible to hold Series T6.5 Units.

In order to complete such a switch of Units, you must deliver a written request to us identifying the number and Series of Units you wish to switch (the amount must meet the minimum initial investment requirement of the Series you wish to switch into). Your signature on the written request must be guaranteed by a Canadian chartered bank, a trust company, or an investment dealer. We do not charge for a switch but your dealer may charge a commission as described under the heading *Fees and Expenses Payable Directly by You* on page 16 in order to effect such a switch.

If you hold Series F Units of the Fund and your dealer or advisor advises us at any time that you no longer satisfy the criteria for holding Series F Units of the Fund, we will switch your Series F Units of the Fund into Series A Units of the Fund.

If you hold Series F85 Units of the Fund and your dealer or advisor advises us at any time that you no longer satisfy the criteria for holding Series F85 Units of the Fund, we will switch your Series F85 Units of the Fund into Series F Units or Series A Units of the Fund, as applicable.

If you hold Series FT6.5 Units of the Fund and your dealer or advisor advises us at any time that you no longer satisfy the criteria for holding Series FT6.5 Units of the Fund, we will switch your Series FT6.5 Units of the Fund into Series T6.5 Units of the Fund.

If you hold Series F85T6.5 Units of the Fund and your dealer or advisor advises us at any time that you no longer satisfy the criteria for holding Series F85T6.5 Units of the Fund, we will switch your Series F85T6.5 Units of the Fund into Series FT6.5 Units or Series T6.5 Units of the Fund, as applicable.

Following a switch of Units of one Series of the Fund into Units of another Series of the Fund, the switched Units will become subject to the fees and other terms and conditions applicable to the Series into which the Units were switched. Please refer to *Fees and Expenses* on page 15 and *Fees paid to dealers* on page 17 for further information.

A switch between series of Units of the Fund is not a disposition for tax purposes and does not result in a capital gain or capital loss.

Can my rights to redeem Units in the Fund be suspended?

In very rare circumstances it may be necessary to suspend the rights of investors to redeem their Units in the Fund. We will only institute such suspensions when:

- (1) trading is suspended on any stock exchange, options or futures exchange within or outside Canada on which securities or specified derivatives are listed and traded which represent more than 50% by value or by underlying market exposure of the total assets of the Fund without allowance for liabilities; or
- (2) we obtain the consent of the Canadian securities administrators.

If we suspend the right to redeem Units in the Fund, we will also suspend the right to purchase Units in the Fund.

Short-term Trading

Short-term trading in Units of the Fund can have an adverse effect on the Fund. Such trading can increase brokerage and other administrative costs of the Fund and interfere with the long-term investment decisions of the Manager. We have in place procedures to identify and deter inappropriate short-term trading and may alter these procedures from time to time, without notice. We have also adopted certain restrictions to deter short-term trading. Please refer to *Short-term Trading Fees* on page 16.

For example, if an investor redeems or transfers Units of the Fund within 90 days of purchase or transfer the investor may be subject to a short-term trading fee of 2% of the amount redeemed or transferred. This amount will be retained by the Fund, and not by Hazelview or any distributor. This fee will reduce the amount otherwise payable to an investor on the redemption or the transfer.

The short-term trading fees will not apply to automatic redesignations or switches of Units of one Series of the Fund as Units of another Series of the Fund, as described in this Simplified Prospectus, or in the case of certain redemptions including:

- those initiated by Hazelview (including as part of a fund reorganization or merger) or by the Fund or another investment fund or by a segregated fund or another investment product which has been approved by Hazelview;
- in the case of what Hazelview, in its discretion, considers a special circumstance, such as the death of a Unitholder or a hardship situation; and
- those relating to Units received on the reinvestment of distributions.

Despite these restrictions and our monitoring attempt to deter short-term trading, we cannot ensure that such trading will be completely eliminated. We may reassess what is adverse short-term trading in the Fund at any time and may charge or exempt transactions from these fees in our sole discretion.

FEES AND EXPENSES

What expenses are payable by investors and by the Fund?

This table lists the fees and expenses that you may have to pay if you invest in the Fund. You may have to pay some of these fees and expenses directly. The Fund may have to pay some of these fees and expenses plus any applicable goods and services tax (“**GST**”), harmonized sales tax (“**HST**”) (made up of the 5% federal part and the applicable provincial part) and provincial sales taxes including provincial value-added taxes (“**PST**”), which will therefore reduce the value of your investment in the Fund.

FEES AND EXPENSES PAYABLE BY THE FUND

As compensation for providing certain management services to the Fund, as further described below, the Manager is entitled to receive an annual management fee from the Fund in respect of each Series of the Fund, except Series I. The management fee is expressed as a percentage of the daily Series NAV of the Series. The management fee for each Series of the Fund is as follows:

Management Fees	Series A or Series T6.5	Series F or Series FT6.5	Series F85 or Series F85T6.5	Series I
	1.90 %	0.90%	0.85%	Nil*
	<p>In exchange for management fees, the Manager provides certain services to the Fund, including but not limited to:</p> <ul style="list-style-type: none"> • the day-to-day management of the Fund; • the payment of trailing commissions and other forms of compensation to your dealer in connection with the distribution of Units; • marketing advice and assistance to registered dealers selling Units; • arranging for custodial services; • the making of investment portfolio decisions and the execution of portfolio transactions; • dealing with the purchase and redemption of Units; • the negotiation of contractual arrangements with third-party service providers, including the custodian, auditor and legal counsel, as well as supervision of such service providers; • the provision of office accommodation, personnel, stationery, office supplies, internal accounting and audit services in respect of the operations of the Fund; • the maintenance of Fund accounting records; • the preparation of, or arranging for, the preparation and filing of any prospectus documents, continuous disclosure documents, financial statements, income tax returns and forms of financial and accounting information required by the Fund; and • the monitoring of compliance with applicable regulatory requirements. <p>To encourage large purchases in the Fund, we may reduce the management fee that we would otherwise be entitled to receive from the Fund. The amount of any management fee reduction is negotiable and distributed to the investor for whose benefit the fees were reduced by the Fund (the “Management Fee Distribution”). We may reduce the management fee on consideration of several factors, including the size of the investment, the expected level of account activity and the assets under administration.</p> <p>Management Fee Distributions of the Fund will be paid first out of the net income of the Fund then out of capital gains of the Fund and thereafter out of capital.</p> <p>All Management Fee Distributions are automatically reinvested in additional Units of the Fund. The income tax consequences of a Management Fee Distribution will generally be borne by the Unitholder who receives such distribution. (See <i>Income Tax Considerations for Investors</i> on page 18).</p> <p>We may choose to absorb or waive some of the management fees incurred by the Fund. However, we are not required to do so, and we may discontinue this practice at any time and without notice to Unitholders.</p>			

<p>Operating Expenses</p>	<p>In addition to the management fee and applicable GST/HST and PST that is payable by the Fund, the Fund is required to pay its operating expenses which include expenses directly related to portfolio transactions, brokerage commissions, custodial, Unitholder record keeping and Unitholder communication charges, legal and audit expenses and applicable GST/HST and PST as well as any taxes and interest related to the operation of the Fund.</p> <p>We allocate operating expenses incurred for the benefit of two or more Series of Units offered proportionately among the relevant Series of Units. Operating expenses that are specific to a Series are allocated to that Series. Certain operating expenses are subject to applicable taxes.</p> <p>The Manager may, in its sole discretion pay on behalf of the Fund, a portion of the operating expenses otherwise payable by the Fund. The payment of operating expenses, on behalf of the Fund, may be terminated at any time by the Manager, at its discretion, or may be continued indefinitely by the Manager, at its discretion.</p> <p>Each member of the IRC will receive an annual retainer of \$12,000, and the chair of the IRC will receive an annual retainer of \$14,000, plus expenses for each meeting, if applicable. These fees and expenses, plus associated legal and insurance costs, are allocated among all of the funds managed by the Manager equally.</p>
<p>Fees related to underlying funds</p>	<p>The Fund may purchase securities of exchange-traded funds that qualify as mutual funds under applicable securities laws (“underlying funds”). There are fees and expenses payable by the underlying funds in addition to the fees and expenses payable by the Fund. No management fees or incentive fees are payable by the Fund that, to a reasonable person, would duplicate a fee payable by the underlying fund for the same service. No sales fees or redemption fees are payable by the Fund in relation to its purchases or redemptions of securities of the underlying fund that, to a reasonable person, would duplicate a fee payable by an investor in the Fund. The Fund will not invest in securities of underlying funds managed by us or our affiliates if any sales fees or redemption fees are payable by the Fund in respect of such investments.</p>

*The Fund does not pay a Management Fee in respect of Series I Units because Series I investors negotiate and pay a separate annual fee directly to us of up to 1.00% of the daily NAV of the Series I Units they hold.

