

This document contains key information you should know about the Dundee Global Resource Class. You can find more detailed information in the fund’s simplified prospectus. Ask your representative for a copy, contact Goodman & Company, Investment Counsel Inc. at 866.694.5672, email ir@goodmanandcompany.com or visit www.goodmanandcompany.com. **Before you invest in any fund, you should consider how it would work with your other investments and your tolerance for risk.**

| QUICK FACTS: | | | |
|--|----------------|----------------------------|--|
| Fund Code: | GDM 201 | Fund manager: | Goodman & Company, Investment Counsel Inc. |
| Date series started: | April 15, 2015 | Portfolio manager: | Goodman & Company, Investment Counsel Inc. |
| Total value of the fund on February 28, 2019: | \$11,903,369 | Minimum investment: | \$1,000 initial, \$500 additional |
| Management expense ratio (MER): | 4.06% | | |

WHAT DOES THE FUND INVEST IN?

The fund seeks to provide long-term capital appreciation by investing primarily in Canadian resource companies that offer attractive risk-reward characteristics as well as other Canadian equities that offer the potential for capital appreciation. The fund plans for less than 10% of its assets to be invested in foreign securities.

The charts below give you a snapshot of the fund’s investments as at February 28, 2019. The fund’s investments will change.

| Top 10 Investments (as at February 28, 2019): | | Investment Mix (as at February 28, 2019): | | | | | | | | | | | | |
|---|-----------------|---|--------|------------|-------------------------------|-------|--------------------------|-------|------|-------|--------|------|-------|------|
| Security Name | % of NAV | <table border="1"> <caption>Sector Allocation</caption> <thead> <tr> <th>Sector</th> <th>Percentage</th> </tr> </thead> <tbody> <tr> <td>Diversified Metals and Mining</td> <td>44.3%</td> </tr> <tr> <td>Gold and Precious Metals</td> <td>29.5%</td> </tr> <tr> <td>Cash</td> <td>20.4%</td> </tr> <tr> <td>Energy</td> <td>5.7%</td> </tr> <tr> <td>Other</td> <td>0.0%</td> </tr> </tbody> </table> | Sector | Percentage | Diversified Metals and Mining | 44.3% | Gold and Precious Metals | 29.5% | Cash | 20.4% | Energy | 5.7% | Other | 0.0% |
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| Cash | 20.4% | | | | | | | | | | | | | |
| Energy | 5.7% | | | | | | | | | | | | | |
| Other | 0.0% | | | | | | | | | | | | | |
| NextSource Materials Inc. | 42.37% | | | | | | | | | | | | | |
| Agnico Eagle Mines Ltd | 9.40% | | | | | | | | | | | | | |
| CellCube Energy Storage Systems Inc. | 5.88% | | | | | | | | | | | | | |
| Coeur Mining Inc. | 5.29% | | | | | | | | | | | | | |
| Discovery Metals Corp. | 3.36% | | | | | | | | | | | | | |
| Erdene Resource Development Corp. | 3.21% | | | | | | | | | | | | | |
| Freegold Ventures Ltd | 2.80% | | | | | | | | | | | | | |
| MacDonald Mines Exploration Ltd | 2.31% | | | | | | | | | | | | | |
| Pancontinental Resources Corp. | 2.27% | | | | | | | | | | | | | |
| Cabral Gold Inc. | 2.14% | | | | | | | | | | | | | |
| Total Percentage of top 10 Investments | 79.03% | | | | | | | | | | | | | |
| Total Number of Investments | 26 | | | | | | | | | | | | | |

HOW RISKY IS IT?

The value of the fund can go down as well as up. You could lose money.

One way to gauge risk is to look at how much a fund’s returns change over time. This is called “volatility”.

In general, funds with higher volatility will have returns that change more over time. They typically have a greater chance of losing money and may have a greater chance of higher returns. Funds with lower volatility tend to have returns that change less over time. They typically have lower returns and may have a lower change of losing money.

Risk Rating
 Goodman & Company, Investment Counsel Inc. has rated this volatility of this fund as **high**.

This rating is based on how much the fund’s returns have changed from year to year. It doesn’t tell you how volatile the fund will be in the future. The rating can change over time. A fund with a low risk rating can still lose money.



