

MACKENZIE US SMALL-MID CAP GROWTH CLASS

(Formerly Mackenzie US Mid Cap Growth Class)

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2021

MANAGEMENT REPORT

Management's Responsibility for Financial Reporting

The accompanying financial statements have been prepared by Mackenzie Financial Corporation, as Manager of Mackenzie US Small-Mid Cap Growth Class (the "Fund"). The Manager is responsible for the integrity, objectivity and reliability of the data presented. This responsibility includes selecting appropriate accounting principles and making judgments and estimates consistent with International Financial Reporting Standards. The Manager is also responsible for the development of internal controls over the financial reporting process, which are designed to provide reasonable assurance that relevant and reliable financial information is produced.

The Board of Directors (the "Board") of Mackenzie Financial Capital Corporation is responsible for reviewing and approving the financial statements and overseeing the Manager's performance of its financial reporting responsibilities. The Board is assisted in discharging this responsibility by an Audit Committee, which reviews the financial statements and recommends them for approval by the Board. The Audit Committee also meets regularly with the Manager, internal auditors and external auditors to discuss internal controls over the financial reporting process, auditing matters and financial reporting issues.

Deloitte LLP is the external auditor of the Fund. It is appointed by the Board. The external auditor has audited the financial statements in accordance with Canadian generally accepted auditing standards to enable it to express to the securityholders its opinion on the financial statements. Its report is set out below.

On behalf of Mackenzie Financial Corporation,
Manager of the Fund



Barry McInerney
President and Chief Executive Officer



Terry Rountes
Chief Financial Officer, Funds

June 8, 2021

INDEPENDENT AUDITOR'S REPORT

To the Securityholders of Mackenzie US Small-Mid Cap Growth Class (the "Fund")

Opinion

We have audited the financial statements of the Fund, which comprise the statements of financial position as at March 31, 2021 and 2020, and the statements of comprehensive income, changes in financial position and cash flows for the periods then ended, as indicated in Note 1, and notes to the financial statements, including a summary of significant accounting policies (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Fund as at March 31, 2021 and 2020, and its financial performance and its cash flows for the periods then ended, as indicated in Note 1, in accordance with International Financial Reporting Standards ("IFRS").

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards ("Canadian GAAS"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Fund in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

Management is responsible for the other information which comprises the Management Report of Fund Performance.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained the Management Report of Fund Performance prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor's report. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.



MACKENZIE
Investments

MACKENZIE US SMALL-MID CAP GROWTH CLASS

(Formerly Mackenzie US Mid Cap Growth Class)

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2021

INDEPENDENT AUDITOR'S REPORT (cont'd)

In preparing the financial statements, management is responsible for assessing the Fund's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Fund or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Fund's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian GAAS will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian GAAS, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Fund's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Fund's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Fund to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Deloitte LLP

Chartered Professional Accountants
Licensed Public Accountants
Toronto, Ontario
June 8, 2021

MACKENZIE US SMALL-MID CAP GROWTH CLASS

(Formerly Mackenzie US Mid Cap Growth Class)

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2021

STATEMENTS OF FINANCIAL POSITION

at March 31 (in \$ 000 except per security amounts)

| | 2021 | | 2020 | | Net assets attributable to securityholders (note 3) | | | |
|---|------------------|------------------|------|------|---|-------|------------------|------------------|
| | \$ | | \$ | | per security | | per series | |
| | 2021 | 2020 | 2021 | 2020 | 2021 | 2020 | 2021 | 2020 |
| ASSETS | | | | | | | | |
| Current assets | | | | | | | | |
| Investments at fair value | 4,185,233 | 3,236,733 | | | | | | |
| Cash and cash equivalents | 117,930 | 131,077 | | | | | | |
| Dividends receivable | 2,183 | 3,681 | | | | | | |
| Accounts receivable for investments sold | 15,801 | – | | | | | | |
| Accounts receivable for securities issued | 1,752 | 5,219 | | | | | | |
| Unrealized gains on derivative contracts | – | 9,180 | | | | | | |
| Taxes recoverable (note 5) | 2,658 | 652 | | | | | | |
| Total assets | 4,325,557 | 3,386,542 | | | | | | |
| LIABILITIES | | | | | | | | |
| Current liabilities | | | | | | | | |
| Accounts payable for investments purchased | 8,655 | 177 | | | | | | |
| Accounts payable for securities redeemed | 4,419 | 6,178 | | | | | | |
| Due to manager | 208 | 154 | | | | | | |
| Total liabilities | 13,282 | 6,509 | | | | | | |
| Net assets attributable to securityholders | 4,312,275 | 3,380,033 | | | | | | |
| Series A | | | | | 54.71 | 40.04 | 1,072,605 | 859,666 |
| Series AR | | | | | 21.36 | 15.63 | 41,768 | 24,986 |
| Series B | | | | | 28.71 | 21.03 | 453 | 342 |
| Series CL | | | | | 25.49 | – | 8,060 | – |
| Series D | | | | | 20.18 | 14.83 | 13,316 | 9,836 |
| Series F | | | | | 60.57 | 44.65 | 1,599,632 | 1,141,794 |
| Series F5 | | | | | 17.55 | 13.69 | 7,941 | 6,585 |
| Series F8 | | | | | 15.91 | 12.87 | 11,973 | 10,836 |
| Series FB | | | | | 16.27 | 11.96 | 3,473 | 2,210 |
| Series FB5 | | | | | 16.11 | 12.53 | 16 | 11 |
| Series I | | | | | 59.85 | 43.94 | 3,727 | 3,938 |
| Series J | | | | | 29.34 | 21.51 | 1,281 | 855 |
| Series M | | | | | 64.42 | 47.37 | 5,141 | 3,735 |
| Series O | | | | | 60.29 | 44.76 | 62,220 | 297,728 |
| Series PW | | | | | 21.20 | 15.54 | 931,677 | 619,808 |
| Series PWFB | | | | | 13.75 | 10.14 | 25,546 | 16,949 |
| Series PWFB5 | | | | | 16.11 | 12.57 | 394 | 163 |
| Series PWR | | | | | 11.47 | 8.41 | 9,731 | 3,749 |
| Series PWT5 | | | | | 16.37 | 12.70 | 23,686 | 12,620 |
| Series PWT8 | | | | | 16.61 | 13.35 | 22,687 | 13,998 |
| Series PWX | | | | | 22.24 | 16.51 | 21,607 | 12,462 |
| Series PWX8 | | | | | 16.31 | 13.30 | 827 | 597 |
| Series R | | | | | 25.49 | 18.92 | 7,177 | 11,102 |
| Series S | | | | | 20.82 | 15.46 | 1,318 | 742 |
| Series T5 | | | | | 26.00 | 20.14 | 17,464 | 16,578 |
| Series T8 | | | | | 21.16 | 16.98 | 17,627 | 17,600 |
| Series UM | | | | | 10.69 | 7.97 | 1,289 | 909 |
| Q Series | | | | | 54.18 | 39.64 | 125,583 | 95,101 |
| H Series | | | | | 62.57 | 46.03 | 6,088 | 4,282 |
| HW Series | | | | | 11.66 | 8.59 | 5,001 | 2,875 |
| L Series | | | | | 30.72 | 22.51 | 43,657 | 32,765 |
| N Series | | | | | 36.04 | 26.76 | 67,889 | 48,060 |
| QF Series | | | | | 15.50 | 11.40 | 12,797 | 9,142 |
| QFW Series | | | | | 11.66 | 8.60 | 2,470 | 1,559 |
| Series LB | | | | | 29.07 | 21.27 | 25,794 | 22,228 |
| Series LF | | | | | 11.98 | 8.82 | 22,551 | 13,653 |
| Series LW | | | | | 13.38 | 9.80 | 87,809 | 60,569 |
| | | | | | | | 4,312,275 | 3,380,033 |

The accompanying notes are an integral part of these financial statements.

MACKENZIE US SMALL-MID CAP GROWTH CLASS

(Formerly Mackenzie US Mid Cap Growth Class)

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2021

STATEMENTS OF COMPREHENSIVE INCOME

for the periods ended March 31 (in \$ 000 except per security amounts)

| | 2021 \$ | 2020 \$ | Increase (decrease) in net assets attributable to securityholders from operations (note 3) | | | |
|---|------------------|------------------|--|---------|------------------|------------------|
| | | | per security | | per series | |
| | | | 2021 | 2020 | 2021 | 2020 |
| Income | | | | | | |
| Dividends | 45,353 | 37,925 | | | | |
| Interest income | 622 | 2,688 | | | | |
| Other changes in fair value of investments and other net assets | | | | | | |
| Net realized gain (loss) | 244,865 | 611,049 | | | | |
| Net unrealized gain (loss) | 1,410,896 | (1,237,693) | | | | |
| Securities lending income | 173 | 303 | | | | |
| Total income (loss) | 1,701,909 | (585,728) | | | | |
| Expenses (note 6) | | | | | | |
| Management fees | 59,092 | 54,707 | | | | |
| Administration fees | 7,866 | 7,323 | | | | |
| Interest charges | 2 | 2 | | | | |
| Commissions and other portfolio transaction costs | 2,071 | 2,743 | | | | |
| Independent Review Committee fees | 12 | 12 | | | | |
| Other | 4 | 5 | | | | |
| Expenses before amounts absorbed by Manager | 69,047 | 64,792 | | | | |
| Expenses absorbed by Manager | – | – | | | | |
| Net expenses | 69,047 | 64,792 | | | | |
| Increase (decrease) in net assets attributable to securityholders from operations before tax | 1,632,862 | (650,520) | | | | |
| Foreign withholding taxes | 6,275 | 5,127 | | | | |
| Income taxes (note 5) | – | 2 | | | | |
| Increase (decrease) in net assets attributable to securityholders from operations | 1,626,587 | (655,649) | | | | |
| Series A | | | 18.41 | (8.48) | 402,638 | (169,782) |
| Series AR | | | 7.10 | (3.71) | 13,437 | (4,841) |
| Series B | | | 9.53 | (3.37) | 157 | (61) |
| Series CL | | | 0.78 | – | 251 | – |
| Series D | | | 6.82 | (2.98) | 4,873 | (1,955) |
| Series F | | | 20.82 | (10.12) | 548,630 | (228,176) |
| Series F5 | | | 6.14 | (3.50) | 2,804 | (1,429) |
| Series F8 | | | 5.83 | (2.95) | 4,624 | (2,036) |
| Series FB | | | 5.49 | (2.91) | 1,368 | (429) |
| Series FB5 | | | 5.69 | (3.23) | 6 | (2) |
| Series I | | | 20.73 | (8.97) | 1,767 | (748) |
| Series J | | | 9.87 | (4.05) | 426 | (160) |
| Series M | | | 22.15 | (8.17) | 1,849 | (655) |
| Series O | | | 22.75 | (6.81) | 142,754 | (45,924) |
| Series PW | | | 7.11 | (3.62) | 303,855 | (125,327) |
| Series PWFB | | | 4.69 | (2.23) | 9,200 | (2,935) |
| Series PWFB5 | | | 5.37 | (6.67) | 105 | (39) |
| Series PWR | | | 3.73 | (2.93) | 2,360 | (875) |
| Series PWT5 | | | 5.40 | (3.02) | 7,006 | (2,600) |
| Series PWT8 | | | 5.79 | (2.69) | 7,039 | (2,709) |
| Series PWX | | | 7.87 | (2.78) | 7,188 | (2,027) |
| Series PWX8 | | | 6.06 | (2.28) | 304 | (121) |
| Series R | | | 9.82 | (2.82) | 5,421 | (1,708) |
| Series S | | | 7.28 | (2.52) | 448 | (119) |
| Series T5 | | | 9.06 | (4.25) | 7,048 | (3,425) |
| Series T8 | | | 7.57 | (3.32) | 7,320 | (3,396) |
| Series UM | | | 3.74 | (2.41) | 430 | (218) |
| Q Series | | | 18.11 | (7.57) | 45,366 | (18,121) |
| H Series | | | 21.43 | (7.12) | 2,325 | (745) |
| HW Series | | | 4.00 | (1.48) | 1,531 | (502) |
| L Series | | | 10.28 | (4.39) | 15,620 | (6,249) |
| N Series | | | 12.65 | (4.33) | 24,734 | (7,637) |
| QF Series | | | 5.28 | (2.40) | 4,796 | (1,686) |
| QFW Series | | | 3.92 | (1.72) | 855 | (334) |
| Series LB | | | 9.78 | (3.84) | 10,333 | (4,276) |
| Series LF | | | 4.14 | (2.49) | 7,650 | (2,746) |
| Series LW | | | 4.48 | (1.90) | 30,069 | (11,656) |
| | | | | | 1,626,587 | (655,649) |

The accompanying notes are an integral part of these financial statements.