FEES AND EXPENSES PAYABLE DIRECTLY BY YOU

<p>Initial Sales Charge</p>	<p>A sales commission of up to 5.00% of the amount invested will be payable by investors purchasing Series A Units or Series T6.5 Units of the Fund. You can negotiate this fee with your dealer. No sales commissions will be payable in respect of the Series F Units, Series F85 Units, Series FT6.5 Units, Series F85T6.5 Units or Series I Units of the Fund.</p>
<p>Short-term Trading Fees</p>	<p>If a Unitholder redeems or transfers Units of the Fund within 90 days of purchase or transfer the Unitholder may be subject to a short-term trading fee of 2% of the amount redeemed or transferred. This amount will be retained by the Fund, and not by the Manager or any distributor. This fee will reduce the amount otherwise payable to a Unitholder on redemption or transfer. A redesignation of Units of one Series of the Fund as Units of another Series of the Fund does not constitute a redemption or transfer and is not subject to short-term trading fees.</p>
<p>Switch Fee</p>	<p>You may have to pay your dealer a switch fee of up to 2% of the NAV of the Units being switched. You can negotiate this fee with your dealer.</p>
<p>Other Fees and Expenses</p>	<ul style="list-style-type: none"> - \$50 plus GST or HST to replace lost statements - \$25 plus GST or HST to replace lost tax reporting forms - \$25 plus GST or HST for dishonoured cheques or insufficient funds - \$25 plus GST or HST for wire transfer fees

DEALER COMPENSATION

Fees paid to dealers

SALES COMMISSIONS

When you buy Series A Units or Series T6.5 Units of the Fund, you may pay your dealer a fee that you negotiate at the time of purchase. The fee, referred to as a sales commission, is up to 5% of the amount invested (up to \$50 for each \$1,000 invested). You can pay this amount directly to your dealer, or it can be deducted from the amount you invest in the Series A Units or Series T6.5 Units of the Fund, as applicable, and paid to your dealer in the form of a commission. You do not pay your dealer any sales commissions and no amount of sales commission is deducted from your investment for Series F Units, Series F85 Units, Series FT6.5 Units, Series F85T6.5 Units or Series I Units.

TRAILING COMMISSIONS

We pay trailing commissions to brokers, for Series A Units and Series T6.5 Units of the Fund that you purchase, or previously purchased, through your brokerage account. Trailing

INCOME TAX CONSIDERATIONS

The following is a general summary of the Canadian federal income tax considerations to the Fund and to you of distributions from the Fund and dispositions by you of Units of the Fund. This summary applies to individuals (other than trusts) who, at all relevant times, for the purposes of the Tax Act, are residents of Canada, deal at arm's length and are not affiliated with the Fund, and hold Units of the Fund directly as capital property or in a registered plan.

The summary is based upon the current provisions of the Tax Act, the regulations made under the Tax Act (the "**Regulations**"), proposals to amend the Tax Act and the Regulations publicly announced by, or on behalf of, the Minister of Finance prior to the date hereof (the "**Tax Proposals**") and the administrative practices and policies of the Canada Revenue Agency ("**CRA**") published by it in writing. This summary does not otherwise take into account or anticipate any change in law or administrative practice, whether by legislative, regulatory, administrative or judicial action.

commissions are paid by the Manager, out of the Manager's fees earned from the Fund. We may pay your broker an annual trailer commission of up to 1% of the value of your Series A Units or Series T6.5 Units of the Fund for ongoing services provided to you by your broker. We do not pay trailing commissions for Series F Units, Series F85 Units, Series FT6.5 Units, Series F85T6.5 Units or Series I Units. You and your dealer may negotiate an account service fee in respect of Series F Units, Series F85 Units, Series FT6.5 Units, Series F85T6.5 Units and Series I Units to be paid directly by you.

Sales Incentive Programs

We may contribute to direct costs incurred by registered dealers of the Fund which relate to marketing or educational events, so long as such contributions are in compliance with National Instrument 81-105 – *Mutual Fund Sales Practices*. Other than the foregoing and sales charges and trailing commissions, we do not pay sales incentives of any kind.

The Fund currently qualifies as a "mutual fund trust" as defined in the Tax Act and intends to continue to so qualify at all times. This summary assumes that the Fund will continue to qualify as a mutual fund trust for tax purposes at all times and will comply with its investment restrictions at all times.

The summary is general in nature. It is not intended to be legal or tax advice to any particular investor. Consult your own tax advisor with respect to the tax implications of purchasing, holding and redeeming Units of the Fund.

Income Tax Considerations for the Fund

In each taxation year of the Fund, the net income and net realized capital gains, if any, of the Fund, as would otherwise be taxable in the Fund, will generally be distributed to Unitholders. Consequently, the Fund will not be liable for income tax under Part I of the Tax Act for a taxation year. Distributions will be paid in cash or by reinvestment in additional Units. Losses incurred by the Fund cannot be allocated to

Unitholders but may, subject to certain limitations and to the extent not utilized in the year incurred, be deducted by the Fund in subsequent years.

In determining the income of the Fund, gains or losses realized on the disposition of securities held as capital property will constitute capital gains or capital losses. Securities will generally be considered to be held by the Fund as capital property unless the Fund is considered to be trading or dealing in securities, or otherwise carrying on a business of buying and selling securities, or has acquired the securities in a transaction or transactions considered to be an adventure in the nature of trade.

Hazelview has advised that the Fund will purchase securities (other than derivative instruments) with the objective of earning income thereon and will take the position that gains and losses realized on the disposition on these securities are capital gains and capital losses. See the discussion on the “Capital Gains Amendments” below for recent Tax Proposals that may impact the taxation of capital gains or capital losses for the Fund.

Where currency hedging transactions are sufficiently linked to securities owned by the Fund, gains and losses on such transactions will be treated as capital gains and capital losses. Gains and losses from other derivative transactions will, for tax purposes, generally be on income account rather than capital account. The Fund reports the returns earned from writing and holding options relating to capital property on capital account in accordance with the CRA’s administrative position.

Currently, one-half of the amount of any capital gain (a “**taxable capital gain**”) realized by the Fund in a taxation year must be included in computing the Fund’s income for the year, and one-half of the amount of any capital loss (an “**allowable capital loss**”) realized by the Fund in a taxation year may be deducted against any taxable capital gains realized by the Fund in the year. Any excess of allowable capital losses over taxable capital gains for a taxation year may be deducted against taxable capital gains realized by the Fund in any of the three preceding taxation years or in any subsequent taxation year to the extent and under the circumstances described in the Tax Act. For capital gains realized on or after June 25, 2024, Tax Proposals in the Federal Budget released on April 16, 2024 (the “**Capital Gains Amendments**”) would generally increase the capital gains inclusion rate from one-half to

two-thirds for corporations and trusts (including the Fund). Under the Capital Gains Amendments, two-thirds of capital losses realized prior to 2024 will be deductible against capital gains included in income at the two-thirds inclusion rate such that a capital loss will offset an equivalent capital gain regardless of the inclusion rate. Legislation to implement the Capital Gains Amendments has not been released. The Manager is monitoring developments with respect to the Capital Gains Amendments and how they will impact investment funds, such as the Fund. See discussion of the Capital Gains Amendments below under *Income Tax Considerations for Investors – Units Held Outside a Registered Plan* for further information on the impact of these Tax Proposals on certain investors.

The Fund must compute its net income and net realized capital gains in Canadian dollars for the purposes of the Tax Act. Consequently it may realize income or capital gains by virtue of changes in the value of a foreign currency relative to the Canadian dollar.

The “suspended loss” rules in the Tax Act may prevent the Fund from recognizing capital losses on the disposition of securities in certain circumstances, which may increase the amount of net realized gains of the Fund to be paid to investors.

Income Tax Considerations for Investors

HOW YOUR INVESTMENT CAN GENERATE INCOME

Your investment in a fund can generate income for tax purposes in two ways:

- **Distributions.** When a fund earns net income from its investments or realizes a net capital gain by selling securities, it may pass these amounts on to you as a distribution.
- **Capital gains (or losses).** You will realize a capital gain (or loss) when you sell or switch your Units of a fund for more (or less) than you paid for them. Generally, you will not realize a capital gain (or loss) when you change or switch your Units of one series to Units of another series of the same fund.

HOW YOUR INVESTMENT IS TAXED

The tax you pay on your mutual fund investment depends on whether you hold your Units of a fund in a registered plan or in a non-registered account.

UNITS HELD IN A REGISTERED PLAN

Units of the Fund are qualified investments under the Tax Act for registered retirement savings plans, registered retirement income funds, registered education savings plans, registered disability savings plans, tax-free savings accounts, first home savings accounts and deferred profit sharing plans (“**Registered Plans**”). Annuitants of registered retirement savings plans and registered retirement income funds, holders of registered disability savings plans, tax-free savings accounts and first home savings accounts, and subscribers of registered education savings plans should consult their own advisors as to whether Units would be a “prohibited investment” for their registered retirement savings plan, registered retirement income fund, registered disability savings plan, tax-free savings account, first home savings account or registered education savings plan having regard to their circumstances.

Income and capital gains received from the Fund on Units of the Fund held in a Registered Plan, and capital gains realized on redeeming or otherwise disposing of such Units, will generally be sheltered from tax until you withdraw amounts from the Registered Plan. Amounts withdrawn from a Registered Plan (other than from a tax-free savings account, contributions withdrawn from a registered education savings plan and certain withdrawals from a registered disability savings plan and first home savings account) will generally be subject to tax.