For more information about the risk rating and specific risks that can affect the fund’s returns, see the Risk section of the fund’s simplified prospectus.

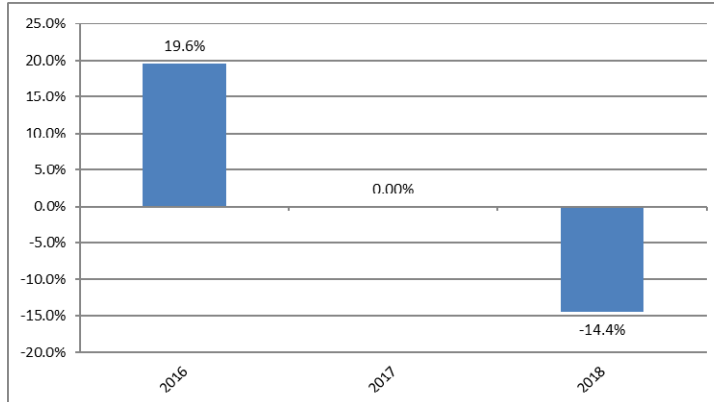
No Guarantees
 Like most mutual funds, this fund doesn’t have any guarantees. You may not get back the amount of money you invest.

HOW HAS THE FUND PERFORMED?

This section tells you how the Series A shares of the fund have performed over the past two years. Returns are after expenses have been deducted. These expenses reduce the Series A's returns.

Year-by-year returns

This chart shows how the Series A of the fund performed in the past two years. The fund did not drop in value during this period. The range of returns and change from year to year can help you assess how risky the fund has been in the past. It does not tell you how the fund will perform in the future.



Best and worst 3-month returns

This table shows the best and worst returns for Series A shares of the fund in a 3-month period over the past two years. The best and worst 3-month returns could be higher or lower in the future. Consider how much of a loss you can afford to take in a short period of time.

| | Return | 3 months ending | If you invested \$1,000 at the beginning of the period |
|--------------|--------|-------------------|--|
| Best return | 19.1% | February 28, 2018 | Your investment would rise to \$1,190.64 |
| Worst return | -21.6% | August 31, 2018 | Your investment would drop to \$783.74 |

Average returns

A person who invested \$1,000 in the fund on April 15, 2015 now has \$993.22. This works out to an annual return of -0.2%.

WHO IS THIS FUND FOR?

Investors Who:

- are seeking the potential for long term capital growth through exposure primarily to equity securities of companies operating in the resource sector
- are willing to accept medium to high volatility risk
- want exposure to Canadian small and mid-capitalization companies, and
- are willing to accept some fluctuation in value over the short to medium term.

! Do not buy this fund if you need a steady source of income from your investment.

A WORD ABOUT TAX

In general, you'll have to pay income tax on any money you make on a fund. How much you pay depends on the tax laws where you live and whether or not you hold the fund in a registered plan, such as a Registered Retirement Savings Plan (RRSP) or a Tax-Free Savings Account (TFSA).

Keep in mind that if you hold your fund in a nonregistered account, fund distributions are included in your taxable income, whether you get them in cash or have them reinvested.

HOW MUCH DOES IT COST?

The following tables show the fees and expenses you could pay to buy, own and sell Series A shares of the fund. The fees and expenses - including any commissions - can vary among classes of a fund and among funds. Higher commissions can influence representatives to recommend one investment over another. Ask about other funds and investments that may be suitable for you at a lower cost.

1. Sales Charges

This fee is negotiated with and paid to your registered dealer to a maximum of 5% when you purchase Series A shares.

2. Fund Expenses

You don't pay these expenses directly. They affect you because they reduce the fund's returns.

As of December 31, 2018, the fund's expenses were 4.30% of its value. This equals \$43.00 for every \$1,000 invested.

| | Annual Rate (as a % of the fund's value) |
|---|---|
| Management expense ratio (MER) This is the total of the fund's management fee (including the trailing commission) and operating expenses. | 4.06% |
| Trading expense ratio (TER) These are the fund's trading costs. | 0.24% |
| Fund expenses | 4.30% |

A performance fee will be paid by a series of shares of the fund if the following conditions are met: (a) the performance return of the relevant series in the calendar year of measure of the performance fee was greater than 0%; (b) the simple rate of return of the relevant series (excluding the effect of any distribution made by the fund in respect of such series) during the period since a performance fee for such series was last payable (or in respect of the first instance in which a performance fee may be payable, since inception of the fund) exceeds the Benchmark Performance (defined below) over the same measurement period; and (c) the Current NAVPS (defined below) exceeds the High Water Mark (defined below).

