

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

GOODMAN & COMPANY, INVESTMENT COUNSEL™ INC.

DUNDEE GLOBAL FUND CORPORATION

Dundee Global™ Resource Class

**AMENDMENT NO. 1 DATED MAY 31, 2015
TO THE SIMPLIFIED PROSPECTUS DATED APRIL 13, 2015**

(the "Prospectus")

In respect of:

Series A, Series D and Series F Shares of

DUNDEE GLOBAL™ RESOURCE CLASS

(the "Fund")

The Prospectus dated April 13, 2015 relating to the distribution of shares of the Fund is hereby amended as set forth below. All capitalized terms have the same meaning as set forth in the Prospectus, unless otherwise specifically defined in this Amendment No. 1.

This Amendment No. 1 dated May 31, 2015 to the Prospectus of the Fund dated April 13, 2015, provides certain amended information relating to the Fund, and the Prospectus should be read subject to this information.

Summary

The Prospectus is being amended to delete references to the Bloomberg Financial L.P. service under the sub-heading "*Performance Fee Indices*".

Amendment

The disclosure on pages 16 and 17 of the Prospectus under the sub-heading "*Performance Fee Indices*" is deleted and replaced with the following:

"The following is a description of each total return benchmark index used for the performance fee of the Fund noted above (and which assumes the reinvestment of all dividends). For purposes of the performance fee calculation, the Manager currently intends to reference the Bloomberg Financial L.P. service (or any successor), but may reference data

with respect to the performance fee indices provided by any other similar financial data provider.

The **S&P/TSX Composite Index** is a broad economic sector index comprising approximately 95% of the market capitalization for Canadian-based, Toronto Stock Exchange listed companies.

The **S&P/TSX Diversified Metals & Mining Subgroup Index** is a sub-index of the S&P/TSX Composite Index.

The **S&P/TSX Gold Subgroup Index** is a sub-index of the S&P/TSX Composite Index.

The **S&P/TSX Oil & Gas Exploration & Production Subgroup Index** is a sub-index of the S&P/TSX Composite Index.”

WHAT ARE YOUR LEGAL RIGHTS?

Securities legislation in some provinces and territories gives you the right to withdraw from an agreement to buy mutual funds 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.

Securities legislation in some provinces and territories also allows you to cancel an agreement to buy mutual fund shares and get your money back, or to make a claim for damages, if the simplified prospectus, annual information form, fund facts or financial statements misrepresent any facts about the fund. These rights must usually be exercised within certain time limits.

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