UNITS HELD OUTSIDE A REGISTERED PLAN

If you hold Units of the Fund outside a Registered Plan, you must include in your income the net income and the taxable portion of any net capital gains payable to you by the Fund (including Management Fee Distributions), whether paid in cash or by reinvestment in additional Units. If distributions by the Fund in any year exceed your share of the net income and net realized capital gains of the Fund for the year, the excess amount paid to you is known as a return of capital and will not be included in your income but will reduce the adjusted cost base of your Units of the Fund by the excess amount.

To the extent applicable, the Fund intends to make designations to ensure that the maximum portion of its dividends from taxable Canadian corporations, foreign income, net realized capital gains and foreign creditable tax will be received by Unitholders as dividends from taxable Canadian corporations, foreign income or taxable capital gains, as the case may be, or deemed to be paid by Unitholders in the case of foreign creditable tax.

When you purchase Units of the Fund, a portion of the price you pay may reflect income and/or capital gains that the Fund has accrued, earned or realized, but not yet distributed. When these amounts are paid to you, you must include them in your income for tax purposes subject to the provisions of the Tax Act, even though the Fund earned these amounts before you owned the Units and may have been reflected in the price you paid for the Units. This could be particularly significant if you purchase Units of the Fund late in the year, or on or before the date on which a distribution is paid. A distribution reduces the Fund’s Series NAV per Unit.

The higher the Fund’s portfolio turnover rate in a year, the greater the trading costs payable by the Fund in the year and the greater the chance that you will receive a distribution of capital gains. Gains realized by the Fund are generally offset by any losses realized on its portfolio transactions. There is not necessarily a relationship between a high turnover rate and the performance of the Fund.

If you redeem or otherwise dispose of, or are deemed to dispose of, Units of the Fund, a capital gain (or a capital loss) will generally be realized to the extent that the proceeds of disposition of the Units exceed (or are exceeded by) the aggregate of the adjusted cost base to you of the Units and reasonable costs of disposition. Subject to the Capital Gains Amendments, one-half of a capital gain must be included in computing your income under the Tax Act as a taxable capital gain. Subject to the Capital Gains Amendments, one-half of a capital loss must be deducted against taxable capital gains in the year of disposition and, subject to certain limitations imposed under the Tax Act, any excess may be carried back three years or forward indefinitely for deduction against taxable capital gains realized in those years.

The Capital Gains Amendments would generally increase the capital gains inclusion rate from one-half to two-thirds for individuals on the portion of

capital gains realized, including capital gains realized indirectly through a partnership or trust (including the Fund), in a taxation year (or in each case the portion of the year beginning on June 25, 2024 in the case of the 2024 taxation year) that exceed \$250,000. Under the Capital Gains Amendments, two-thirds of capital losses realized prior to 2024 will be deductible against capital gains included in income at the two-thirds inclusion rate such that a capital loss will offset an equivalent capital gain regardless of the inclusion rate. Legislation to implement the Capital Gains Amendments has not been released. Investors who may be subject to the increased inclusion rate for capital gains as a result of the Capital Gains Amendments should consult their own tax advisors.

A redesignation of Units of a Series into Units of another Series does not result in a disposition of the Units redesignated for tax purposes.

Your adjusted cost base must be determined separately for each series of Units you own in the Fund. The total adjusted cost base of your Units of a series of the Fund is calculated as follows:

Your initial investment in Units
+ the cost of any additional purchases
+ reinvested distributions (including returns of capital and Management Fee Distributions)
- any distributions that were a return of capital
- the adjusted cost base of Units you previously switched, converted or redeemed
<hr/>
= adjusted cost base

The adjusted cost base of a Unit is simply the adjusted cost base of your total investment in Units of a series of the Fund divided by the total number of such Units of the Fund held by you. You should keep detailed records of the purchase cost and distributions related to your Fund Units.

Individuals are subject to an alternative minimum tax. Dividends from taxable Canadian corporations and capital gains distributed to or realized by you may give rise to liability for such minimum tax. If enacted as proposed, certain Tax Proposals to the alternative minimum tax for taxation years that begin after 2023, will increase the alternative minimum tax rate, broaden the tax base, and raise the exemption for individuals.

You should consult your own tax advisor with respect to the deductibility of fees paid to the Manager in respect of Series I Units.

If you dispose of Units of the Fund and you, your spouse or another person affiliated with you (including a corporation controlled by you) has acquired Units of the Fund within 30 days before or after you dispose of your Units (such newly acquired Units being considered “substituted property”), your capital loss may be deemed to be a “superficial loss”. If so, you will not be able to recognize the loss and it would be added to the adjusted cost base to the owner of the Units which are “substituted property”.

Investors should consult their tax advisors about their particular circumstances.

In each year, we will issue you a tax slip which sets out each type of income and return of capital the Fund has distributed to you in the preceding calendar year. You can claim any tax credits that apply to that income.

Enhanced Tax Information Reporting

The Fund has due diligence and reporting obligations under the Foreign Account Tax Compliance Act (as implemented in Canada by the Canada-United States Enhanced Tax Information Exchange Agreement and Part XVIII of the Tax Act, collectively “**FATCA**”) and the OECD’s Common Reporting Standard (as implemented in Canada by Part XIX of the Tax Act, “**CRS**”). Generally, Unitholders (or in the case of certain Unitholders that are entities, the “**controlling persons**” thereof) will be required by law to provide their advisor or dealer with information related to their citizenship and tax residence and, if applicable, their foreign taxpayer identification number. If a Unitholder (or, if applicable, any of its controlling persons) is (i) identified as a U.S. person (including a U.S. resident or U.S. citizen); (ii) is identified as a tax resident of a country other than Canada or the U.S.; or (iii) does not provide the required information and indicia of U.S. or non-Canadian status is present, information about the Unitholder (or, if applicable, its controlling persons) and their investment in the Fund will generally be reported to the CRA unless the Units are held within a Registered Plan other than, for the purposes of the due diligence and reporting obligations under CRS, a first home savings account (“**FHSA**”). The CRA will provide that information to, in the case of FATCA, the U.S. Internal Revenue Service (the “**IRS**”) and in the case of CRS, the relevant tax authority of any country that is a signatory of the Multilateral Competent Authority Agreement on Automatic

Exchange of Financial Account Information or that has otherwise agreed to a bilateral information exchange with Canada under CRS.

Based on the current administrative position of the CRA and certain Tax Proposals, FHSAs are currently not required to be reviewed, identified or reported to the CRA under CRS.

WHAT ARE YOUR LEGAL RIGHTS?

Under securities law in some provinces and territories, you have the right to withdraw from an agreement to buy Units of the Fund within two business days of receiving the Simplified Prospectus or Fund Facts, or to cancel your purchase within 48 hours of receiving confirmation of your order.

In some provinces and territories, you also have the right to cancel an agreement to buy Units of the Fund and get your money back, or to make a

claim for damages, if the Simplified Prospectus, Fund Facts or financial statements misrepresent any facts about the Fund. You must act within the time limits set by law in the applicable province or territory.

For more information, refer to the securities legislation of your province or territory or ask a lawyer.

EXEMPTIONS AND APPROVALS

As of the date of this Simplified Prospectus, neither the Manager or the Fund rely on any exemptions from, or approvals in relation to, NI 81-101, NI 81-102, NI 81-105 or National Policy Statement No. 39.

CERTIFICATE OF THE FUND, MANAGER AND PROMOTER OF THE FUND

Dated: May 31, 2024

This Simplified Prospectus and the documents incorporated by reference into the Simplified Prospectus, constitute full, true and plain disclosure of all material facts relating to securities offered by the Simplified Prospectus, as required by the securities legislation of each of the provinces and territories of Canada and do not contain any misrepresentations.

Hazelview Securities Inc., as trustee, manager and promoter of the Fund:

(Signed) "Ugo Bizzarri"

Ugo Bizzarri
Chief Executive Officer

(Signed) "Gigi Wong"

Gigi Wong
Chief Financial Officer

On behalf of the Board of Directors of Hazelview Securities Inc., as trustee, manager and promoter of the Fund:

(Signed) "Cameron Goodnough"

Cameron Goodnough
Director

(Signed) "Carrie Morris"

Carrie Morris
Director

SPECIFIC INFORMATION ABOUT THE HAZELVIEW GLOBAL REAL ESTATE FUND

WHAT IS A MUTUAL FUND AND WHAT ARE THE RISKS OF INVESTING IN A MUTUAL FUND?

What is a mutual fund?

A mutual fund is a pool of assets that is invested by a professional investment manager on behalf of a large group of people who have a common investment objective. The investment manager invests the assets in the securities of a variety of different issuers depending on the investment objectives of the fund and if the investments are profitable, all members of the group share in the profits. If the investments made by the investment manager are not profitable, all members of the group share in the losses. A mutual fund provides the investing public with access to the services and expertise of a professional investment manager which would not otherwise be readily available to them. It also allows investors to diversify their investments across a broader array of holdings than is normally possible with individual securities.

What is a unit?