“Benchmark Performance” means the average of the simple rates of return of (i) S&P/TSX Oil & Gas Exploration & Production Subgroup Index; (ii) the S&P/TSX Diversified Metals & Mining Subgroup Index; (iii) S&P/TSX Gold Subgroup Index; and (iv) the S&P/TSX Composite Index, during the period since a performance fee for the relevant series of the fund was last payable (or in respect of the first instance in which a performance fee may be payable, since inception of the fund).

“High Water Mark” means, with respect to a share of the fund, the greater of: (i) the issuance price of such share and (ii) the net asset value per share on the last business day of any calendar year in which a performance fee was earned by the manager, in each case excluding the effect of any distribution per share made by the fund to the net asset value of the shares. For greater clarity, for purposes of determining the High Water Mark, the calculation of the net asset value of a share shall be determined after giving effect to the accrual of any such performance fee.

If the above conditions for the incurrence of a performance fee are met, the performance fee payable shall be determined in accordance with the following formula: $PFP = (Current\ NAVPS - Hurdle\ NAVPS) * Number\ of\ Shares * 20\%$.

“PFP” means the performance fee payable in respect of any calendar year.

“Current NAVPS” means the net asset value of the series of shares, expressed on a per share basis, determined on the last business day of any calendar year, excluding the effect of any distribution on such share but before adjustment for any performance fee payable in respect of such calendar year.

“Hurdle NAVPS” means the greater of (i) the High Water Mark per share; or (ii) the High Water Mark per share of the relevant series multiplied by the sum of (A) 100% and (B) Benchmark Performance.

“Number of Shares” means the outstanding number of shares of the relevant series used in the determination of the Current NAVPS.

Trailing commission – The trailing commission is an ongoing commission. Goodman & Company, Investment Counsel Inc. pays your investment firm a trailing commission for as long as you own the fund. It is for the services and advice your investment firm provides to you. Investment firms may pay part of the trailing commission to their representatives. The trailing commission is paid out of the management fee. The trailing commission can be up to 1.00% of your investment. This could be up to \$10.00 each year on a \$1,000 investment.

3. OTHER FEES

You may have to pay other fees when you buy, hold, sell or switch shares of the fund.

| <u>Fee</u> | <u>What you pay</u> |
|-------------------------------|---|
| Short-term trading fee | A short-term trading penalty of up to 2.00% on the redemption price of shares redeemed within 90 days of the date upon which the shares were purchased. The penalty is paid to the Fund and not to Goodman & Company, Investment Counsel Inc. |

| WHAT IF I CHANGE MY MIND? | FOR MORE INFORMATION: |
|--|---|
| <p>Under securities law in some provinces and territories, you have the right to:</p> <ul style="list-style-type: none"> • Withdraw from an agreement to buy mutual fund units within two business days after you receive a simplified prospectus, or Fund Facts document, or • Cancel your purchase within 48 hours after you receive confirmation of the purchase. <p>In some provinces and territories, you also have the right to cancel a purchase, or in some jurisdictions, claim damages, if the simplified prospectus, annual information form, or Fund Facts document, or financial statements contain a misrepresentation. You must act within the time limit set by the securities law in your province or territory.</p> <p>For more information, see the securities law of your province or territory or ask a lawyer.</p> | <p>Contact Goodman & Company, Investment Counsel Inc. or your representative for a copy of the fund’s simplified prospectus and other disclosure documents. These documents and the Fund Facts make up the fund’s legal documents.</p> <p>Goodman & Company, Investment Counsel Inc. 1 Adelaide Street East, 20th Floor Toronto, Ontario M5C 2V9</p> <p>Phone: 416.350.3444 Account Related Enquiry: 866.694.5672</p> <p>Website: www.goodmanandcompany.com Email: ir@goodmanandcompany.com</p> <p>To learn more about investing in mutual funds, see the brochure Understanding mutual funds, which is available on the website of the Canadian Securities Administrators at www.securities-administrators.ca</p> |