MACKENZIE US SMALL-MID CAP GROWTH CLASS

(Formerly Mackenzie US Mid Cap Growth Class)

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2021

STATEMENTS OF CHANGES IN FINANCIAL POSITION

for the periods ended March 31 (in \$ 000 except per security amounts)

| | 2021 | 2020 | 2021 | 2020 | 2021 | 2020 | 2021 | 2020 | 2021 | 2020 |
|---|------------------|----------------|---------------|---------------|------------|--------------|--------------|----------|---------------|---------------|
| | Series A | | Series AR | | Series B | | Series CL | | Series D | |
| NET ASSETS ATTRIBUTABLE TO SECURITYHOLDERS | \$ | | \$ | | \$ | | \$ | | \$ | |
| Beginning of period | 859,666 | 864,045 | 24,986 | 22,483 | 342 | 531 | – | – | 9,836 | 10,349 |
| Increase (decrease) in net assets from operations | 402,638 | (169,782) | 13,437 | (4,841) | 157 | (61) | 251 | – | 4,873 | (1,955) |
| Dividends paid to securityholders: | | | | | | | | | | |
| Ordinary | – | – | – | – | – | – | (50) | – | – | – |
| Capital gains | (79,455) | (45,799) | (2,398) | (1,088) | (33) | (28) | – | – | (1,077) | (747) |
| Return of capital | – | – | – | – | – | – | – | – | – | – |
| Total dividends paid to securityholders | (79,455) | (45,799) | (2,398) | (1,088) | (33) | (28) | (50) | – | (1,077) | (747) |
| Security transactions: | | | | | | | | | | |
| Proceeds from securities issued | 216,746 | 578,109 | 10,482 | 13,845 | – | – | 8,369 | – | 3,289 | 11,659 |
| Reinvested dividends | 77,851 | 44,926 | 2,397 | 1,087 | 33 | 27 | – | – | 1,055 | 721 |
| Payments on redemption of securities | (404,841) | (411,833) | (7,136) | (6,500) | (46) | (127) | (510) | – | (4,660) | (10,191) |
| Total security transactions | (110,244) | 211,202 | 5,743 | 8,432 | (13) | (100) | 7,859 | – | (316) | 2,189 |
| Total increase (decrease) in net assets | 212,939 | (4,379) | 16,782 | 2,503 | 111 | (189) | 8,060 | – | 3,480 | (513) |
| End of period | 1,072,605 | 859,666 | 41,768 | 24,986 | 453 | 342 | 8,060 | – | 13,316 | 9,836 |

| Increase (decrease) in fund securities (note 7): | Securities | | Securities | | Securities | | Securities | | Securities | |
|---|---------------|---------------|--------------|--------------|------------|-----------|------------|----------|------------|------------|
| Securities outstanding – beginning of period | 21,473 | 17,200 | 1,598 | 1,146 | 16 | 20 | – | – | 663 | 557 |
| Issued | 4,758 | 11,731 | 580 | 726 | – | – | 336 | – | 199 | 633 |
| Reinvested dividends | 1,959 | 938 | 154 | 58 | 2 | 1 | – | – | 73 | 41 |
| Redeemed | (8,583) | (8,396) | (377) | (332) | (2) | (5) | (20) | – | (275) | (568) |
| Securities outstanding – end of period | 19,607 | 21,473 | 1,955 | 1,598 | 16 | 16 | 316 | – | 660 | 663 |

| NET ASSETS ATTRIBUTABLE TO SECURITYHOLDERS | Series F | | Series F5 | | Series F8 | | Series FB | | Series FB5 | |
|---|------------------|------------------|--------------|--------------|---------------|---------------|--------------|--------------|------------|-----------|
| | \$ | | \$ | | \$ | | \$ | | \$ | |
| Beginning of period | 1,141,794 | 946,243 | 6,585 | 3,437 | 10,836 | 8,675 | 2,210 | 1,604 | 11 | 1 |
| Increase (decrease) in net assets from operations | 548,630 | (228,176) | 2,804 | (1,429) | 4,624 | (2,036) | 1,368 | (429) | 6 | (2) |
| Dividends paid to securityholders: | | | | | | | | | | |
| Ordinary | (1,239) | – | (7) | – | (9) | – | – | – | – | – |
| Capital gains | (119,306) | (62,723) | (600) | (363) | (1,195) | (590) | (283) | (108) | (1) | – |
| Return of capital | – | – | (390) | (339) | (1,024) | (878) | – | – | (1) | (1) |
| Total dividends paid to securityholders | (120,545) | (62,723) | (997) | (702) | (2,228) | (1,468) | (283) | (108) | (2) | (1) |
| Security transactions: | | | | | | | | | | |
| Proceeds from securities issued | 444,125 | 768,254 | 1,803 | 6,830 | 1,466 | 6,409 | 2,434 | 2,966 | – | 13 |
| Reinvested dividends | 91,187 | 46,817 | 707 | 417 | 1,512 | 799 | 283 | 108 | 1 | – |
| Payments on redemption of securities | (505,559) | (328,621) | (2,961) | (1,968) | (4,237) | (1,543) | (2,539) | (1,931) | – | – |
| Total security transactions | 29,753 | 486,450 | (451) | 5,279 | (1,259) | 5,665 | 178 | 1,143 | 1 | 13 |
| Total increase (decrease) in net assets | 457,838 | 195,551 | 1,356 | 3,148 | 1,137 | 2,161 | 1,263 | 606 | 5 | 10 |
| End of period | 1,599,632 | 1,141,794 | 7,941 | 6,585 | 11,973 | 10,836 | 3,473 | 2,210 | 16 | 11 |

| Increase (decrease) in fund securities (note 7): | Securities | | Securities | | Securities | | Securities | | Securities | |
|---|---------------|---------------|------------|------------|------------|------------|------------|------------|------------|----------|
| Securities outstanding – beginning of period | 25,575 | 16,947 | 481 | 191 | 842 | 498 | 185 | 107 | 1 | – |
| Issued | 8,840 | 14,061 | 123 | 388 | 104 | 392 | 185 | 202 | – | 1 |
| Reinvested dividends | 2,092 | 888 | 52 | 25 | 119 | 49 | 24 | 8 | – | – |
| Redeemed | (10,098) | (6,321) | (203) | (123) | (313) | (97) | (180) | (132) | – | – |
| Securities outstanding – end of period | 26,409 | 25,575 | 453 | 481 | 752 | 842 | 214 | 185 | 1 | 1 |

The accompanying notes are an integral part of these financial statements.

MACKENZIE US SMALL-MID CAP GROWTH CLASS

(Formerly Mackenzie US Mid Cap Growth Class)

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2021

STATEMENTS OF CHANGES IN FINANCIAL POSITION (cont'd)

for the periods ended March 31 (in \$ 000 except per security amounts)

| | 2021 | 2020 | 2021 | 2020 | 2021 | 2020 | 2021 | 2020 | 2021 | 2020 |
|---|--------------|--------------|--------------|--------------|--------------|--------------|------------------|-----------------|----------------|----------------|
| | Series I | | Series J | | Series M | | Series O | | Series PW | |
| | \$ | | \$ | | \$ | | \$ | | \$ | |
| NET ASSETS ATTRIBUTABLE TO SECURITYHOLDERS | | | | | | | | | | |
| Beginning of period | 3,938 | 4,125 | 855 | 1,015 | 3,735 | 4,564 | 297,728 | 370,900 | 619,808 | 558,599 |
| Increase (decrease) in net assets from operations | 1,767 | (748) | 426 | (160) | 1,849 | (655) | 142,754 | (45,924) | 303,855 | (125,327) |
| Dividends paid to securityholders: | | | | | | | | | | |
| Ordinary | – | – | – | – | – | – | (383) | (1,569) | – | – |
| Capital gains | (413) | (240) | (83) | (55) | (399) | (273) | (37,607) | (25,553) | (60,423) | (32,017) |
| Return of capital | – | – | – | – | – | – | – | – | – | – |
| Total dividends paid to securityholders | (413) | (240) | (83) | (55) | (399) | (273) | (37,990) | (27,122) | (60,423) | (32,017) |
| Security transactions: | | | | | | | | | | |
| Proceeds from securities issued | 735 | 1,118 | – | – | – | – | 10,646 | 31,933 | 212,687 | 340,713 |
| Reinvested dividends | 413 | 240 | 83 | 55 | 397 | 271 | 37,960 | 27,119 | 58,869 | 31,221 |
| Payments on redemption of securities | (2,713) | (557) | – | – | (441) | (172) | (388,878) | (59,178) | (203,119) | (153,381) |
| Total security transactions | (1,565) | 801 | 83 | 55 | (44) | 99 | (340,272) | (126) | 68,437 | 218,553 |
| Total increase (decrease) in net assets | (211) | (187) | 426 | (160) | 1,406 | (829) | (235,508) | (73,172) | 311,869 | 61,209 |
| End of period | 3,727 | 3,938 | 1,281 | 855 | 5,141 | 3,735 | 62,220 | 297,728 | 931,677 | 619,808 |

| | Securities | | Securities | | Securities | | Securities | | Securities | |
|---|------------|-----------|------------|-----------|------------|-----------|--------------|--------------|---------------|---------------|
| Increase (decrease) in fund securities (note 7): | | | | | | | | | | |
| Securities outstanding – beginning of period | 90 | 75 | 40 | 38 | 79 | 77 | 6,651 | 6,603 | 39,882 | 28,671 |
| Issued | 14 | 20 | – | – | – | – | 215 | 587 | 11,604 | 17,779 |
| Reinvested dividends | 10 | 5 | 4 | 2 | 9 | 5 | 878 | 520 | 3,835 | 1,684 |
| Redeemed | (52) | (10) | – | – | (8) | (3) | (6,712) | (1,059) | (11,380) | (8,252) |
| Securities outstanding – end of period | 62 | 90 | 44 | 40 | 80 | 79 | 1,032 | 6,651 | 43,941 | 39,882 |

