

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 Simplified Prospectus 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 simplified prospectus of the Funds dated May 15, 2019 (the “**Prospectus**”) provides certain additional information relating to the Funds and the Prospectus 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 Annual Information Form 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 Prospectus is hereby amended by adding the following immediately after the chart under the heading “Organization and Management of the imaxx Funds”:

“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.

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 also allows you to cancel an agreement to buy mutual fund securities 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 your lawyer.