In Canada, the pool of assets that comprise a mutual fund is generally held in a trust known as a mutual fund. When an investor wishes to have money managed by an investment professional, he or she purchases an interest, known as a unit, in a mutual fund. The money used to purchase Units becomes part of the pool of assets that are invested by the mutual fund's investment manager. A mutual fund company maintains a record of the number of Units purchased by each investor in a mutual fund. The more money you invest in a mutual fund, the more Units you acquire. The more Units you acquire, the greater your interest in the mutual fund's profits or losses.

What do mutual funds invest in?

Mutual funds invest in a variety of different securities which can include treasury bills, government bonds, commercial paper, corporate debt and the common or preferred shares of domestic and foreign companies. Each mutual fund has its own investment objective which dictates the types of securities that may be acquired by the mutual fund's investment manager.

Why should I own a mutual fund?

There are two principal reasons for owning a mutual fund.

PROFESSIONAL MANAGEMENT.

First, professional investment managers invest money on a full-time basis and therefore have a level of expertise that the general public does not have. Because investment management is their full-time job, you do not have to spend the time making investment decisions on your own. Professional investment managers are also more efficient in gathering and assessing information and research that isn't readily available to individual investors.

DIVERSIFICATION.

Second, professional investment management facilitates the ownership of a broad range of securities. This is known as diversification. The more diversified a portfolio is, the less likely it will be affected by changes, up or down, in the value of any one individual security included in the portfolio.

What are the risks associated with mutual funds?

The amount of your investment in the Fund is not guaranteed. Unlike bank accounts or guaranteed investment certificates ("GICs"), mutual fund Units are not insured by the Canada Deposit Insurance Corporation or any other government deposit insurer.

Mutual funds own different types of investments, depending upon their investment objectives. The value of these investments will change from day to day, reflecting changes in interest rates, economic conditions, and market and company news. If the value of the securities purchased by the mutual fund goes up, the value of a unit of the mutual fund goes up. Similarly, if the value of the securities purchased by the mutual fund goes down, the value of a unit of the mutual fund goes down. As a result, the value of your investment

in a mutual fund may be more or less when you redeem it than when you purchased it.

Like other securities, the value of a unit of a mutual fund can decrease at any time for a number of reasons including the following:

MARKET RISK.

Mutual funds hold many securities and the prices of those securities can go up or down. Prices of securities in which the Fund invests can decrease, sometimes rapidly or unpredictably, because of factors such as general market conditions, including real or perceived economic developments or real or perceived expected changes in interest rates, credit quality, inflation or currency rates and changes in the business and affairs of the companies that issue the securities.

Global financial markets can be highly correlated and one or more markets can be materially impacted by political developments, war, acts of terrorism, economic, social, environmental or health crises. Historically, these types of events have affected investment sentiment and caused sporadic volatility in global markets. Such effects may be unevenly distributed across sectors, businesses, and national economies. Any slowdown in business activity may negatively impact liquidity. In addition, solvency concerns can be exacerbated if the situation results in working capital lines being blocked, financial covenants being breached, events of default occurring and/or the triggering of termination payments or other contingent liabilities for non-performance. Such negative changes in the global financial markets, or the national or regional economies in which any of the Fund's investments do business, may therefore in turn have a material adverse effect on the business of the Fund or the business of any of its investments.

Sometimes investors worry that companies that issue debt securities such as bonds may run into financial problems and be unable to pay their debts which causes the price of the debt securities to fall. Funds that invest primarily in company shares have generally been the most sensitive to price changes, but fixed-income funds are also subject to price volatility.

EQUITY RISK.

Equities such as common shares give the holder part ownership in a company. The value of an equity security changes with the fortunes of the

company that issued it. General market conditions and the health of the economy as a whole can also affect equity prices. Equity-related securities that provide indirect exposure to the equity securities of an issuer, such as convertible debentures, can also be affected by equity risk. Present economic conditions may adversely affect domestic and global companies and the pricing of their securities. Further continued volatility or illiquidity could impair materially the profitability of these issuers.

CREDIT RISK.

Investments in bonds and debentures expose a mutual fund to the credit risk of the underlying issuer including the risk of default on interest and principal and the risk that the credit ratings of such issuers may be downgraded in certain circumstances. Certain of the bonds and debentures may be regarded as predominantly speculative with respect to the issuers' continuing ability to meet principal and interest payments. They may be more susceptible to real or perceived adverse economic and competitive industry conditions than higher rated securities. The markets on which lower rated bonds and debentures are traded may be less liquid than the markets for investment grade rated securities. During periods of thin trading in these markets, this spread between bid and ask prices is likely to increase significantly and a mutual fund may have difficulty selling such securities. In addition, real or anticipated changes in the credit ratings on bonds and debentures held by mutual funds may affect the market value of such bonds and debentures.

RISKS RELATING TO REAL ESTATE.

The Fund will invest primarily in the securities of issuers active in the real estate sector. The assets, earnings and value of securities of issuers involved in the real estate sector are influenced by a number of different factors including economic cycles, inflation, the cost of capital available to real estate issuers, the level of short and long-term interest rates, the timing of increases in supply, consumer confidence, investor confidence in competing asset classes, demographic trends, the policies of various levels of governments and the economic well-being of industries such as retail and tourism.

Real estate issuers generally are subject to certain risks related to their direct ownership of real estate. Real property investments are affected by general economic conditions, local real estate markets, supply and demand for

leased premises, competition for other available premises and various other factors. The value of real property and any improvements thereto may also depend on the credit and financial stability of the tenants and upon the vacancy rates of the underlying property portfolio.

There are certain types of risks relating to the ownership of real estate, generally of a catastrophic nature, such as wars, terrorism or environmental contamination, which may be either uninsurable or not insurable on an economically viable basis. In addition, environmental laws may render a real estate issuer liable for the costs of removal of certain hazardous substances and the remediation of certain hazardous locations.

Real estate ownership may also require certain significant expenditures, including property taxes, maintenance costs, mortgage payments, insurance costs and related charges regardless of whether property is producing income.

INTEREST RATE RISK.

Changes in interest rates have an impact on a range of investments. The prices of fixed-income investments such as treasury bills and bonds tend to fall when interest rates go up. On the other hand, they tend to rise when interest rates are falling. Longer-term bonds and strip bonds are generally more sensitive to interest rate changes.

INVESTMENT TRUST RISK.

The Fund may invest in real estate, royalty, income and other investment trusts which are investment vehicles in the form of trusts rather than corporations. To the extent that claims against an investment trust are not satisfied by the trust, investors in the investment trust, including the Fund investing in the trust, could be held liable for such obligations. Investment trusts generally seek to make this risk remote by including provisions in their agreements that the obligations of the investment trust will not be binding on investors personally. However, investment trusts could still have exposure to damage claims such as personal injury and environmental claims. Certain jurisdictions have enacted legislation to protect investors in investment trusts from the possibility of such liability.

EXCHANGE-TRADED FUND RISK.

The Fund may make limited investments in exchange-traded funds (“ETFs”) as part of its investment strategies. Most ETFs are mutual funds whose units are purchased and sold on a securities exchange. An ETF is a portfolio of securities that is generally designed to track a particular market segment or index. If it tracks a particular market segment, such as real estate or precious metals equities, its value will fluctuate with the value of the particular market segment it tracks. There are, however, ETFs that are actively managed like any other mutual fund and will have similar risks as a mutual fund, plus an additional risk resulting from trading on a stock exchange.

Investing in an ETF generally carries the same major risks as investing in any conventional fund (i.e., one that is not exchange-traded) that has the same investment objective, strategies and policies. It is important to be aware that the value of an ETF can go up or down, and a fund that invests in an ETF can lose money.

Some ETFs employ leverage, which involves borrowing money to increase the size of the investment. This strategy can magnify the risk associated with the underlying market segment or index.

An ETF may fail to accurately track the market segment or index that underlies its investment objective. In addition, an ETF may not be actively managed. Thus, the ETF might not sell a security when the security’s issuer is in financial trouble, unless that security is actually removed from the applicable index being replicated. As a result, the performance of an ETF may be lower than the performance of an actively managed fund.

As with traditional mutual funds, ETFs charge asset-based fees. If a Fund invests in ETFs, it will indirectly pay a proportionate share of that ETF’s asset-based fees.

Moreover, ETFs are subject to the following risks that do not apply to conventional funds:

- The market price of the ETF’s units may trade at a premium or a discount to their NAV.
- An active trading market for an ETF’s units may not develop or be maintained.

- The requirements of the exchange needed to maintain the listing of an ETF may change or may no longer be met.

CURRENCY RISK.

When a mutual fund buys securities that are denominated in currencies other than Canadian dollars, it can lose money if there is an adverse change in the exchange rate for the foreign currency. This can add volatility to a portfolio that purchases securities denominated in foreign currencies.

ESG INVESTING RISK.

An investment process incorporating environmental, social and governance (“ESG”) considerations may result in the Fund directly or indirectly investing in securities or industry sectors that underperform the market as a whole. In addition, securities selected for inclusion in the Fund’s portfolio may not always exhibit positive or favourable ESG characteristics and may shift into and out of a particular ESG classification depending on market and economic conditions. Investors may also differ in their views of what constitutes positive and negative ESG characteristics. As a result, the Fund may directly or indirectly invest in sectors and/or issuers that do not reflect the beliefs and values of any particular investor.