| | Series PWFB | | Series PWFB5 | | Series PWR | | Series PWT5 | | Series PWT8 | |
|---|---------------|---------------|--------------|------------|--------------|--------------|---------------|---------------|---------------|---------------|
| | \$ | | \$ | | \$ | | \$ | | \$ | |
| NET ASSETS ATTRIBUTABLE TO SECURITYHOLDERS | | | | | | | | | | |
| Beginning of period | 16,949 | 12,723 | 163 | 1 | 3,749 | – | 12,620 | 12,604 | 13,998 | 14,678 |
| Increase (decrease) in net assets from operations | 9,200 | (2,935) | 105 | (39) | 2,360 | (875) | 7,006 | (2,600) | 7,039 | (2,709) |
| Dividends paid to securityholders: | | | | | | | | | | |
| Ordinary | (22) | – | – | – | – | – | – | – | – | – |
| Capital gains | (1,971) | (838) | (19) | – | (408) | – | (1,203) | (679) | (1,347) | (861) |
| Return of capital | – | – | (15) | (5) | – | – | (1,041) | (659) | (1,638) | (1,332) |
| Total dividends paid to securityholders | (1,993) | (838) | (34) | (5) | (408) | – | (2,244) | (1,338) | (2,985) | (2,193) |
| Security transactions: | | | | | | | | | | |
| Proceeds from securities issued | 8,302 | 12,013 | 251 | 207 | 4,215 | 4,910 | 7,263 | 5,811 | 7,253 | 8,374 |
| Reinvested dividends | 1,988 | 835 | 23 | – | 408 | – | 1,593 | 919 | 2,087 | 1,492 |
| Payments on redemption of securities | (8,900) | (4,849) | (114) | (1) | (593) | (286) | (2,552) | (2,776) | (4,705) | (5,644) |
| Total security transactions | 1,390 | 7,999 | 160 | 206 | 4,030 | 4,624 | 6,304 | 3,954 | 4,635 | 4,222 |
| Total increase (decrease) in net assets | 8,597 | 4,226 | 231 | 162 | 5,982 | 3,749 | 11,066 | 16 | 8,689 | (680) |
| End of period | 25,546 | 16,949 | 394 | 163 | 9,731 | 3,749 | 23,686 | 12,620 | 22,687 | 13,998 |

| | Securities | | Securities | | Securities | | Securities | | Securities | |
|---|--------------|--------------|------------|-----------|------------|------------|--------------|------------|--------------|--------------|
| Increase (decrease) in fund securities (note 7): | | | | | | | | | | |
| Securities outstanding – beginning of period | 1,672 | 1,003 | 13 | – | 446 | – | 994 | 754 | 1,048 | 810 |
| Issued | 725 | 1,015 | 17 | 13 | 415 | 475 | 511 | 359 | 482 | 490 |
| Reinvested dividends | 201 | 70 | 2 | – | 49 | – | 124 | 58 | 154 | 88 |
| Redeemed | (740) | (416) | (8) | – | (61) | (29) | (182) | (177) | (318) | (340) |
| Securities outstanding – end of period | 1,858 | 1,672 | 24 | 13 | 849 | 446 | 1,447 | 994 | 1,366 | 1,048 |

The accompanying notes are an integral part of these financial statements.

MACKENZIE US SMALL-MID CAP GROWTH CLASS

(Formerly Mackenzie US Mid Cap Growth Class)

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2021

STATEMENTS OF CHANGES IN FINANCIAL POSITION (cont'd)

for the periods ended March 31 (in \$ 000 except per security amounts)

| | 2021 | 2020 | 2021 | 2020 | 2021 | 2020 | 2021 | 2020 | 2021 | 2020 |
|---|---------------|----------------|-------------|--------------|----------------|----------------|--------------|--------------|---------------|----------------|
| | Series PWX | | Series PWX8 | | Series R | | Series S | | Series T5 | |
| | \$ | | \$ | | \$ | | \$ | | \$ | |
| NET ASSETS ATTRIBUTABLE TO SECURITYHOLDERS | | | | | | | | | | |
| Beginning of period | 12,462 | 13,666 | 597 | 834 | 11,102 | 13,904 | 742 | 861 | 16,578 | 18,010 |
| Increase (decrease) in net assets from operations | 7,188 | (2,027) | 304 | (121) | 5,421 | (1,708) | 448 | (119) | 7,048 | (3,425) |
| Dividends paid to securityholders: | | | | | | | | | | |
| Ordinary | (133) | (66) | (5) | (3) | (44) | (59) | (8) | (4) | – | – |
| Capital gains | (1,561) | (1,022) | (75) | (65) | (1,405) | (985) | (93) | (61) | (1,426) | (968) |
| Return of capital | – | – | (67) | (71) | – | – | – | – | (982) | (974) |
| Total dividends paid to securityholders | (1,694) | (1,088) | (147) | (139) | (1,449) | (1,044) | (101) | (65) | (2,408) | (1,942) |
| Security transactions: | | | | | | | | | | |
| Proceeds from securities issued | 4,540 | 3,712 | – | 85 | 10,857 | 2,879 | 290 | – | 3,365 | 10,007 |
| Reinvested dividends | 1,652 | 1,058 | 86 | 78 | – | – | 101 | 65 | 1,896 | 1,352 |
| Payments on redemption of securities | (2,541) | (2,859) | (13) | (140) | (18,754) | (2,929) | (162) | – | (9,015) | (7,424) |
| Total security transactions | 3,651 | 1,911 | 73 | 23 | (7,897) | (50) | 229 | 65 | (3,754) | 3,935 |
| Total increase (decrease) in net assets | 9,145 | (1,204) | 230 | (237) | (3,925) | (2,802) | 576 | (119) | 886 | (1,432) |
| End of period | 21,607 | 12,462 | 827 | 597 | 7,177 | 11,102 | 1,318 | 742 | 17,464 | 16,578 |

| | Securities | | Securities | | Securities | | Securities | | Securities | |
|---|------------|------------|------------|-----------|------------|------------|------------|-----------|------------|------------|
| Increase (decrease) in fund securities (note 7): | | | | | | | | | | |
| Securities outstanding – beginning of period | 755 | 659 | 45 | 46 | 587 | 585 | 48 | 44 | 823 | 679 |
| Issued | 250 | 186 | – | 5 | 552 | 127 | 17 | – | 151 | 388 |
| Reinvested dividends | 102 | 55 | 7 | 5 | – | – | 7 | 4 | 93 | 54 |
| Redeemed | (135) | (145) | (1) | (11) | (857) | (125) | (9) | – | (395) | (298) |
| Securities outstanding – end of period | 972 | 755 | 51 | 45 | 282 | 587 | 63 | 48 | 672 | 823 |

| | Series T8 | | Series UM | | Q Series | | H Series | | HW Series | |
|---|---------------|----------------|--------------|------------|----------------|-----------------|--------------|----------------|--------------|--------------|
| | \$ | | \$ | | \$ | | \$ | | \$ | |
| NET ASSETS ATTRIBUTABLE TO SECURITYHOLDERS | | | | | | | | | | |
| Beginning of period | 17,600 | 21,395 | 909 | – | 95,101 | 113,247 | 4,282 | 6,050 | 2,875 | 3,158 |
| Increase (decrease) in net assets from operations | 7,320 | (3,396) | 430 | (218) | 45,366 | (18,121) | 2,325 | (745) | 1,531 | (502) |
| Dividends paid to securityholders: | | | | | | | | | | |
| Ordinary | – | – | (2) | (5) | – | – | – | – | (3) | – |
| Capital gains | (1,552) | (1,131) | (112) | – | (8,876) | (5,821) | (487) | (364) | (340) | (209) |
| Return of capital | (1,653) | (1,713) | – | – | – | – | – | – | – | – |
| Total dividends paid to securityholders | (3,205) | (2,844) | (114) | (5) | (8,876) | (5,821) | (487) | (364) | (343) | (209) |
| Security transactions: | | | | | | | | | | |
| Proceeds from securities issued | 4,754 | 10,154 | 166 | 1,133 | 15,530 | 31,561 | 1,518 | 1,823 | 781 | 1,284 |
| Reinvested dividends | 2,061 | 1,544 | – | – | 8,876 | 5,818 | 485 | 362 | 343 | 209 |
| Payments on redemption of securities | (10,903) | (9,253) | (102) | (1) | (30,414) | (31,583) | (2,035) | (2,844) | (186) | (1,065) |
| Total security transactions | (4,088) | 2,445 | 64 | 1,132 | (6,008) | 5,796 | (32) | (659) | 938 | 428 |
| Total increase (decrease) in net assets | 27 | (3,795) | 380 | 909 | 30,482 | (18,146) | 1,806 | (1,768) | 2,126 | (283) |
| End of period | 17,627 | 17,600 | 1,289 | 909 | 125,583 | 95,101 | 6,088 | 4,282 | 5,001 | 2,875 |

| | Securities | | Securities | | Securities | | Securities | | Securities | |
|---|--------------|--------------|------------|------------|--------------|--------------|------------|------------|------------|------------|
| Increase (decrease) in fund securities (note 7): | | | | | | | | | | |
| Securities outstanding – beginning of period | 1,037 | 928 | 114 | – | 2,399 | 2,277 | 93 | 105 | 334 | 293 |
| Issued | 242 | 459 | 18 | 114 | 344 | 650 | 30 | 32 | 73 | 123 |
| Reinvested dividends | 120 | 71 | – | – | 226 | 123 | 11 | 7 | 41 | 21 |
| Redeemed | (566) | (421) | (11) | – | (651) | (651) | (37) | (51) | (19) | (103) |
| Securities outstanding – end of period | 833 | 1,037 | 121 | 114 | 2,318 | 2,399 | 97 | 93 | 429 | 334 |

The accompanying notes are an integral part of these financial statements.

