

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



**Amendment No. 1 dated May 24, 2019
to the annual information form dated May 15, 2019**

imaxx Short Term Bond Fund
imaxx Canadian Bond Fund
imaxx Canadian Fixed Pay Fund

imaxx Canadian Dividend Plus Fund
imaxx Equity Growth Fund
imaxx Global Fixed Pay Fund

This amendment to the annual information form of the Funds dated May 15, 2019 (the “AIF”) provides certain additional information relating to the Funds and the AIF should be read subject to this information.

Introduction

In this document, “we”, “us”, “our”, “FAM”, the “Company” and the “Manager” refer to Foresters Asset Management Inc., the manager of the imaxx Funds, which are described in this document as the “Funds”, and each individually as a “Fund”.

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

- the Simplified Prospectus of the Funds;
- the Fund’s most recently filed Fund Facts;
- the Fund’s most recently filed annual financial statements;
- any interim financial statements of the Fund filed after those annual financial statements;
- the Fund’s most recently filed annual management report of fund performance; and
- any interim management report of fund performance of the Fund filed after that annual management report of fund performance.

The AIF is hereby amended by adding the following under the heading “Name, Formation and History of the Funds” immediately prior to the heading “Investment Restrictions”:

“Proposed Transaction with Fiera Capital Corporation

On May 15, 2019, Foresters Life Insurance Company, the parent company of FAM, announced that it had entered into a definitive agreement with Fiera Capital Corporation (“Fiera Capital”) under which it will sell the outstanding shares of FAM to Fiera Capital (the “Transaction”).

Following closing of the Transaction (“Closing”), Fiera Capital will incorporate the FAM business into its existing Canadian operations, including effecting certain changes to FAM’s senior officers and directors and portfolio managers and implementing such corporate reorganization as it determines necessary following Closing. As a result,

Fiera Capital will become manager and portfolio manager of the Funds. Fiera Capital may also make adjustments to the investment strategies of the Funds to align with its investment approach.

Upon Closing, Fiera Capital intends to retain certain of the FAM portfolio managers presently responsible for the management of the Funds' assets and replace others as follows:

Fund	Current FAM Portfolio Managers	Proposed Fiera Capital Portfolio Managers
imaxx Short Term Bond Fund	Suzann Pennington Irman Chaudhry Kon-Yu Lau Barbara Berry	Imran Chaudhry Kon-Yu Lau
imaxx Canadian Bond Fund	Suzann Pennington Irman Chaudhry Kon-Yu Lau	Imran Chaudhry Kon-Yu Lau
imaxx Canadian Fixed Pay Fund	Suzann Pennington Vivian Lo Imran Chaudhry Kon-Yu Lau	Imran Chaudhry Kon-Yu Lau Nessim Mansoor
imaxx Canadian Dividend Plus Fund	Suzann Pennington Vivian Lo	Nessim Mansoor Nadim Rizk
imaxx Equity Growth Fund	Suzann Pennington	Nessim Mansoor Nadim Rizk
imaxx Global Fixed Pay Fund	Suzann Pennington Vivian Lo Katia Ivanova	Imran Chaudhry Kon-Yu Lau Nadim Rizk

In addition, following Closing, it is proposed that the auditors of the Funds will change from Ernst & Young LLP to PricewaterhouseCoopers LLP, subject to receipt of all necessary approvals.

The Transaction remains subject to customary closing conditions, including regulatory approvals and the approval of unitholders of the Funds. The Transaction is expected to close in the third quarter of 2019.

Unitholders of the Funds will be asked to approve the change of manager to Fiera Capital and the change of auditor at special meetings to be held in or about mid-July 2019. Details about the Transaction and related changes will be contained in the meeting materials to be mailed to unitholders.

FAM referred the Transaction to the Independent Review Committee (the "IRC") of the Funds, which is responsible for overseeing decisions that involve an actual or perceived conflict of interest between the Manager and a Fund. The IRC determined that, if implemented, the Transaction would achieve a fair and reasonable result for each Fund.

Certificate of the Funds

Dated May 24, 2019

This Amendment No. 1 dated May 24, 2019, together with the annual information form dated May 15, 2019 and the simplified prospectus dated May 15, 2019, as amended by Amendment No. 1 dated May 24, 2019 and the documents incorporated by reference into the simplified prospectus, as amended, constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus, as amended, as required by the securities legislation of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Quebec, New Brunswick, Nova Scotia, Prince Edward Island, and Newfoundland and Labrador and do not contain any misrepresentations.

Signed by Foresters Asset Management Inc. as Manager on behalf of the Funds:

(signed) "*R. Gregory Ross*"

R. Gregory Ross
Chief Executive Officer

(signed) "*Pratibha Canaran*"

Pratibha Canaran
Chief Financial Officer

Certificate of the Manager and Promoter

Dated May 24, 2019

This Amendment No. 1 dated May 24, 2019, together with the annual information form dated May 15, 2019 and the simplified prospectus dated May 15, 2019, as amended by Amendment No. 1 dated May 24, 2019 and the documents incorporated by reference into the simplified prospectus, as amended, constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus, as amended, as required by the securities legislation of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Quebec, New Brunswick, Nova Scotia, Prince Edward Island, and Newfoundland and Labrador and do not contain any misrepresentations.

Signed by Foresters Asset Management Inc. as Manager and Promoter of the Funds:

(signed) "*R. Gregory Ross*"

R. Gregory Ross
Chief Executive Officer

(signed) "*Pratibha Canaran*"

Pratibha Canaran
Chief Financial Officer

On behalf of the Board of Directors of Foresters Asset Management Inc.

(signed) "*Frank N.C. Lochan*"

Frank N.C. Lochan
Director