FOREIGN ISSUER RISK.

There may be a greater risk of loss from investments made in the securities of foreign issuers because there may be less information available about foreign issuers relative to the information that is available about Canadian and U.S. issuers. Many foreign issuers are not subject to the extensive accounting, auditing, financial reporting and other disclosure requirements which apply in Canada and the United States.

Investment income received by the Fund from sources within foreign countries may be subject to foreign income tax withheld at the source. Any foreign withholding taxes could reduce the Fund’s distributions paid to you. Canada has entered into tax treaties with certain foreign countries which may entitle the Fund to a reduced rate of tax on such income. Some countries require the filing of a tax reclaim or other forms to receive the benefit of the reduced tax rate. Whether or when the Fund will receive the tax reclaim is within the control of the particular foreign country. Information required on these forms may not be

available (such as Unitholder information); therefore, the Fund may not receive the reduced treaty rates or potential reclaims. Certain countries have conflicting and changing instructions and restrictive timing requirements which may cause the Fund not to receive the reduced treaty rates or potential reclaims. Certain countries may subject capital gains realized by the Fund on sale or disposition of certain securities to taxation in that country. In some instances it may be more costly to pursue tax reclaims than the value of the benefits received by the Fund. If the Fund obtains a reclaim of foreign taxes, the NAV of the Fund will not be restated and the amount of the reclaim will remain in the Fund to the benefit of the then-existing unitholders.

DERIVATIVES RISK.

From time to time the Fund may use derivatives as permitted by Canadian securities regulatory authorities and provided their use is consistent with the investment objectives and strategies of the Fund. The Fund may use derivatives for both hedging and non-hedging purposes.

When using derivatives for hedging purposes, the Fund seeks to offset or reduce a specific risk associated with all, or a portion, of an existing investment or position, or group of investments or positions. The Fund’s hedging activity may therefore involve the use of derivatives to manage interest rate risk; reduce the Fund’s exposure to underlying interests such as securities, indices and currencies; and enhance liquidity.

The Fund may also use derivatives for non-hedging purposes to gain exposure to underlying interests, such as individual securities, asset classes, indices, currencies, market sectors and markets, without having to invest directly in such underlying interests; to reduce transaction costs; and to expedite changes to the Fund’s investment portfolio. While derivatives are being used by the Fund for non-hedging purposes, the Fund must generally hold cash, the interest underlying the derivative and/or a right or obligation to acquire such underlying interest in sufficient quantities to permit the Fund to meet its derivative obligations without recourse to the other assets of the Fund.

A derivative is an investment that bases its value on the value of another kind of investment, like a stock, bond, currency or market index. Derivatives usually take the form of a contract with another party to buy or sell the underlying

investment at a later time. Here are some examples of derivatives:

- *Options.* Owning an option gives the owner the right to buy or sell an asset like a security or currency at a set price and a set time. The owner can choose not to go ahead with the deal, although the other party must complete the deal if the owner wishes. The other party - the seller - gets a cash payment called a premium for agreeing to give the owner the option.

Selling an option gains the seller the premium and obliges the seller to buy or sell an asset like a security or currency at the set price and a set time. The other party - the owner - can choose whether to complete the purchase or sale of the underlying item.

- *Forward contracts.* In a forward contract, the parties agree today to buy or sell things like securities or currencies at a set price and a set time in the future. The parties have to complete the deal by receiving or delivering what they have bought and sold or making or receiving an equivalent cash payment, even if the market price of the securities or currencies has changed by the time the deal closes.

- *Futures contracts.* A futures contract works much like a forward contract, except the price is set through trading on an exchange.

- *Swaps.* With a swap agreement, the parties agree to exchange, or “swap”, payments. The payments the parties make are based on an agreed underlying amount, like the value of a bond. Each party’s payments are calculated differently. For example, one party’s payments may be based on a floating percentage of the value of the bond, while the other party’s payments may be based on a fixed percentage of the value of the bond.

- *Debt-like securities.* With a debt-like security, the amount of principal or interest (or both) that the owner receives goes up or down depending on whether there is an increase or decrease in the value of an agreed underlying interest, such as a share.

You accept a number of risks when we use derivatives for investment purposes. Here are some of the most common ones:

- there’s no guarantee that the Fund will be able to buy or sell a derivative at the right time to make a profit or limit a loss,

- there’s no guarantee that the other party in the contract will live up to its obligations,
- if the other party the Fund is dealing with goes bankrupt, the Fund could lose any deposits that were made as part of the contract,
- if the derivatives are being traded on foreign markets, it may be more difficult and take longer to complete a deal. Foreign derivatives can also be riskier than derivatives traded on North American markets,
- securities exchanges could set daily trading limits on options and futures contracts. This could prevent the Fund from completing an options or futures deal, making it impossible to make a profit or limit a loss, and
- the Tax Act, or its interpretation, may change in respect of the income tax treatment of derivatives.

In addition, while using derivatives for hedging may have its benefits, hedging has its own additional risks. Here are some of them:

- there’s no guarantee that a hedging strategy will always work,
- a derivative would not always offset a drop in the value of a security, even if it has usually worked out that way in the past,
- hedging does not prevent changes in the prices of the securities in the Fund’s portfolio, or prevent losses if the prices of the securities go down,
- hedging can also prevent the Fund from making a gain if the value of the currency, stock, or bond goes up,
- the Fund might not be able to make a deal to hedge against an expected change in a market if most other people are expecting the same change, and
- hedging may be costly.

SHORT SELLING RISK.

The Fund may engage in a limited amount of short selling. A "short sale" is where the Fund borrows securities from a securities lender and then sells the securities in the open market (or "sells short" the securities). The proceeds from the short sale are deposited with the lender as collateral and the Fund pays compensation to the lender for the securities it has borrowed. At a later date, the same number of securities are repurchased by the Fund and returned to the securities lender in exchange for the collateral. If the value of the securities decreases between the time that the Fund sells the borrowed securities and the time it repurchases and returns the securities to the lender, the Fund makes a profit on the difference (less the compensation the Fund is required to pay to the lender). Short selling involves certain risks. There is no assurance that securities will decrease in value during the period of the short sale enough to offset the interest paid by the Fund and make a profit for the Fund, and securities sold short may instead increase in value. The Fund may also experience difficulties repurchasing and returning the borrowed securities if a liquid market for the securities does not exist. The lender that loaned securities to the Fund may go bankrupt and the Fund may lose the collateral it has deposited with the lender. If the Fund engages in short selling, the Fund will adhere to controls and limits that are intended to offset these risks by short selling only securities for which there is expected to be a liquid market and by limiting the amount of exposure the Fund has to short sales. The Fund also will deposit collateral only with securities lenders that meet certain criteria for creditworthiness and only up to certain limits.

REPURCHASE AND REVERSE REPURCHASE TRANSACTIONS AND SECURITIES LENDING RISK.

The Fund may engage in securities lending, repurchase and reverse repurchase transactions. Under a repurchase transaction, the Fund agrees to sell securities for cash while, at the same time, assuming an obligation to repurchase the same securities for a set amount of cash at a later date. A reverse repurchase transaction is a transaction pursuant to which the Fund buys 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. Securities lending is an agreement whereby the Fund lends securities through an authorized agent in exchange for a fee and a form of acceptable collateral.

There is the risk that the other party to these types of transactions may default under the agreement or go bankrupt. If that happens in a reverse repurchase transaction and the market value of the security has dropped, the Fund may be unable to sell the security at the price it paid plus interest. If that happens in a repurchase or a securities lending transaction, the Fund may suffer a loss if the value of the security it sold or loaned has increased more than the value of the cash or collateral the Fund holds.

To reduce these risks, the Fund requires the other party to one of these transactions to put up collateral. The value of the collateral must be at least 102% of the market value of the security sold (for a repurchase transaction), bought (for a reverse repurchase transaction) or loaned (for a securities lending transaction). The value of the collateral is checked and reset daily. The market value of securities sold under repurchase transactions and loaned under securities lending agreements must not exceed 50% of the Fund's net asset value. This calculation excludes cash held by the Fund for sold securities and collateral held for loaned securities.

SUSPENSION OF REDEMPTIONS RISK.

Under exceptional circumstances a mutual fund may suspend redemptions. See the information under the heading *Can my rights to redeem Units in the Fund be suspended?*

LIQUIDITY RISK.

In some cases, there is a possibility that a mutual fund will not be able to convert its investments to cash when it needs to. Some securities are illiquid because of legal restrictions, the nature of the investment itself, settlement terms, there being a shortage of buyers, or other reasons. Some companies are not well known, have few securities outstanding or can be significantly affected by political and economic events. Securities issued by these companies may be difficult to buy or sell and the value of a fund that buys these securities may rise and fall substantially.

For example, smaller companies may not be listed on the stock market or traded through an organized market. They may be hard to value because they are developing new products or services for which there is not yet an established market or revenue stream. They may have few shares outstanding, so a sale or purchase of shares will have a greater impact on the share price.

Generally, investments with lower liquidity tend to have more dramatic price changes. If the Fund has trouble selling a security, it can lose money or incur extra costs.

LARGE TRANSACTION RISK.