MACKENZIE US SMALL-MID CAP GROWTH CLASS

(Formerly Mackenzie US Mid Cap Growth Class)

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2021

STATEMENTS OF CHANGES IN FINANCIAL POSITION (cont'd)

for the periods ended March 31 (in \$ 000 except per security amounts)

| | 2021 | 2020 | 2021 | 2020 | 2021 | 2020 | 2021 | 2020 |
|---|---------------|----------------|---------------|----------------|---------------|--------------|--------------|--------------|
| | L Series | | N Series | | QF Series | | QFW Series | |
| | \$ | | \$ | | \$ | | \$ | |
| NET ASSETS ATTRIBUTABLE TO SECURITYHOLDERS | | | | | | | | |
| Beginning of period | 32,765 | 37,257 | 48,060 | 54,094 | 9,142 | 8,105 | 1,559 | 1,311 |
| Increase (decrease) in net assets from operations | 15,620 | (6,249) | 24,734 | (7,637) | 4,796 | (1,686) | 855 | (334) |
| Dividends paid to securityholders: | | | | | | | | |
| Ordinary | – | – | (417) | (252) | – | – | (2) | – |
| Capital gains | (3,256) | (1,993) | (6,167) | (3,999) | (1,041) | (496) | (183) | (117) |
| Return of capital | – | – | – | – | – | – | – | – |
| Total dividends paid to securityholders | (3,256) | (1,993) | (6,584) | (4,251) | (1,041) | (496) | (185) | (117) |
| Security transactions: | | | | | | | | |
| Proceeds from securities issued | 7,402 | 11,303 | 10,002 | 21,846 | 2,912 | 5,977 | 1,167 | 1,903 |
| Reinvested dividends | 3,256 | 1,993 | 6,581 | 4,244 | 1,041 | 496 | 185 | 117 |
| Payments on redemption of securities | (12,130) | (9,546) | (14,904) | (20,236) | (4,053) | (3,254) | (1,111) | (1,321) |
| Total security transactions | (1,472) | 3,750 | 1,679 | 5,854 | (100) | 3,219 | 241 | 699 |
| Total increase (decrease) in net assets | 10,892 | (4,492) | 19,829 | (6,034) | 3,655 | 1,037 | 911 | 248 |
| End of period | 43,657 | 32,765 | 67,889 | 48,060 | 12,797 | 9,142 | 2,470 | 1,559 |

| | Securities | | Securities | | Securities | | Securities | |
|---|--------------|--------------|--------------|--------------|------------|------------|------------|------------|
| Increase (decrease) in fund securities (note 7): | | | | | | | | |
| Securities outstanding – beginning of period | 1,455 | 1,320 | 1,796 | 1,611 | 802 | 568 | 181 | 122 |
| Issued | 284 | 411 | 339 | 678 | 231 | 432 | 118 | 182 |
| Reinvested dividends | 146 | 74 | 251 | 136 | 93 | 37 | 22 | 11 |
| Redeemed | (464) | (350) | (502) | (629) | (300) | (235) | (109) | (134) |
| Securities outstanding – end of period | 1,421 | 1,455 | 1,884 | 1,796 | 826 | 802 | 212 | 181 |

| | Series LB | | Series LF | | Series LW | | Total | |
|---|---------------|----------------|---------------|---------------|---------------|-----------------|------------------|------------------|
| | \$ | | \$ | | \$ | | \$ | |
| NET ASSETS ATTRIBUTABLE TO SECURITYHOLDERS | | | | | | | | |
| Beginning of period | 22,228 | 30,602 | 13,653 | 4,689 | 60,569 | 75,745 | 3,380,033 | 3,239,505 |
| Increase (decrease) in net assets from operations | 10,333 | (4,276) | 7,650 | (2,746) | 30,069 | (11,656) | 1,626,587 | (655,649) |
| Dividends paid to securityholders: | | | | | | | | |
| Ordinary | – | – | (12) | – | – | – | (2,336) | (1,958) |
| Capital gains | (2,052) | (1,509) | (1,618) | (531) | (5,940) | (3,991) | (344,405) | (195,224) |
| Return of capital | – | – | – | – | – | – | (6,811) | (5,972) |
| Total dividends paid to securityholders | (2,052) | (1,509) | (1,630) | (531) | (5,940) | (3,991) | (353,552) | (203,154) |
| Security transactions: | | | | | | | | |
| Proceeds from securities issued | 5,130 | 12,658 | 5,110 | 13,369 | 12,946 | 21,271 | 1,026,536 | 1,944,129 |
| Reinvested dividends | 2,048 | 1,509 | 1,603 | 531 | 5,918 | 3,974 | 314,979 | 180,404 |
| Payments on redemption of securities | (11,893) | (16,756) | (3,835) | (1,659) | (15,753) | (24,774) | (1,682,308) | (1,125,202) |
| Total security transactions | (4,715) | (2,589) | 2,878 | 12,241 | 3,111 | 471 | (340,793) | 999,331 |
| Total increase (decrease) in net assets | 3,566 | (8,374) | 8,898 | 8,964 | 27,240 | (15,176) | 932,242 | 140,528 |
| End of period | 25,794 | 22,228 | 22,551 | 13,653 | 87,809 | 60,569 | 4,312,275 | 3,380,033 |

| | Securities | | Securities | | Securities | |
|---|--------------|--------------|--------------|--------------|--------------|--------------|
| Increase (decrease) in fund securities (note 7): | | | | | | |
| Securities outstanding – beginning of period | 1,045 | 1,147 | 1,547 | 422 | 6,180 | 6,166 |
| Issued | 215 | 476 | 511 | 1,228 | 1,135 | 1,737 |
| Reinvested dividends | 97 | 59 | 186 | 51 | 611 | 340 |
| Redeemed | (470) | (637) | (361) | (154) | (1,361) | (2,063) |
| Securities outstanding – end of period | 887 | 1,045 | 1,883 | 1,547 | 6,565 | 6,180 |

The accompanying notes are an integral part of these financial statements.

MACKENZIE US SMALL-MID CAP GROWTH CLASS

(Formerly Mackenzie US Mid Cap Growth Class)

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2021

STATEMENTS OF CASH FLOWS

for the periods ended March 31 (in \$ 000 except per security amounts)

| | 2021 | 2020 |
|---|------------------|------------------|
| | \$ | \$ |
| Cash flows from operating activities | | |
| Net increase (decrease) in net assets attributable to securityholders from operations | 1,626,587 | (655,649) |
| Adjustments for: | | |
| Net realized loss (gain) on investments | (227,318) | (609,939) |
| Change in net unrealized loss (gain) on investments | (1,415,379) | 1,240,518 |
| Purchase of investments | (1,349,655) | (2,443,527) |
| Proceeds from sale and maturity of investments | 2,045,462 | 1,707,336 |
| Change in dividends receivable | 1,498 | (1,692) |
| Change in taxes recoverable | (2,006) | (213) |
| Change in due to manager | 54 | 154 |
| Net cash from operating activities | 679,243 | (763,012) |
| Cash flows from financing activities | | |
| Proceeds from securities issued | 791,200 | 1,679,691 |
| Payments on redemption of securities | (1,445,264) | (850,461) |
| Dividends paid net of reinvestments | (38,573) | (22,750) |
| Net cash from financing activities | (692,637) | 806,480 |
| Net increase (decrease) in cash and cash equivalents | (13,394) | 43,468 |
| Cash and cash equivalents at beginning of period | 131,077 | 87,867 |
| Effect of exchange rate fluctuations on cash and cash equivalents | 247 | (258) |
| Cash and cash equivalents at end of period | 117,930 | 131,077 |
| Cash | 50,721 | 72,445 |
| Cash equivalents | 67,209 | 58,632 |
| Cash and cash equivalents at end of period | 117,930 | 131,077 |
| Supplementary disclosures on cash flow from operating activities: | | |
| Dividends received | 46,851 | 36,233 |
| Taxes paid | 6,275 | 5,129 |
| Interest received | 622 | 2,688 |
| Interest paid | 2 | 2 |

The accompanying notes are an integral part of these financial statements.

MACKENZIE US SMALL-MID CAP GROWTH CLASS

(Formerly Mackenzie US Mid Cap Growth Class)

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2021

SCHEDULE OF INVESTMENTS

As at March 31, 2021

| | Country | Sector | Par Value/ No. of Shares/Units | Average Cost (\$ 000) | Fair Value (\$ 000) |
|---|---------------|------------------------|--------------------------------------|-----------------------------|---------------------------|
| EQUITIES | | | | | |
| A.O. Smith Corp. | United States | Industrials | 1,598,967 | 97,288 | 135,837 |
| Akamai Technologies Inc. | United States | Information Technology | 1,321,569 | 172,842 | 169,213 |
| Alteryx Inc. | United States | Information Technology | 9,157 | 903 | 955 |
| API Group Corp. | United States | Industrials | 683,152 | 13,780 | 17,752 |
| Carter's Inc. | United States | Consumer Discretionary | 1,376,975 | 164,548 | 153,866 |
| Charles River Laboratories International Inc. | United States | Health Care | 148,206 | 28,518 | 53,973 |
| CommVault Systems Inc. | United States | Information Technology | 1,625,241 | 109,073 | 131,718 |
| Dentsply Sirona Inc. | United States | Health Care | 2,026,478 | 114,993 | 162,480 |
| Dolby Laboratories Inc. Class A | United States | Information Technology | 987,854 | 83,195 | 122,537 |
| Equifax Inc. | United States | Industrials | 554,528 | 84,931 | 126,207 |
| ExlService Holdings Inc. | United States | Information Technology | 1,130,915 | 79,774 | 128,119 |
| First Horizon National Corp. | United States | Financials | 4,677,383 | 95,236 | 99,384 |
| Frontdoor Inc. | United States | Consumer Discretionary | 2,267,958 | 128,033 | 153,173 |
| Gartner Inc. | United States | Information Technology | 647,782 | 110,660 | 148,587 |
| Genpact Ltd. | United States | Information Technology | 1,483,120 | 77,875 | 79,798 |
| Healthcare Services Group Inc. | United States | Industrials | 3,299,322 | 129,394 | 116,203 |
| HealthEquity Inc. | United States | Health Care | 1,260,861 | 103,951 | 107,732 |
| Kennedy-Wilson Holdings Inc. | United States | Real Estate | 3,248,799 | 87,438 | 82,501 |
| Keysight Technologies Inc. | United States | Information Technology | 626,490 | 92,270 | 112,884 |
| LivePerson Inc. | United States | Information Technology | 1,443,454 | 74,275 | 95,656 |
| Markel Corp. | United States | Financials | 116,793 | 140,365 | 167,242 |
| MAXIMUS Inc. | United States | Information Technology | 1,512,902 | 125,042 | 169,264 |
| Motorola Solutions Inc. | United States | Information Technology | 625,500 | 124,074 | 147,798 |
| MSC Industrial Direct Co. Inc. Class A | United States | Industrials | 643,871 | 59,308 | 72,967 |
| Parsons Corp. | United States | Industrials | 1,390,116 | 64,498 | 70,637 |
| Polo Ralph Lauren Corp. Class A | United States | Consumer Discretionary | 1,009,395 | 157,334 | 156,207 |
| Premier Inc. Class A | United States | Health Care | 3,287,801 | 145,117 | 139,841 |
| The Progressive Corp. | United States | Financials | 1,562,136 | 127,179 | 187,667 |
| Rackspace Technology Inc. | United States | Information Technology | 3,009,817 | 80,534 | 89,933 |
| Signature Bank | United States | Financials | 570,615 | 81,301 | 162,111 |
| Syneos Health Inc. | United States | Health Care | 1,939,078 | 124,267 | 184,807 |
| Tenable Holdings Inc. | United States | Information Technology | 2,626,552 | 112,432 | 119,422 |
| Verra Mobility Corp. | United States | Information Technology | 4,513,749 | 83,795 | 76,765 |
| Wabtec Corp. | United States | Industrials | 1,905,694 | 197,833 | 189,551 |
| Waters Corp. | United States | Health Care | 146,881 | 39,360 | 52,446 |
| Total equities | | | | 3,511,416 | 4,185,233 |
| Transaction costs | | | | (2,798) | — |
| Total investments | | | | 3,508,618 | 4,185,233 |
| Cash and cash equivalents | | | | | 117,930 |
| Other assets less liabilities | | | | | 9,112 |
| Net assets attributable to securityholders | | | | | 4,312,275 |

MACKENZIE US SMALL-MID CAP GROWTH CLASS

(Formerly Mackenzie US Mid Cap Growth Class)

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2021

SUMMARY OF INVESTMENT PORTFOLIO

| March 31, 2021 | | March 31, 2020 | |
|---------------------------------|-----------------|---------------------------------|-----------------|
| Portfolio Allocation | % of NAV | Portfolio Allocation | % of NAV |
| Equities | 97.1 | Equities | 95.7 |
| Cash and short-term investments | 2.7 | Cash and short-term investments | 3.9 |
| Other assets (liabilities) | 0.2 | Other assets (liabilities) | 0.4 |
| Regional Allocation | % of NAV | Regional Allocation | % of NAV |
| United States | 97.1 | United States | 93.1 |
| Cash and short-term investments | 2.7 | Cash and short-term investments | 3.9 |
| Other assets (liabilities) | 0.2 | Ireland | 2.6 |
| | | Other assets (liabilities) | 0.4 |
| Sector Allocation | % of NAV | Sector Allocation | % of NAV |
| Information technology | 37.0 | Information technology | 31.5 |
| Industrials | 16.9 | Industrials | 18.3 |
| Health care | 16.3 | Health care | 18.0 |
| Financials | 14.3 | Financials | 13.2 |
| Consumer discretionary | 10.7 | Consumer discretionary | 10.4 |
| Cash and short-term investments | 2.7 | Cash and short-term investments | 3.9 |
| Real estate | 1.9 | Consumer staples | 2.6 |
| Other assets (liabilities) | 0.2 | Real estate | 1.7 |
| | | Other assets (liabilities) | 0.4 |

MACKENZIE US SMALL-MID CAP GROWTH CLASS

(Formerly Mackenzie US Mid Cap Growth Class)

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2021

NOTES TO FINANCIAL STATEMENTS

1. Fiscal Periods and General Information

The information provided in these financial statements and notes thereto is for the periods ended or as at March 31, 2021 and 2020, as applicable. In the year a Fund or series is established or reinstated, "period" represents the period from inception or reinstatement. Where a series of a Fund was terminated during either period, the information for the series is provided up to close of business on the termination date. Refer to Note 10 for the formation date of the Fund and the inception date of each series.

The Fund is comprised of one or more classes of shares (referred to as "security" or "securities") of Mackenzie Financial Capital Corporation ("Capitalcorp"), a mutual fund corporation incorporated under the laws of the Province of Ontario, and is authorized to issue up to 1,000 classes of securities of multiple series. The address of the Fund's registered office is 180 Queen Street West, Toronto, Ontario, Canada. Reference is made to the Fund's Simplified Prospectus for additional information on the Fund's structure.

The foregoing financial statements and accompanying notes to the financial statements presented herein are for the Fund. Separate financial statements of each of the other funds of Capitalcorp have also been prepared.

Mackenzie Financial Corporation ("Mackenzie") is the manager of the Fund and is wholly owned by IGM Financial Inc., a subsidiary of Power Corporation of Canada. Canada Life Investment Management Ltd. ("CLIML") is wholly owned by The Canada Life Assurance Company ("Canada Life"), a subsidiary of Power Corporation of Canada. Investments in companies within the Power Group of companies held by the Fund are identified in the Schedule of Investments.

2. Basis of Preparation and Presentation

These audited annual financial statements ("financial statements") have been prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB"). A summary of the Fund's significant accounting policies under IFRS is presented in Note 3.

These financial statements are presented in Canadian dollars, which is the Fund's functional and presentation currency, and rounded to the nearest thousand unless otherwise indicated. These financial statements are prepared on a going concern basis using the historical cost basis, except for financial assets and liabilities that have been measured at fair value.

These financial statements were authorized for issue by the Board of Directors of Mackenzie Financial Corporation on June 8, 2021.

3. Significant Accounting Policies

(a) Financial instruments

Financial instruments include financial assets and liabilities such as debt and equity securities, open-ended investment funds and derivatives. The Fund classifies and measures financial instruments in accordance with IFRS 9, *Financial Instruments* ("IFRS 9"). Upon initial recognition, financial instruments are classified as fair value through profit or loss ("FVTPL"). All financial instruments are recognized in the Statement of Financial Position when the Fund becomes a party to the contractual requirements of the instrument. Financial assets are derecognized when the right to receive cash flows from the instrument has expired or the Fund has transferred substantially all risks and rewards of ownership. Financial liabilities are derecognized when the obligation is discharged, cancelled or expires. As such, investment purchase and sale transactions are recorded as of the trade date.

Financial instruments are subsequently measured at FVTPL with changes in fair value recognized in the Statement of Comprehensive Income – Other changes in fair value of investments and other net assets – Net unrealized gain (loss).

The cost of investments is determined on a weighted average cost basis.

Realized and unrealized gains and losses on investments are calculated based on the weighted average cost of investments and exclude commissions and other portfolio transaction costs, which are separately reported in the Statement of Comprehensive Income – Commissions and other portfolio transaction costs.

Gains and losses arising from changes in the fair value of the investments are included in the Statement of Comprehensive Income for the period in which they arise.

The Fund accounts for its holdings in unlisted open-ended investment funds and exchange-traded funds, if any, at FVTPL. Mackenzie has concluded that any unlisted open-ended investment funds and exchange-traded funds in which the Fund invests, do not meet either the definition of a structured entity or the definition of an associate.

The Fund's redeemable securities entitle securityholders the right to redeem their interest in the Fund for cash equal to their proportionate share of the net asset value of the Fund, amongst other contractual rights. The Fund's redeemable securities meet the criteria for classification as financial liabilities under IAS 32, *Financial Instruments: Presentation*. The Fund's obligation for net assets attributable to securityholders is presented at the redemption amount.

MACKENZIE US SMALL-MID CAP GROWTH CLASS

(Formerly Mackenzie US Mid Cap Growth Class)

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2021

NOTES TO FINANCIAL STATEMENTS

3. Significant Accounting Policies (cont'd)

(a) Financial instruments (cont'd)

IAS 7, *Statement of Cash Flows*, requires disclosures related to changes in liabilities and assets, such as the securities of the Fund, arising from financing activities. Changes in securities of the Fund, including both changes from cash flows and non-cash changes, are included in the Statement of Changes in Financial Position. Any changes in the securities not settled in cash as at the end of the period are presented as either Accounts receivable for securities issued or Accounts payable for securities redeemed in the Statement of Financial Position. These accounts receivable and accounts payable amounts typically settle shortly after period-end.

(b) Fair value measurement

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Investments listed on a public securities exchange or traded on an over-the-counter market are valued on the basis of the last traded market price or close price recorded by the security exchange on which the security is principally traded, where this price falls within the quoted bid-ask spread for the investment. In circumstances where this price is not within the bid-ask spread, Mackenzie determines the point within the bid-ask spread that is most representative of fair value based on the specific facts and circumstances. Mutual fund securities of an underlying fund are valued on a business day at the price calculated by the manager of such underlying fund in accordance with the constating documents of such underlying fund. Unlisted or non-exchange traded investments, or investments where a last sale or close price is unavailable or investments for which market quotations are, in Mackenzie's opinion, inaccurate, unreliable, or not reflective of all available material information, are valued at their fair value as determined by Mackenzie using appropriate and accepted industry valuation techniques including valuation models. The fair value determined using valuation models requires the use of inputs and assumptions based on observable market data including volatility and other applicable rates or prices. In limited circumstances, the fair value may be determined using valuation techniques that are not supported by observable market data.

Cash and cash equivalents which includes cash on deposit with financial institutions and short-term investments that are readily convertible to cash, are subject to an insignificant risk of changes in value, and are used by the Fund in the management of short-term commitments. Cash and cash equivalents are reported at fair value which closely approximates their amortized cost due to their nature of being highly liquid and having short terms to maturity. Bank overdraft positions are presented under current liabilities as bank indebtedness in the Statement of Financial Position.

The Fund may use derivatives (such as written options, futures, forward contracts, swaps or customized derivatives) to hedge against losses caused by changes in securities prices, interest rates or exchange rates. The Fund may also use derivatives for non-hedging purposes in order to invest indirectly in securities or financial markets, to gain exposure to other currencies, to seek to generate additional income, and/or for any other purpose considered appropriate by the Fund's portfolio manager(s), provided that the use of the derivative is consistent with the Fund's investment objectives. Any use of derivatives will comply with Canadian mutual fund laws, subject to the regulatory exemptions granted to the Fund, as applicable. Refer to "Exemptions from National Instrument 81-102" in the Annual Information Form of the Fund for further details, including the complete conditions of these exemptions, as applicable.

Valuations of derivative instruments are carried out daily, using normal exchange reporting sources for exchange-traded derivatives and specific broker enquiry for over-the-counter derivatives.

The value of forward contracts is the gain or loss that would be realized if, on the valuation date, the positions were to be closed out. The change in value of forward contracts is included in the Statement of Comprehensive Income – Other changes in fair value of investments and other net assets – Net unrealized gain (loss).

The value of futures contracts or swaps fluctuates daily, and cash settlements made daily, where applicable, by the Fund are equal to the change in unrealized gains or losses that are best determined at the settlement price. These unrealized gains or losses are recorded and reported as such until the Fund closes out the contract or the contract expires. Margin paid or deposited in respect of futures contracts or swaps is reflected as a receivable in the Statement of Financial Position – Margin on derivatives. Any change in the variation margin requirement is settled daily.

Premiums paid for purchasing an option are recorded in the Statement of Financial Position – Investments at fair value.

Premiums received from writing options are included in the Statement of Financial Position as a liability and subsequently adjusted daily to fair value. If a written option expires unexercised, the premium received is recognized as a realized gain. If a written call option is exercised, the difference between the proceeds of the sale plus the value of the premium, and the cost of the security is recognized as a realized gain or loss. If a written put option is exercised, the cost of the security acquired is the exercise price of the option less the premium received.

Refer to the Schedule of Derivative Instruments and Schedule of Options Purchased/Written, as applicable, included in the Schedule of Investments for a listing of derivative and options positions as at March 31, 2021.

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NOTES TO FINANCIAL STATEMENTS

3. Significant Accounting Policies (cont'd)

(b) Fair value measurement (cont'd)

The Fund categorizes the fair value of its assets and liabilities into three categories, which are differentiated based on the observable nature of the inputs and extent of estimation required.

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly. Examples of Level 2 valuations include quoted prices for similar securities, quoted prices on inactive markets and from recognized investment dealers, and the application of factors derived from observable data to non-North American quoted prices in order to estimate the impact of differences in market closing times.

Financial instruments classified as Level 2 investments are valued based on the prices provided by an independent reputable pricing services company who prices the securities based on recent transactions and quotes received from market participants and through incorporating observable market data and using standard market convention practices. Short-term investments classified as Level 2 investments are valued based on amortized cost plus accrued interest which closely approximates fair value.

The estimated fair values for these securities may be different from the values that would have been used had a ready market for the investment existed; and

Level 3 – Inputs that are not based on observable market data.

The inputs are considered observable if they are developed using market data, such as publicly available information about actual events or transactions, and that reflect the assumption that market participants would use when pricing the asset or liability.

See Note 10 for the fair value classifications of the Fund.

(c) Income recognition

Interest income from interest bearing investments is recognized using the effective interest method. Dividends are accrued as of the ex-dividend date. Realized gains or losses on the sale of investments, including foreign exchange gains or losses on such investments, are calculated on an average cost basis. Distributions received from an underlying fund are included in interest income, dividend income, realized gains (losses) on sale of investments or fee rebate income, as appropriate, on the ex-dividend or distribution date.