The Fund may have one or more investors who hold a significant number of Units. If one such investor makes a large redemption request, the Fund may be required to sell underlying portfolio assets so that it can meet the redemption obligations. This sale may impact the market value of those portfolio investments and it may potentially impact remaining investors of the Fund. Large redemption requests from one or more investors could force the Fund to terminate. The Fund may agree with a large investor to make part of the redemptions in-kind, by transferring assets of an equal value to the large redeeming investor, if assets of the Fund cannot be sold at advantageous prices without a significant impact to the value of the asset.

CAPITAL DEPLETION RISK.

Series T6.5 Units, Series FT6.5 Units and Series F85T6.5 Units of the Fund aim to make monthly distributions at a target rate. These monthly distributions will generally be comprised, in whole or in part, of return of capital. When we return your capital this reduces the amount of your original investment and may result in the return of the entire amount of your original investment. As is the case with any kind of cash distribution, return of capital that is not reinvested will reduce the NAV of the Fund, which could reduce the Fund's ability to generate future income. You should not draw any conclusions about the Fund's investment performance from the amount of this distribution.

REGULATORY RISK.

Certain companies are subject to the laws, regulations and policies of regulatory agencies, which may have an impact on revenue. At times, governmental permits and approvals are required prior to commencing projects. Any delay or rejection of these proposed plans would hinder the company's growth projections.

SECTOR RISK.

Some mutual funds concentrate their investments in a certain sector or industry in the economy. This allows these mutual funds to focus on that sector's potential, but it also means that they are riskier than mutual funds with

broader diversification. Because securities in the same industry tend to be affected by the same factors, sector-specific mutual funds tend to experience greater fluctuations in price. These mutual funds must continue to follow their investment objectives by investing in their particular sector, even during periods when that sector is performing poorly.

SERIES RISK.

The Fund has fourteen different Series of Units, seven of which are qualified for distribution pursuant to this Simplified Prospectus. In addition to common fees and expenses, each Series has its own fees and expenses, which the Fund tracks separately. These fees and expenses are deducted in the calculation of the Series NAV per Unit. If the Fund cannot pay the expenses of a Series using that Series' share of the Fund's assets, the Fund will pay those expenses out of the other Series' proportionate share of the Fund's assets. This would lower the NAV of each of the other Series of the Fund.

Following a redesignation of Units of one Series of the Fund as Units of another Series of the Fund, the redesignated Units will become subject to the fees and other terms and conditions applicable to the Series to which the Units were redesignated.

TAX RISK.

There can be no assurance that income tax laws and the treatment of mutual funds under the Tax Act will not be changed in a manner which adversely affects the Fund or Unitholders.

The Fund currently qualifies and is expected to continue to qualify as a "mutual fund trust" for purposes of the Tax Act at all material times. If the Fund ceases to qualify as a mutual fund trust under the Tax Act, the income tax considerations described under *Income Tax Considerations* section could be materially and adversely different in certain respects. For example, if the Fund ceases to qualify as a mutual fund trust, Units of the Fund will no longer be qualified investments for Registered Plans. The Tax Act imposes penalties on the annuitant, holder or subscriber of a Registered Plan, as the case may be, for the acquisition and holding of non-qualified investments.

In determining its income for tax purposes, the Fund will treat option premiums received on the writing of covered options and any gains or losses

sustained on closing out such options on capital account in accordance with the CRA's published administrative practice. 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. Accordingly, there is a risk that the CRA may not agree with the tax treatment adopted by the Fund. In such case, the net income of the Fund for tax purposes and the taxable component of distributions to unitholders could increase, and the Fund could be liable for income tax. Any such redetermination by the CRA may also result in the Fund 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 distribution. Such potential liability may reduce NAV or NAV per Unit.

If the Fund experiences a "loss restriction event" (i) it will be deemed to have a year-end for tax purposes (which would result in an allocation of the Fund's taxable income at such time to Unitholders so that the Fund is not liable for income tax on such amounts), and (ii) it will become subject to the loss restriction rules generally applicable to corporations that experience an acquisition of control, including a deemed realization of any unrealized capital losses and restrictions on their ability to carry forward losses. As a result of the application of these rules, the amount of distributions paid by the Fund after a loss restriction event may be larger than it otherwise would have been. Generally, the Fund will be subject to a loss restriction event if a person becomes a "majority-interest beneficiary" of the Fund, or a group of persons becomes a "majority-interest group of beneficiaries" of the Fund, as those terms are defined in the Tax Act. Generally, a majority-

INVESTMENT RESTRICTIONS

The investment practices of the Fund are subject to various restrictions imposed by applicable securities laws, by policies of the Canadian securities administrators, and by the Declaration of Trust. The Fund has adopted the standard mutual fund investment restrictions and practices contained in securities legislation, including NI 81-102. These are designed in part to ensure that the investments of the Fund are diversified and relatively liquid and to ensure the proper administration of the Fund. The Fund is managed in accordance with these restrictions and practices. In addition, the Fund is subject to investment restrictions which provide that:

interest beneficiary of the Fund is a Unitholder who, together with persons and partnerships with whom the Unitholder is affiliated, owns Units with fair market value that is greater than 50% of the fair market value of all Units of the Fund.

CYBER SECURITY RISK.

As the use of technology has become more prevalent in the course of business, the Fund has become potentially more susceptible to operational risks through breaches in cyber security. A breach in cyber security refers to both intentional and unintentional events that may cause the Fund to lose proprietary information, suffer data corruption, or lose operational capacity. This in turn could cause the Fund to incur regulatory penalties, reputational damage, additional compliance costs associated with corrective measures, and/or financial loss. Cyber security breaches may involve unauthorized access to the Fund's digital information systems (e.g., through "hacking" or malicious software coding), but may also result from outside attacks such as denial-of-service attacks (i.e., efforts to make network services unavailable to intended users). In addition, cyber security breaches of the Fund's third party service providers (e.g., administrators, transfer agents and custodians) or issuers that the Fund invests in can also subject the Fund to many of the same risks associated with direct cyber security breaches. Like with operational risk in general, the Fund has established risk management systems designed to reduce the risks associated with cyber security. However, there is no guarantee that such efforts will succeed, especially since the Fund does not directly control the cyber security systems of issuers or third party service providers.

- (i) the Fund may only invest, directly or indirectly, in securities or property that is consistent with the other investment guidelines of the Fund;
- (ii) the Fund shall not invest in or hold (i) securities of or an interest in any non-resident entity, an interest in or a right or option to acquire such property, or an interest in a partnership which holds any such property if the Fund (or such partnership) would be required to include any significant amounts in income pursuant to section 94.1 of the Tax Act

- (or pursuant to any successor provisions thereto), or (ii) any interest in a non-resident trust other than an “exempt foreign trust” for the purposes of section 94 of the Tax Act, or an interest in a trust (or a partnership which holds such an interest) which would require the Fund (or such partnership) to report income in connection with such interest pursuant to section 94.2 of the Tax Act (or pursuant to any successor provisions thereto);
- (iii) the Fund shall not purchase or hold any securities of an entity that would be a foreign affiliate of the Fund for purposes of the Tax Act; and
- (iv) the Fund shall not invest in any security that is a “tax shelter investment” within the meaning of section 143.2 of the Tax Act.
- The Fund is a “mutual fund trust” as defined in the Tax Act and will not engage in any undertaking other than the investment of its funds in property for the purposes of the Tax Act. The Fund has not deviated from such Tax Act requirements in the preceding year.
- Any change in the fundamental investment objectives and policy of the Fund may only be made with the approval of at least a majority of the votes cast at a meeting of Unitholders of the Fund called for that purpose.

DESCRIPTION OF UNITS OFFERED BY THE FUND

The Fund is divided into Units of participation which may be issued in one or more Series as determined by Hazelview, as trustee of the Fund. The Fund is authorized to issue fourteen Series of Units and may issue an unlimited number of Units within each Series. Series A Units, Series T6.5 Units, Series F Units, Series F85 Units, Series FT6.5 Units, Series F85T6.5 Units and Series I Units are offered for sale pursuant to this Simplified Prospectus. Series AX Units, Series AY Units, Series FX Units, Series FY Units, Series M Units, Series S Units and Series T Units are offered on a prospectus exempt basis only and are not offered under the Simplified Prospectus or any other prospectus.

You are entitled to participate equally in the net income and net capital gains of the Fund in respect of each Unit of a Series held with each other holder of a Unit of such Series. Your interest in the Fund is shown by how many Units of a Series are registered in your name. There is no limit to the number of Units of each Series of the Fund that can be issued and there is no fixed issue price. No Unit in the Fund has any preference or priority over another Unit of the same Series of the Fund.

No Unitholder holds any assets of the Fund. Unitholders have only those rights mentioned in this Simplified Prospectus of the Fund and as created in the Declaration of Trust.