Income, realized gains (losses) and unrealized gains (losses) are allocated daily among the series on a pro-rata basis.

(d) Commissions and other portfolio transaction costs

Commissions and other portfolio transaction costs are costs incurred to acquire, issue or dispose of financial assets or liabilities. They include fees and commissions paid to agents, exchanges, brokers, dealers and other intermediaries. The total brokerage commissions incurred by the Fund in connection with portfolio transactions for the periods, together with other transaction charges, is disclosed in the Statements of Comprehensive Income. Brokerage business is allocated to brokers based on the best net result for the Fund. Subject to this criteria, commissions may be paid to brokerage firms which provide (or pay for) certain services, other than order execution, which may include investment research, analysis and reports, and databases or software in support of these services. Where applicable and ascertainable, the value of third-party services that were paid for by brokers during the periods is disclosed in Note 10. The value of certain proprietary services provided by brokers cannot be reasonably estimated.

(e) Securities lending, repurchase and reverse repurchase transactions

The Fund is permitted to enter into securities lending, repurchase and reverse repurchase transactions as set out in the Fund's Simplified Prospectus. These transactions involve the temporary exchange of securities for collateral with a commitment to redeliver the same securities on a future date.

Income is earned from these transactions in the form of fees paid by the counterparty and, in certain circumstances, interest paid on cash or securities held as collateral. Income earned from these transactions included in the Statement of Comprehensive Income and recognized when earned. Securities lending transactions are administered by The Bank of New York Mellon (the "Securities Lending Agent"). The value of cash or securities held as collateral must be at least 102% of the fair value of the securities loaned, sold or purchased.

Note 10 summarizes the details of securities loaned and collateral received, as well as a reconciliation of securities lending income, if applicable. Collateral received is comprised of debt obligations of the Government of Canada and other countries, Canadian provincial and municipal governments, and financial institutions.

(f) Offsetting

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position only when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. In the normal course of business, the Fund enters into various master netting agreements or similar agreements that do not meet the criteria for offsetting in the Statement of Financial Position but still allow for the related amounts to be set off in certain circumstances, such as bankruptcy or termination of the contracts. Note 10 summarizes the details of such offsetting, if applicable, subject to master netting arrangements or other similar agreements and the net impact to the Statements of Financial Position if all such rights were exercised.

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NOTES TO FINANCIAL STATEMENTS

3. Significant Accounting Policies (cont'd)

(f) Offsetting (cont'd)

Income and expenses are not offset in the Statement of Comprehensive Income unless required or permitted to by an accounting standard, as specifically disclosed in the IFRS policies of the Fund.

(g) Currency

The functional and presentation currency of the Fund is Canadian dollars. Foreign currency purchases and sales of investments and foreign currency dividend and interest income and expenses are translated to Canadian dollars at the rate of exchange prevailing at the time of the transactions.

Foreign exchange gains (losses) on purchases and sales of foreign currencies are included in the Statement of Comprehensive Income – Other changes in fair value of investments and other net assets – Net realized gain (loss).

The fair value of investments and other assets and liabilities, denominated in foreign currencies, are translated to Canadian dollars at the rate of exchange prevailing on each business day.

(h) Net assets attributable to securityholders per security

Net assets attributable to securityholders per security is computed by dividing the net assets attributable to securityholders of a series of securities on a business day by the total number of securities of the series outstanding on that day.

(i) Net asset value per security

The daily Net Asset Value (“NAV”) of an investment fund may be calculated without reference to IFRS as per the Canadian Securities Administrators’ (“CSA”) regulations. The difference between NAV and Net assets attributable to securityholders (as reported in the financial statements), if any, is mainly due to differences in fair value of investments and other financial assets and liabilities and is disclosed in Note 10.

(j) Increase (decrease) in net assets attributable to securityholders from operations per security

Increase (decrease) in net assets attributable to securityholders from operations per security in the Statement of Comprehensive Income represents the increase (decrease) in net assets attributable to securityholders from operations for the period, divided by the weighted average number of securities outstanding during the period.

(k) Mergers

The Fund applies the acquisition method of accounting for Fund mergers. Under this method, one of the Funds in each merger is identified as the acquiring Fund, and is referred to as the Continuing Fund, and the other Fund involved in the merger is referred to as the Terminated Fund. This identification is based on the comparison of the relative net asset values of the Funds as well as consideration of the continuation of such aspects of the Continuing Fund as: investment advisors; investment objectives and practices; type of portfolio securities; and management fees and expenses.

(l) Future accounting changes

The Fund has determined there are no material implications to the Fund’s financial statements arising from IFRS issued but not yet effective.

4. Critical Accounting Estimates and Judgments

The preparation of these financial statements requires management to make estimates and assumptions that primarily affect the valuation of investments. Estimates and assumptions are reviewed on an ongoing basis. Actual results may differ from these estimates.

Governments worldwide have enacted various measures in seeking to combat the spread of the COVID-19 virus. These measures have led to significant volatility in equity markets and material disruption to businesses globally, resulting in an economic slowdown.

Ongoing uncertainty regarding the duration and long-term impact of the pandemic and the implementation of vaccination programs, as well as the efficacy of government and central bank monetary and fiscal interventions, may continue to affect the Fund’s performance in future periods.

The following discusses the most significant accounting judgments and estimates made in preparing the financial statements:

Use of Estimates

Fair value of securities not quoted in an active market

The Fund may hold financial instruments that are not quoted in active markets and are valued using valuation techniques that make use of observable data, to the extent practicable. Various valuation techniques are utilized, depending on a number of factors, including comparison with similar instruments for which observable market prices exist and recent arm’s length market transactions. Key inputs and assumptions used are company specific and may include estimated discount rates and expected price volatilities. Changes in key inputs could affect the reported fair value of these financial instruments held by the Fund.

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4. Critical Accounting Estimates and Judgments (cont'd)

Use of Judgments

Classification and measurement of investments and application of the fair value option

In classifying and measuring financial instruments held by the Fund, Mackenzie is required to make significant judgments in order to determine the most appropriate classification in accordance with IFRS 9. Mackenzie has assessed the Fund's business model, the manner in which all financial instruments are managed and performance evaluated as a group on a fair value basis, and concluded that FVTPL in accordance with IFRS 9 provides the most appropriate measurement and presentation of the Fund's financial instruments.

Functional currency

The Fund's functional and presentation currency is the Canadian dollar, which is the currency considered to best represent the economic effects of the Fund's underlying transactions, events and conditions taking into consideration the manner in which securities are issued and redeemed and how returns and performance by the Fund are measured.

Structured entities and associates

In determining whether an unlisted open-ended investment fund or an exchange-traded fund in which the Fund invests, but that it does not consolidate, meets the definitions of either a structured entity or of an associate, Mackenzie is required to make significant judgments about whether these underlying funds have the typical characteristics of a structured entity or of an associate. Mackenzie has assessed the characteristics of these underlying funds and has concluded that they do not meet the definition of either a structured entity or of an associate because the Fund does not have contracts or financing arrangements with these underlying funds and the Fund does not have an ability to influence the activities of these underlying funds or the returns it receives from investing in these underlying funds.

5. Income Taxes

Capitalcorp qualifies as a mutual fund corporation under the provisions of the Income Tax Act (Canada). The taxation year-end for Capitalcorp is March 31.

Capitalcorp is a single legal entity for tax purposes and is not taxed on a fund-by-fund basis. As such, non-capital and capital losses of Capitalcorp may be applied against the income and/or capital gains attributable to Capitalcorp as a whole irrespective of the Fund from which the income, gains and/or losses arose. Therefore, where a Fund has positive net taxable income, the current tax liability has been offset with the utilization of unused tax losses of Capitalcorp to the extent possible.

Taxable Canadian dividends received and capital gains realized by Capitalcorp are subject to tax in a similar manner as any other corporation. Any taxes paid in respect of Canadian dividends or capital gains are refundable upon the payment of Canadian dividends or capital gains dividends, respectively, to securityholders based on a formula which includes proceeds paid on securities of Capitalcorp redeemed by securityholders. As a result, no tax provision is made in respect of Canadian dividends or capital gains. Any refundable tax allocated to the Fund is included in the Statement of Financial Position – Taxes recoverable. Payment of Canadian dividends, if any, will be made by Capitalcorp's taxation year-end and capital gains dividends, if any, will be paid within 60 days of Capitalcorp's taxation year-end. Dividends are declared separately for each series of each Fund.

Income from other sources, such as interest and foreign income ("Ordinary Income"), is taxed at standard corporate rates. To the extent that Capitalcorp has positive Ordinary Income net of expenses ("Net Ordinary Income") Capitalcorp will be required to pay corporate income tax as a whole. The Fund is allocated a portion of this expense based on its series' contribution to Capitalcorp's overall tax liability. Any income tax expense allocated to the Fund is included in the Statement of Comprehensive Income – Income taxes.

Capitalcorp follows the asset and liability method of accounting for income taxes whereby deferred income tax assets and liabilities reflect the expected future tax consequences of temporary differences between the carrying amounts of assets and liabilities and their tax bases. Deferred income tax assets and liabilities are measured based on the enacted or substantively enacted tax rates which are expected to be in effect when the underlying items of Net Ordinary Income are expected to be realized.

Temporary differences between the carrying value of assets and liabilities for accounting and tax purposes give rise to deferred income tax assets and liabilities. Where the fair value of the portfolio investments exceeds their cost, a deferred tax liability arises. This deferred tax liability for refundable taxes payable is offset with the refund expected upon payment of capital gains dividends. Where the cost of the portfolio investments exceeds their market value, a deferred tax asset is generated. A full valuation allowance is taken to offset this asset given the uncertainty that such deferred assets will ultimately be realized. Unused capital and non-capital losses, as disclosed below, also represent deferred tax assets for which a full valuation allowance has been established.

As at the last taxation year-end, there were no capital and non-capital losses available to carry forward for tax purposes.

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6. Management Fees and Operating Expenses

Mackenzie is paid a management fee for managing the investment portfolio, providing investment analysis and recommendations, making investment decisions, making brokerage arrangements relating to the purchase and sale of the investment portfolio and making arrangements with registered dealers for the purchase and sale of securities of the Fund by investors. The management fee is calculated on each series of securities of the Fund as a fixed annual percentage of the daily net asset value of the series.

Each series of the Fund, except B-Series, is charged a fixed rate annual administration fee ("Administration Fee") and in return, Mackenzie bears all of the operating expenses of the Fund, other than certain specified fund costs. The Administration Fee is calculated on each series of securities of the Fund as a fixed annual percentage of the daily net asset value of the series.

Other fund costs include taxes (including, but not limited to GST/HST and income tax), interest and borrowing costs, all fees and expenses of the Mackenzie Funds' Independent Review Committee (IRC), costs of complying with the regulatory requirement to produce Fund Facts, fees paid to external service providers associated with tax reclaims, refunds or the preparation of foreign tax reports on behalf of the Funds, new fees related to external services that were not commonly charged in the Canadian mutual fund industry and introduced after the date of the most recently filed simplified prospectus, and the costs of complying with any new regulatory requirements, including, without limitation, any new fees introduced after the date of the most recently filed simplified prospectus.

All expenses relating to the operation of the Fund attributable to B-Series securities will be charged to that particular series. Operating expenses include legal, audit, transfer agent, custodian, administration and trustee services, cost of financial reporting and Simplified Prospectus printing, regulatory filing fees and other miscellaneous expenses specifically attributable to the B-Series securities and any applicable taxes.

Mackenzie may waive or absorb management fees and/or Administration Fees at its discretion and stop waiving or absorbing such fees at any time without notice. Refer to Note 10 for the management fee and Administration Fee rates charged to each series of securities.

7. Fund's Capital

The capital of the Fund, which is comprised of the net assets attributable to securityholders, is divided into different series with each series having an unlimited number of securities. The securities outstanding for the Fund as at March 31, 2021 and 2020 and securities issued, reinvested and redeemed for the periods are presented in the Statement of Changes in Financial Position. Mackenzie manages the capital of the Fund in accordance with the investment objectives as discussed in Note 10.

8. Financial Instruments Risk

i. Risk exposure and management

The Fund's investment activities expose it to a variety of financial risks, as defined in IFRS 7, *Financial Instruments: Disclosures* ("IFRS 7"). The Fund's exposure to financial risks is concentrated in its investments, which are presented in the Schedule of Investments, as at March 31, 2021, grouped by asset type, with geographic and sector information.

Mackenzie seeks to minimize potential adverse effects of financial risks on the Fund's performance by employing professional, experienced portfolio advisors, by monitoring the Fund's positions and market events daily, by diversifying the investment portfolio within the constraints of the Fund's investment objectives, and where applicable, by using derivatives to hedge certain risk exposures. To assist in managing risks, Mackenzie also maintains a governance structure that oversees the Fund's investment activities and monitors compliance with the Fund's stated investment strategy, internal guidelines, and securities regulations.

ii. Liquidity risk

Liquidity risk arises when the Fund encounters difficulty in meeting its financial obligations as they come due. The Fund is exposed to liquidity risk due to potential daily cash redemptions of redeemable securities. In order to monitor the liquidity of its assets, the Fund utilizes a liquidity risk management program that calculates the number of days to convert the investments held by the Fund into cash using a multi-day liquidation approach. This liquidity risk analysis assesses the Fund's liquidity against predetermined minimum liquidity percentages established for different time periods and is monitored quarterly. In addition, the Fund has the ability to borrow up to 5% of its net assets for the purposes of funding redemptions.

In order to comply with securities regulations, the Fund must maintain at least 85% of its assets in liquid investments (i.e., investments that can be readily sold).

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8. Financial Instruments Risk (cont'd)

iii. Currency risk

Currency risk is the risk that financial instruments which are denominated or exchanged in a currency other than the Canadian dollar, which is the Fund's functional currency, will fluctuate due to changes in exchange rates. Generally, foreign denominated investments increase in value when the value of the Canadian dollar (relative to foreign currencies) falls. Conversely, when the value of the Canadian dollar rises relative to foreign currencies, the values of foreign denominated investments fall.

Note 10 indicates the foreign currencies, if applicable, to which the Fund had significant exposure, including both monetary and non-monetary financial instruments, and illustrates the potential impact, in Canadian dollar terms, to the Fund's net assets had the Canadian dollar strengthened or weakened by 5% relative to all foreign currencies, all other variables held constant. In practice, the actual trading results may differ and the difference could be material.

The Fund's sensitivity to currency risk illustrated in Note 10 includes potential indirect impacts from underlying funds and ETFs in which the Fund invests, and/or derivative contracts including forward currency contracts. Other financial assets and liabilities (including dividends and interest receivable, and receivables/payables for investments sold/purchased) that are denominated in foreign currencies do not expose the Fund to significant currency risk.

iv. Interest rate risk

Interest rate risk arises on interest-bearing financial instruments. The Fund is exposed to the risk that the value of interest-bearing financial instruments will fluctuate due to changes in the prevailing levels of market interest rates. Generally, these securities increase in value when interest rates fall and decrease in value when interest rates rise.

If significant, Note 10 summarizes the Fund's interest-bearing financial instruments by remaining term to maturity and illustrates the potential impact to the Fund's net assets had prevailing interest rates increased or decreased by 1%, assuming a parallel shift in the yield curve, all other variables held constant. In practice, the actual trading results may differ and the difference could be material.

The Fund's sensitivity to interest rate risk illustrated in Note 10 includes potential indirect impacts from underlying funds and ETFs in which the Fund invests, and/or derivative contracts. Cash and cash equivalents and other money market instruments are short term in nature and are not generally subject to significant amounts of interest rate risk.

v. Other price risk

Other price risk is the risk that the value of financial instruments will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or currency risk), whether caused by factors specific to an individual investment, its issuer, or all factors affecting all instruments traded in a market or market segment. All investments present a risk of loss of capital. This risk is managed through a careful selection of investments and other financial instruments within the parameters of the investment strategies. Except for certain derivative contracts, the maximum risk resulting from financial instruments is equivalent to their fair value. The maximum risk of loss on certain derivative contracts such as forwards, swaps and futures contracts is equal to their notional values. In the case of written call (put) options and short futures contracts, the loss to the Fund continues to increase, theoretically without limit, as the fair value of the underlying interest increases (decreases). However, these instruments are generally used within the overall investment management process to manage the risk from the underlying investments and do not typically increase the overall risk of loss to the Fund. This risk is mitigated by ensuring that the Fund holds a combination of the underlying interest, cash cover and/or margin that is equal to or greater than the value of the derivative contract.

Other price risk typically arises from exposure to equity and commodity securities. If significant, Note 10 illustrates the potential increase or decrease in the Fund's net assets, had the prices on the respective exchanges for these securities increased or decreased by 10%, all other variables held constant. In practice, the actual trading results may differ and the difference could be material.

The Fund's sensitivity to other price risk illustrated in Note 10 includes potential indirect impacts from underlying funds and ETFs in which the Fund invests, and/or derivative contracts.

vi. Credit risk

Credit risk is the risk that a counterparty to a financial instrument will fail to discharge an obligation or commitment that it has entered into with the Fund. Note 10 summarizes the Fund's exposure, if applicable and significant, to credit risk.

If presented, credit ratings and rating categories are based on ratings issued by a designated rating organization. Indirect exposure to credit risk may arise from fixed-income securities, such as bonds, held by underlying funds and ETFs, if any. The fair value of debt securities includes consideration of the creditworthiness of the debt issuer.

To minimize the possibility of settlement default, securities are exchanged for payment simultaneously, where market practices permit, through the facilities of a central depository and/or clearing agency where customary.

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8. Financial Instruments Risk (cont'd)

vi. Credit risk (cont'd)

The carrying amount of investments and other assets represents the maximum credit risk exposure as at the date of the Statement of Financial Position. The Fund may enter into securities lending transactions with counterparties and it may also be exposed to credit risk from the counterparties to the derivative instruments it may use. Credit risk associated with these transactions is considered minimal as all counterparties have a rating equivalent to a designated rating organization's credit rating of not less than A-1 (low) on their short-term debt and of A on their long-term debt, as applicable.

vii. Underlying funds

The Fund may invest in underlying funds and may be indirectly exposed to currency risk, interest rate risk, other price risk and credit risk from fluctuations in the value of financial instruments held by the underlying funds. Note 10 summarizes the Fund's exposure, if applicable and significant, to these risks from underlying funds.

9. Other Information

Abbreviations

Foreign currencies, if any, are presented in these financial statements using the following abbreviated currency codes:

| Currency Code | Description | Currency Code | Description | Currency Code | Description |
|---------------|-----------------------------|---------------|---------------------|---------------|-----------------------|
| AUD | Australian dollars | HKD | Hong Kong dollars | PKR | Pakistani rupee |
| AED | United Arab Emirates Dirham | HUF | Hungarian forint | PLN | Polish zloty |
| BRL | Brazilian real | IDR | Indonesian rupiah | QAR | Qatar Rial |
| CAD | Canadian dollars | ILS | Israeli shekel | RON | Romanian leu |
| CHF | Swiss franc | INR | Indian rupee | RUB | Russian ruble |
| CKZ | Czech koruna | JPY | Japanese yen | SAR | Saudi riyal |
| CLP | Chilean peso | KOR | South Korean won | SEK | Swedish krona |
| CNY | Chinese yuan | MXN | Mexican peso | SGD | Singapore dollars |
| COP | Colombian peso | MYR | Malaysian ringgit | THB | Thailand baht |
| CZK | Czech koruna | NGN | Nigerian naira | TRL | Turkish lira |
| DKK | Danish krone | NOK | Norwegian krona | USD | United States dollars |
| EGP | Egyptian pound | NTD | New Taiwan dollar | VND | Vietnamese dong |
| EUR | Euro | NZD | New Zealand dollars | ZAR | South African rand |
| GBP | United Kingdom pounds | PEN | Peruvian nuevo sol | ZMW | Zambian kwacha |
| GHS | Ghana Cedi | PHP | Philippine peso | | |

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10. Fund Specific Information (in '000, except for (a))

(a) Fund Formation and Series Information

Date of Formation October 28, 2002

The Fund may issue an unlimited number of securities of each series. The number of issued and outstanding securities of each series is disclosed in the Statements of Changes in Financial Position.

Series Offered by Mackenzie Financial Corporation (180 Queen Street West, Toronto, Ontario, M5V 3K1; 1-800-387-0614; www.mackenzieinvestments.com)

Series A, Series AR, Series D, Series F, Series F5, Series F8, Series FB, Series FB5, Series I, Series O, Series PW, Series PWFB, Series PWFB5, Series PWR, Series PWT5, Series PWT8, Series PWX, Series PWX8, Series R, Series S, Series T5 and Series T8 were closed to new sales on October 29, 2020, except for purchases by the following types of investor: 1) those who have held securities of the Fund since October 29, 2020; 2) those who purchase through a discretionary account and whose advisor has signed an acknowledgement of portfolio management registration with Mackenzie to purchase securities of the Fund; and 3) those who purchase through dealer model portfolio programs where the dealer has trading authority or discretionary authority over the portfolio and the Fund was part of the portfolio as of October 29, 2020.

Series CL securities are offered exclusively to mutual funds and segregated funds managed by The Canada Life Assurance Company and its subsidiaries.

Series UM securities are offered only to certain institutional investors.

Series B securities were created specifically for the purpose of implementing mergers affecting the Fund and are not available for sale.

Series J and Series M securities are no longer available for sale.

Series Distributed by Quadrus Investment Services Ltd. (255 Dufferin Ave., London, Ontario, N6A 4K1; 1-888-532-3322; www.canadalifeinvest.ca)

Q Series, H Series, HW Series, L Series, N Series, QF Series and QFW Series were closed to new sales on October 29, 2020, except for additional purchases by investors who have held securities of the Fund since that date. Before August 14, 2020, Q Series securities were known as Quadrus Series.

Series Distributed by LBC Financial Services Inc. (1360 René-Lévesque Blvd. West, 13th Floor, Montréal, Québec H3G 0A9; 1-800-522-1846; www.laurentianbank.ca/mackenzie)

Series LB, Series LF and Series LW were closed to new sales on October 29, 2020, except for additional purchases by investors who have held securities of the Fund since that date.