Units of the Fund have the following attributes:

1. at any meeting of holders of a Series of Units, each Unitholder will be entitled to one vote for each whole Unit of such Series registered in the Unitholder's name;
2. on the termination of the Fund, the assets of the Fund will be distributed and all Units in the Fund will share in the value of the Fund;
3. the Units have no dividend rights, but you may participate in any regular distributions of net income and net realized capital gains by the Fund paid to your Series;
4. there are no conversion rights;
5. the Units of the Fund may be redeemed, possibly subject to costs. See *How do I redeem Units of the Fund?*;
6. the Units of the Fund cannot be transferred except in limited circumstances;
7. there is no liability for further calls or assessments;
8. the Units of one Series held by a Unitholder may be reclassified into Units of another Series of the Fund as determined by the Manager having an aggregate Series NAV per Unit equal to

the aggregate Series NAV per Unit of the Units so reclassified; and

9. the Units of the Fund may be sub-divided or consolidated by the Manager on written notice to affected Unitholders of the Fund, or consolidated without notice in the case of distributions that are automatically reinvested in additional Units of the Fund.

Subject to certain exceptions, the following changes cannot be made to the Fund unless a majority of the votes cast at a meeting of Unitholders of the Fund called for that purpose approve:

1. a change in the basis for calculating a fee or expense that is charged to the Fund in a way that could result in an increase in charges to the Fund;
2. the introduction of a fee or expense to be charged to the Fund or directly to Unitholders by the Fund or the Manager in connection with the holding of Units that could result in an increase in charges to the Fund or to Unitholders;
3. a change in the manager of the Fund (other than to an affiliate of Hazelview);
4. a change in the fundamental investment objectives of the Fund;
5. in certain cases, the undertaking by the Fund of a reorganization with, or a transfer of its assets to, another fund or its acquisition of another fund's assets;
6. the calculation of the Series NAV less frequently than it is currently calculated; or
7. a restructuring of the Fund into a non-redeemable investment fund or into an issuer that is not an investment fund.

If the basis of the calculation of a fee or expense that is charged to the Fund is changed in a way that could result in an increase in charges to the Fund or to its investors, or if a fee or expense to be charged to the Fund or directly to the Fund's investors by the Fund or us in connection with holding securities of the Fund, that could result in an increase in charges to the Fund or its investors is introduced, and, in both cases, when this fee or

expense is charged by an entity that is at arm's length to the Fund, the approval of the Fund's investors will not be obtained. Instead, where required by securities regulation, investors in the Fund will be sent a written notice at least 60 days before the effective date of the change. The approval of investors in a series of a Fund that is sold without a sales charge (i.e. Series F Units, Series F85 Units, Series FT6.5 Units, Series F85T6.5 Units or Series I Units) will not be obtained with respect to the foregoing changes where the fee or expense is charged by a non-arm's length entity. Instead, where required by securities regulation, investors in such series will be sent a written notice at least 60 days before the effective date of such a change.

We may amend the Declaration of Trust without notice to Unitholders and without the approval of Unitholders; however, we will provide you with prior written notice of an amendment to the Declaration of Trust if required, and in the manner required, and we will not amend the Declaration of Trust without the prior approval of Unitholders at a meeting of Unitholders convened and held in accordance with the Declaration of Trust and applicable law if the proposed amendment:

- is required to be approved by Unitholders in accordance with applicable law;
- is an amendment to the section of the Declaration of Trust entitled "Amendment of Declaration of Trust";
- would modify the rights of Unitholders with respect to the outstanding Units of the Fund by reducing the amount payable thereon upon the liquidation of the Fund; or
- would diminish or eliminate voting rights attached to the Units.

NAME FORMATION AND HISTORY OF THE FUND

The Fund was established on April 18, 2013 as a non-public mutual fund and became a publicly offered mutual fund on June 19, 2015. The Fund is an open-ended trust established under the laws of Ontario and is governed by the Declaration of Trust.

The head office of the Fund and Hazelview is 1133 Yonge Street, 4th Floor, Toronto, ON M4T 2Y7.

As part of a reorganization of the Timbercreek group of companies, effective November 4, 2020, Timbercreek Equities Corp. (since renamed Hazelview Investments Inc.) acquired all of the issued and outstanding voting shares of the Manager.

The Declaration of Trust has been amended a number of times since the Fund was created. A description of the material amendments in the past 10 years is set out below.

- On October 24, 2014, the Declaration of Trust was amended and restated to: (i) rename the “Timbercreek Global Real Estate Income and Growth Fund” as “Timbercreek Global Real Estate Income Fund”; (ii) reclassify each Class A Unit of the Fund then outstanding as a Class S Unit of the Fund; (iii) reclassify each Class B Unit of the Fund then outstanding as a Class T Unit of the Fund; (iv) create two new Classes of Units of the Fund (Class A Units and Class F Units); (v) change the fundamental investment objectives of the Fund; (vi) allow for the establishment of additional funds under the declaration of trust; and (vii) respond to amendments to the Tax Act.
- On June 19, 2015, the Declaration of Trust was amended and restated to amend, for clarity, the fundamental investment objectives of the Fund.
- On June 27, 2016, the Declaration of Trust was amended and restated to create a new class of Units of the Fund, to be referred to as Class M Units.
- On June 29, 2017 the Declaration of Trust was amended and restated to: (i) rename each Class A Unit of the Fund

then outstanding as a Series A Unit of the Fund; (ii) rename each Class F Unit of the Fund then outstanding as a Series F Unit of the Fund; (iii) rename each Class M Unit of the Fund then outstanding as a Series M Unit of the Fund; (iv) rename each Class S Unit of the Fund then outstanding as a Series S Unit of the Fund; (v) rename each Class T Unit of the Fund then outstanding as a Series T Unit of the Fund; (vi) create five new series of Units of the Fund, to be referred to as Series AX Units, Series AY Units, Series FX Units, Series FY Units and Series I Units; and (vii) increase the frequency of distributions to Unitholders as described in the fundamental investment objectives of the Fund.

- On January 24, 2019, the Declaration of Trust was amended and restated to create four new series of Units of the Fund, to be referred to as Series T6.5 Units, Series F90 Units, Series FT6.5 Units and Series F90T6.5 Units.
- Effective January 1, 2020, the Declaration of Trust was amended and restated to: (i) reduce the management fee on Series A Units, Series AX Units, Series AY Units, Series F Units, Series FX Units, Series FY Units, Series T6.5 Units, Series FT6.5 Units, Series F85 Units, Series F85T6.5 Units and Series M Units; and (ii) redesignate Series F90 Units and Series F90T6.5 Units as Series F85 Units and Series F85T6.5 Units, respectively.
- On November 5, 2020, the Declaration of Trust was amended and restated to: (i) reflect the change in name of the Manager from Timbercreek Investment Management Inc. to Hazelview Securities Inc.; and (ii) change the name of the Fund from Timbercreek Global Real Estate Income Fund to Hazelview Global Real Estate Fund.

Effective January 22, 2018, Timbercreek Global Real Estate Fund (the “**Terminating Fund**”) merged into the Fund. As a result, the Fund acquired all of the portfolio securities and other assets of the Terminating Fund in exchange for Series A and Series F Units of the Fund. The

Unitholders of the Terminating Fund became Unitholders of the Fund and the Terminating Fund was subsequently wound up.

INVESTMENT RISK CLASSIFICATION METHODOLOGY

The Manager is required to determine the risk rating of the Fund for purposes of disclosure in this Simplified Prospectus in accordance with the methodology prescribed in Appendix F *Investment Risk Classification Methodology* of NI 81-102 (the “**CSA Methodology**”). Under the CSA Methodology, the Manager is required to determine the standard deviation of the Fund’s performance for the most recent 10 years, which is a measure of historical volatility, using a prescribed formula, locates the range of standard deviation within which the Fund’s standard deviation falls, and identifies the investment risk level set opposite the applicable range by the CSA Methodology.

Standard deviation is a common statistic used to measure the volatility and risk of an investment. Funds with higher standard deviations are generally classified as being more risky. Other types of risk, both measurable and non-measurable, may exist and historical performance may not be indicative of future returns and the Fund’s historical volatility may not be indicative of its future volatility.

As a result, as part of our final determination of the Fund’s risk ranking, we may consider other quantitative and qualitative factors including investment style, sector concentration and permitted ranges for different investment types and may, at our discretion, classify the Fund at a higher, but not a lower, investment risk level than that determined using the CSA Methodology, should we deem that appropriate. The Fund is assigned an investment risk rating in one of the following categories: low, low-to-medium, medium, medium-to-high, or high risk.

Under the CSA Methodology, if it has been less than 10 years since securities of a fund were first available to the public, the Manager must select, in accordance with prescribed criteria, a reference index made up of one permitted index or a composite of several permitted indices and calculate the standard deviation of the fund by using the available return history of the fund and imputing the return history of the reference index for the remainder of the 10 year period. Because securities of the Fund have been offered to the public for less than 10 years, the Manager has

selected for this purpose, in accordance with the CSA Methodology, a reference index for the Fund that is made up of a composite of the following permitted indices, each represented in the reference index in the proportion set out opposite its name:

Permitted Index Name	% of Reference Index
FTSE EPRA Nareit Developed Total Return Index	80.0%
Wells Fargo Hybrid & Preferred Securities REIT Index	10.0%
MSCI/REALPAC Canada Property Index	10.0%

The FTSE EPRA Nareit Developed Total Return Index tracks the performance of listed real estate companies and real estate investment trusts (“REITs”) worldwide, including companies and REITs involved in the ownership, disposal and development of income-producing real estate.