An investor in the Fund may choose among different purchase options that are available under each series. These purchase options are a sales charge purchase option, a redemption charge purchase option, various low-load purchase options and a no-load purchase option. The charges under the sales charge purchase option are negotiated by investors with their dealers. The charges under the redemption charge and low-load purchase options are paid to Mackenzie if an investor redeems securities of the Fund during specific periods. Not all purchase options are available under each series of the Fund, and the charges for each purchase option may vary among the different series. For further details on these purchase options, please refer to the Fund's Simplified Prospectus and Fund Facts.

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10. Fund Specific Information (in '000, except for (a)) (cont'd)

(a) Fund Formation and Series Information (cont'd)

| Series | Inception/ Reinstatement Date | Management Fees | Administration Fees |
|-------------------------|----------------------------------|------------------|---------------------|
| Series A | November 8, 2002 | 2.00% | 0.28% |
| Series AR | October 15, 2013 | 2.00% | 0.31% |
| Series B | June 15, 2012 | 1.75% | 0.31% |
| Series CL | January 11, 2021 | —* | —* |
| Series D | December 18, 2013 | 1.25% | 0.20% |
| Series F | January 9, 2003 | 0.80% | 0.15% |
| Series F5 | October 16, 2017 | 0.80% | 0.15% |
| Series F8 | October 16, 2017 | 0.80% | 0.15% |
| Series FB | October 26, 2015 | 1.00% | 0.28% |
| Series FB5 | October 24, 2018 | 1.00% | 0.28% |
| Series I | December 18, 2002 | 1.35% | 0.28% |
| Series J | February 17, 2011 | 1.75% | 0.25% |
| Series M | November 8, 2002 | Up to 1.00% | 0.28% |
| Series O | October 25, 2004 | — ⁽¹⁾ | —* |
| Series PW | October 17, 2013 | 1.80% | 0.15% |
| Series PWFB | April 3, 2017 | 0.80% | 0.15% |
| Series PWFB5 | October 24, 2018 | 0.80% | 0.15% |
| Series PWR | April 1, 2019 | 1.80% | 0.15% |
| Series PWT5 | April 3, 2017 | 1.80% | 0.15% |
| Series PWT8 | December 20, 2013 | 1.80% | 0.15% |
| Series PWX | October 16, 2013 | — ⁽²⁾ | — ⁽²⁾ |
| Series PWX8 | September 12, 2014 | — ⁽²⁾ | — ⁽²⁾ |
| Series R | July 9, 2013 | —* | —* |
| Series S | November 28, 2013 | — ⁽¹⁾ | 0.03% |
| Series T5 | March 16, 2010 | 2.00% | 0.28% |
| Series T8 | July 27, 2010 | 2.00% | 0.28% |
| Series UM | February 26, 2020 | 0.70% | 0.15% |
| Q Series ⁽³⁾ | November 8, 2002 | 2.00% | 0.28% |
| H Series | November 8, 2002 | 1.00% | 0.15% |
| HW Series | August 7, 2018 | 0.80% | 0.15% |
| L Series | December 16, 2011 | 1.80% | 0.15% |
| N Series | September 28, 2011 | — ⁽⁴⁾ | — ⁽⁴⁾ |
| QF Series | July 12, 2016 | 1.00% | 0.28% |
| QFW Series | August 7, 2018 | 0.80% | 0.15% |
| Series LB | January 26, 2012 | 2.00% | 0.28% |
| Series LF | December 7, 2018 | 0.80% | 0.15% |
| Series LW | December 1, 2017 | 1.80% | 0.15% |

* Not applicable.

(1) This fee is negotiable and payable directly to Mackenzie by investors in this series.

(2) This fee is payable directly to Mackenzie by investors in this series through redemptions of their securities.

(3) Before August 14, 2020, Q Series securities were known as Quadrus Series.

(4) This fee is negotiable and payable directly to Mackenzie by investors in this series through redemptions of their securities.

MACKENZIE US SMALL-MID CAP GROWTH CLASS

(Formerly Mackenzie US Mid Cap Growth Class)

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NOTES TO FINANCIAL STATEMENTS

10. Fund Specific Information (in '000, except for (a)) (cont'd)

(b) Investments by Mackenzie and Affiliates

As at March 31, 2021, Mackenzie, other funds managed by Mackenzie and funds and segregated funds managed by Canada Life had an investment of \$2,757, \$7,177 and \$9,378 (2020 – \$1,935, \$11,102 and \$742), respectively, in the Fund.

(c) Securities Lending

The value of securities loaned and collateral received from securities lending at March 31, 2021 and 2020, were as follows:

| | March 31, 2021 | March 31, 2020 |
|------------------------------|----------------|----------------|
| | (\$) | (\$) |
| Value of securities loaned | 119,492 | 145,480 |
| Value of collateral received | 125,930 | 156,030 |

Collateral received is comprised of debt obligations of the Government of Canada and other countries, Canadian provincial and municipal governments and financial institutions.

A reconciliation of the gross amount generated from the securities lending transactions to the security lending income to the Fund for the periods ended March 31, 2021 and 2020 is as follows:

| | 2021 | | 2020 | |
|--------------------------------------|------|--------|------|--------|
| | (\$) | (%) | (\$) | (%) |
| Gross securities lending income | 227 | 100.0 | 410 | 100.0 |
| Tax withheld | (16) | (7.0) | (19) | (4.6) |
| | 211 | 93.0 | 391 | 95.4 |
| Payments to Securities Lending Agent | (38) | (16.8) | (88) | (21.5) |
| Securities lending income | 173 | 76.2 | 303 | 73.9 |

(d) Commissions

| | (\$) |
|----------------|------|
| March 31, 2021 | 426 |
| March 31, 2020 | — |

(e) Name Change

Effective May 27, 2020, the Fund was renamed Mackenzie US Small-Mid Cap Growth Class.

MACKENZIE US SMALL-MID CAP GROWTH CLASS

(Formerly Mackenzie US Mid Cap Growth Class)

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NOTES TO FINANCIAL STATEMENTS

10. Fund Specific Information (in '000, except for (a)) (cont'd)

(f) Offsetting of Financial Assets and Liabilities

The table below presents financial assets and financial liabilities that are subject to master netting arrangements or other similar agreements and the net impact on the Fund's Statements of Financial Position if all set-off rights were exercised as part of future events such as bankruptcy or termination of contracts. No amounts were offset in the financial statements.

As at March 31, 2021, there were no amounts subject to offsetting.

| | March 31, 2020 | | | |
|---|---|----------------------------------|-------------|-----------------|
| | Gross amount of assets/liabilities (\$) | Amount available for offset (\$) | Margin (\$) | Net amount (\$) |
| Unrealized gains on derivative contracts | 3,090 | – | – | 3,090 |
| Unrealized losses on derivative contracts | – | – | – | – |
| Liability for options written | – | – | – | – |
| Total | 3,090 | – | – | 3,090 |

(g) Subsequent Events

On May 20, 2021, the Mackenzie Funds' Independent Review Committee approved a proposal to wind up Mackenzie Financial Capital Corporation because it is in a taxable position. As a result of this wind-up, the Fund will merge into an equivalent trust fund that will have a substantially similar investment objectives to that of the Fund and is managed by the same portfolio management team. This merger will take place on a tax-deferred basis on or about July 30, 2021. All costs and expenses associated with the merger will be borne by Mackenzie.

(h) Risks Associated with Financial Instruments

i. Risk exposure and management

The Fund seeks long-term capital growth and a reasonable rate of return by investing primarily in equities of small- to mid-capitalization U.S. companies. The Fund may also invest in equities of companies based outside of North America and in fixed income securities of U.S. and Canadian corporations and government bodies.

ii. Currency risk

The tables below summarize the Fund's exposure to currency risk.

| Currency | March 31, 2021 | | | |
|-----------------|------------------|--------------------------------|-----------------------------|---------------|
| | Investments (\$) | Cash and Cash Equivalents (\$) | Derivative Instruments (\$) | Net Exposure* |
| USD | 4,185,233 | 117,918 | – | 4,303,151 |
| EUR | – | 15 | – | 15 |
| GBP | – | (18) | – | (18) |
| Total | 4,185,233 | 117,915 | – | 4,303,148 |
| % of Net Assets | 97.1 | 2.7 | – | 99.8 |

MACKENZIE US SMALL-MID CAP GROWTH CLASS

(Formerly Mackenzie US Mid Cap Growth Class)

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2021

NOTES TO FINANCIAL STATEMENTS

10. Fund Specific Information (in '000, except for (a)) (cont'd)

(h) Risks Associated with Financial Instruments (cont'd)

ii. Currency risk (cont'd)

| Currency | March 31, 2020 | | | |
|-----------------|---------------------|--------------------------------------|-----------------------------------|-----------------------|
| | Investments (\$) | Cash and Cash Equivalents (\$) | Derivative Instruments (\$) | Net Exposure* (\$) |
| USD | 3,149,119 | 129,712 | (299,558) | 2,979,273 |
| EUR | 87,614 | 30 | – | 87,644 |
| GBP | – | (18) | – | (18) |
| Total | 3,236,733 | 129,724 | (299,558) | 3,066,899 |
| % of Net Assets | 95.8 | 3.8 | (8.9) | 90.7 |

* Includes both monetary and non-monetary financial instruments.

As at March 31, 2021, had the Canadian dollar increased or decreased by 5% relative to all foreign currencies, with all other variables held constant, net assets would have decreased or increased by approximately \$215,157 or 5.0% of total net assets (2020 – \$153,345 or 4.5%). In practice, the actual trading results may differ and the difference could be material.

iii. Interest rate risk

As at March 31, 2021 and 2020, the Fund did not have a significant exposure to interest rate risk.

iv. Other price risk

The table below summarizes the Fund's exposure to other price risk.

| Impact on net assets | Increased by 10% | | Decreased by 10% | |
|----------------------|------------------|-----|------------------|-------|
| | (\$) | (%) | (\$) | (%) |
| March 31, 2021 | 418,523 | 9.7 | (418,523) | (9.7) |
| March 31, 2020 | 323,673 | 9.6 | (323,673) | (9.6) |

v. Credit risk

As at March 31, 2021 and 2020, the Fund did not have a significant exposure to credit risk.

(i) Fair Value Classification

The table below summarizes the fair value of the Fund's financial instruments using the fair value hierarchy described in note 3.

| | March 31, 2021 | | | | March 31, 2020 | | | |
|------------------------|-----------------|-----------------|-----------------|---------------|-----------------|-----------------|-----------------|---------------|
| | Level 1 (\$) | Level 2 (\$) | Level 3 (\$) | Total (\$) | Level 1 (\$) | Level 2 (\$) | Level 3 (\$) | Total (\$) |
| Equities | 4,185,233 | – | – | 4,185,233 | 3,149,119 | 87,614 | – | 3,236,733 |
| Derivative assets | – | – | – | – | – | 9,180 | – | 9,180 |
| Short-term investments | – | 67,209 | – | 67,209 | – | 58,632 | – | 58,632 |
| Total | 4,185,233 | 67,209 | – | 4,252,442 | 3,149,119 | 155,426 | – | 3,304,545 |

The Fund's policy is to recognize transfers into and transfers out of fair value hierarchy levels as of the date of the event or change in circumstances that caused the transfer.

During the period, there were no transfers between Level 1 and Level 2.