The Wells Fargo Hybrid & Preferred Securities REIT Index tracks the performance of preferred securities issued in the U.S. market by REITs including, but not limited to, depositary preferred securities, perpetual subordinated debt and certain securities issued by banks and other financial institutions that are eligible for capital treatment with respect to such instruments akin to that received for issuance of straight preferred stock.

MSCI/REALPAC Canada Property Index measures unlevered total returns of directly held standing property investments in the Canadian market.

We review the level of risk associated with the Fund in connection with each filing of a Fund Fact document of the Fund, and at least annually. The Manager may determine the investment risk level more frequently than annually, including if we determine it is no longer reasonable in the circumstances.

As disclosed under the heading *What are the Risks of Investing in the Fund?*, the risk rating of the Fund is medium.

A more detailed explanation of the CSA Methodology, standard deviation and the methodology that the Manager uses to determine the risk rating of the Fund is available on request, at no cost, by contacting us toll-free at 1-888-949-8439 or by writing to Hazelview Securities Inc., 1133 Yonge Street, 4th Floor, Toronto, ON M4T 2Y7.

HAZELVIEW GLOBAL REAL ESTATE FUND

FUND DETAILS

Type of Fund:	Income Fund	
Date of Establishment:	Series A – June 19, 2015 Series T6.5 – November 4, 2019 Series F – June 19, 2015 Series F85 – April 15, 2019 Series FT6.5 – July 12, 2019 Series F85T6.5 – January 25, 2019 Series I – June 29, 2017	
Nature of the securities being offered:	Mutual fund units	
Are the Units eligible for:	FHSA	Yes
	RRSP	Yes
	RRIF	Yes
	RESP	Yes
	LIF	Yes
	LRIF	Yes
	LIRA	Yes
	RDSP	Yes
	TFSA	Yes

WHAT DOES THE FUND INVEST IN?

Investment Objectives

The Fund's fundamental investment objectives are to:

- (i) provide Unitholders with monthly distributions; and
- (ii) preserve capital while providing the opportunity for long-term capital appreciation for Unitholders;

by investing in the common equity, preferred equity and debt securities issued by REITs and other real estate investment issuers. The Fund will provide Unitholders with exposure to the global real estate market by owning a diversified portfolio of dividend paying real estate securities in developed markets from around the world.

The fundamental investment objectives of the Fund may only be changed with the approval of Unitholders at a meeting called for that purpose.

Investment Strategies

We believe the global real estate securities market is inefficient relative to the global direct real estate market and the Fund's investment strategy is designed to capitalize on these inefficiencies in order to deliver a stable income stream to investors while reducing portfolio volatility and preserving capital.

Our focus is to invest in companies that own stabilized properties with long term leases to good credit tenants. Through active management, we will look to maximize income and total return by taking advantage of inefficiencies in pricing that we see in the global real estate markets. We capitalize on these inefficiencies by buying companies at a discount to the intrinsic value of their underlying assets.

Preserving capital means diversifying the portfolio across property type, geographies and security type. In addition, we assess the risk profile of a company's balance sheet to determine the sustainability of a company's cash flow stream and dividend and its ability to weather economic cycles. We also assess the risks associated with the underlying real estate assets

that it owns, its management team and business model, and the liquidity and standard deviation of the stock. Finally, we believe that we can greatly reduce the mark to market volatility embedded in a portfolio of publicly traded stocks by including lower volatile investments such as preferred shares and corporate debt. We believe the ability to generate attractive long term returns with below market volatility is a competitive strength.

Investments in preferred shares, due to low correlations relative to equity securities, reduce overall portfolio volatility while providing higher current income and greater transparency of the underlying distributions. Preferred shares typically have a fixed level of dividend payment that must be paid prior to any common dividend payment. Yields on preferred shares tend to be higher but with volatility below that of the underlying common equity. The Fund will seek out these investments when available as an additional way to seek to add secure income to the portfolio at an attractive price.

The Fund invests in REITs and real estate companies located around the world primarily in major urban markets and their surrounding areas which are typically more liquid and less volatile. These market locations typically exhibit attractive demand and supply characteristics driven by strong population and/or employment growth leading to higher levels of demand for commercial real estate coupled with high barriers to entry for new supply of space.

The global real estate universe of investable companies is diverse across a multitude of property types such as residential, office, retail, industrial, healthcare and more. We will seek to avoid investing in companies that do not have the balance sheet flexibility to make it through a complete market cycle.

The portfolio advisor may also choose to do the following subject to applicable securities regulatory requirements:

- invest up to all of the Fund's assets in foreign securities;
- invest in private placements or other illiquid equity or debt securities of public or private companies as permitted by securities regulations;
- invest the Fund's assets in real estate securities or real estate-related mutual

funds and other investment trusts from time to time;

- use derivatives such as over the counter currency forwards and exchange traded options, for hedging and non-hedging purposes;
- engage in repurchase and reverse repurchase transactions; and
- engage in short selling.

The Fund may purchase securities of, or enter into specified derivative transactions for which the underlying interest is based on, the securities of exchange-traded funds that qualify as mutual funds under applicable securities laws. Such underlying funds will not be managed by the Manager or an affiliate or associate of the Manager. Less than 10% of the NAV of the Fund at the time of investment is dedicated to the investment in the securities of, or the entering into of specified derivative transactions for which the underlying interest is based on the securities of, other mutual funds. The Manager will select such other mutual funds on the basis of an analysis of their key holdings and the investment exposure they provide the Fund.

The Manager integrates ESG factors into its investment selection process, including by applying a 20% weighting to ESG factors in determining the risk profile of an investment opportunity. In particular, the Manager assesses investments according to the following ESG themes – resource efficiency, climate-related risks, health and safety and community engagement – and incorporates its assessment of these factors, alongside other traditional investment selection criteria, into its decision-making process. The Manager evaluates these ESG factors using both qualitative and quantitative metrics, including relying on data provided by a third-party investment research firm. In its consideration of a specific issuer, the Manager will review the nature of its business, its ESG impact and its managerial approach to dealing with ESG issues. From time to time, the Manager engages with issuers and/or their managers, including with the objective of improving ESG performance and disclosures. Once invested, the Manager will similarly consider its ESG approach in a limited way in its proxy voting and stewardship activities.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

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 pursue its investment objectives and seek to enhance its returns.

WHAT ARE THE RISKS OF INVESTING IN THE FUND?

The Fund invests primarily in equity securities within the real estate sector. The Fund may be subject to the following risks, as described above under the heading *What are the risks associated with mutual funds?*:

- Market Risk
- Equity Risk
- Credit Risk
- Risks Relating to Real Estate
- Interest Rate Risk
- Investment Trust Risk
- Exchange-Traded Fund Risk
- Currency Risk
- ESG Investing Risk
- Foreign Issuer Risk
- Derivatives Risk
- Short Selling Risk
- Repurchase and Reverse Repurchase Transactions and Securities Lending Risk
- Suspension of Redemptions Risk
- Liquidity Risk
- Large Transaction Risk

- Capital Depletion Risk
- Regulatory Risk
- Sector Risk
- Series Risk
- Tax Risk
- Cyber Security Risk

See *What are the risks associated with mutual funds?* on page 23 for more information on these and other risks that apply to this Fund.

The risk rating of the Fund is medium. For more information, see *Investment Risk Classification Methodology* on page 34.

DISTRIBUTION POLICY

On or about each calendar month end, the Fund distributes income to Unitholders of the Fund and additionally net realized capital gains are distributed in December. On its Fixed Rate Distribution Series, the Fund, as described under *Series Offering Regular Cash Flow* on page 10, will make monthly distributions at an annualized rate of 6.5% based on the Series NAV per Unit as at December 31 of the previous year.

Distributions are reinvested in Units of the Fund, unless you specify in advance, in writing, that you would prefer to receive cash. Distributions are payable to Unitholders of record as at the close of business on the valuation date immediately preceding the distribution date. Distributions are not guaranteed to occur on a specific date and the Fund is not responsible for any fees or charges incurred by you because the Fund did not make a distribution on a particular day. The Fund may change its distribution policy at any time without notice or approval.

Distributions may be adjusted or discontinued at our discretion. You should not confuse distributions with the Fund's rate of return or the yield of its portfolio.

HAZELVIEW GLOBAL REAL ESTATE FUND

- Additional information about Hazelview Global Real Estate Fund is available in the Fund's Fund Facts, management reports of fund performance and financial statements. These documents are incorporated by reference into this Simplified Prospectus, which means that they legally form part of this document just as if they were printed as a part of this document.
- You can get a copy of these documents, at your request, and at no cost, by calling toll-free 1-888-949-8439 or from your dealer or by e-mail at info@hazelview.com.
- These documents and other information about Hazelview Global Real Estate Fund, such as information circulars and material contracts, are also available on Hazelview's designated website at www.hazelview.com or at www.sedarplus.com.

HAZELVIEW SECURITIES INC.
1133 Yonge Street, 4th Floor
Toronto, Ontario M4T 2Y7
Toll-free: 1-888-949-8439
Fax: 416-848-9494
www.hazelview.com