

MACKENZIE BLUEWATER CANADIAN GROWTH FUND

Interim Unaudited Financial Statements

For the Six-Month Period Ended September 30, 2024

These Interim Unaudited Financial Statements do not contain the Interim Management Report of Fund Performance (“MRFP”) of the investment fund. You may obtain a copy of the Interim MRFP, at no cost, by contacting us using one of the methods noted under Fund Formation and Series Information or by visiting the SEDAR+ website at www.sedarplus.ca. Copies of the Annual Financial Statements or Annual MRFP may also be obtained, at no cost, using any of the methods outlined above.

Securityholders may also contact us using one of these methods to request a copy of the investment fund’s proxy voting policies and procedures, proxy voting disclosure record or quarterly portfolio disclosure.

NOTICE OF NO AUDITOR REVIEW OF THE INTERIM FINANCIAL STATEMENTS

Mackenzie Financial Corporation, the Manager of the Mackenzie Bluewater Canadian Growth Fund (the “Fund”), appoints independent auditors to audit the Fund’s Annual Financial Statements. Under Canadian securities laws (National Instrument 81-106), if an auditor has not reviewed the Interim Financial Statements, this must be disclosed in an accompanying notice.

The Fund’s independent auditors have not performed a review of these Interim Financial Statements in accordance with standards established by the Chartered Professional Accountants of Canada.



MACKENZIE
Investments

MACKENZIE BLUEWATER CANADIAN GROWTH FUND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

STATEMENTS OF FINANCIAL POSITION

at (in \$ 000 except per security amounts)

	Sep. 30 2024	Mar. 31 2024 (Audited)	Net assets attributable to securityholders (note 3)				
			per security		per series		
	\$	\$	Sep. 30 2024	Mar. 31 2024 (Audited)	Sep. 30 2024	Mar. 31 2024 (Audited)	
ASSETS							
Current assets							
Investments at fair value	5,526,850	5,160,004	Series A	48.14	46.14	1,082,644	1,114,166
Cash and cash equivalents	–	303,219	Series AR	16.19	15.52	60,571	55,714
Dividends receivable	3,605	9,143	Series B	16.52	15.79	1,855	2,152
Accounts receivable for investments sold	–	41,133	Series C	14.00	13.40	85,302	91,344
Accounts receivable for securities issued	1,362	4,375	Series C5	15.35	15.05	492	495
Due from manager	37	446	Series D	21.82	20.79	99,039	95,375
Derivative assets	9,793	19	Series F	18.56	17.66	1,485,549	1,441,588
Taxes recoverable	–	43	Series F5	17.99	17.53	22,406	23,854
Total assets	5,541,647	5,518,382	Series F8	15.02	14.85	7,084	7,622
			Series FB	16.48	15.71	2,681	2,846
			Series FB5	17.75	17.33	4	4
			Series G	26.22	25.05	2,851	2,740
LIABILITIES			Series GG	14.42	13.77	1,870	2,036
Current liabilities			Series I	17.95	17.13	9,831	9,835
Bank indebtedness	509	–	Series IG	16.52	15.63	543,417	527,690
Accounts payable for investments purchased	81	30,704	Series J	32.03	30.65	1,298	1,349
Accounts payable for securities redeemed	2,498	4,969	Series M	16.84	16.05	15,743	15,679
Due to manager	675	675	Series O	41.74	39.51	397,367	392,734
Derivative liabilities	87	2,902	Series PW	22.93	21.93	1,511,915	1,493,689
Total liabilities	3,850	39,250	Series PWFB	16.77	15.95	34,770	34,067
Net assets attributable to securityholders	5,537,797	5,479,132	Series PWFB5	18.05	17.58	241	235
			Series PWR	13.97	13.37	34,463	28,650
			Series PWT5	15.54	15.23	6,923	6,695
			Series PWT8	14.31	14.23	5,903	5,814
			Series PWX	21.68	20.52	17,141	18,397
			Series PWX8	15.56	15.31	12	9
			Series R	34.64	32.78	7,488	7,425
			Series T5	15.21	14.94	1,900	2,006
			Series T8	13.98	13.93	2,749	3,038
			Series LB	13.80	13.23	12,654	12,975
			Series LF	16.12	15.33	24,158	22,196
			Series LW	14.09	13.48	57,476	56,713
						5,537,797	5,479,132

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

MACKENZIE BLUEWATER CANADIAN GROWTH FUND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

STATEMENTS OF COMPREHENSIVE INCOME

for the periods ended September 30 (in \$ 000 except per security amounts)

	2024 \$	2023 \$	Increase (decrease) in net assets attributable to securityholders from operations (note 3)				
			per security		per series		
			2024	2023	2024	2023	
Income							
Dividends	37,609	35,515					
Interest income for distribution purposes	6,333	7,470					
Other changes in fair value of investments and other net assets							
Net realized gain (loss)	82,211	102,704					
Net unrealized gain (loss)	175,954	(149,539)					
Securities lending income	17	88					
Total income (loss)	302,124	(3,762)					
Expenses (note 6)							
Management fees	36,359	34,640					
Management fee rebates	(78)	(198)					
Administration fees	4,292	4,048					
Interest charges	3	34					
Commissions and other portfolio transaction costs	858	1,594					
Independent Review Committee fees	8	8					
Other	–	9					
Expenses before amounts absorbed by Manager	41,442	40,135					
Expenses absorbed by Manager	–	–					
Net expenses	41,442	40,135					
Increase (decrease) in net assets attributable to securityholders from operations before tax	260,682	(43,897)					
Foreign withholding tax expense (recovery)	2,282	1,662					
Foreign income tax expense (recovery)	–	–					
Increase (decrease) in net assets attributable to securityholders from operations	258,400	(45,559)					
			Series A	1.94	(0.58)	45,274	(14,585)
			Series AR	0.68	(0.21)	2,495	(641)
			Series B	0.68	(0.12)	84	(18)
			Series C	0.56	(0.14)	3,639	(1,136)
			Series C5	0.64	(0.16)	21	(6)
			Series D	1.03	(0.42)	4,657	(1,060)
			Series DZ	–	0.40	–	11
			Series F	0.90	(0.11)	73,071	(8,703)
			Series F5	0.86	(0.14)	1,142	(204)
			Series F8	0.71	(0.09)	343	(45)
			Series FB	0.73	(0.12)	121	(20)
			Series FB5	0.84	(0.14)	–	–
			Series G	1.16	(0.25)	126	(27)
			Series GG	0.62	(0.09)	85	(16)
			Series GV	–	0.05	–	–
			Series I	0.80	(0.15)	449	(96)
			Series IG	0.87	(0.02)	29,008	(586)
			Series J	1.35	(0.34)	58	(18)
			Series M	0.79	(0.01)	753	(13)
			Series O	2.21	(0.02)	21,434	(236)
			Series PW	0.98	(0.24)	66,104	(16,233)
			Series PWFB	0.81	(0.10)	1,708	(213)
			Series PWFB5	0.89	(0.10)	12	(2)
			Series PWR	0.65	(0.16)	1,519	(263)
			Series PWT5	0.68	(0.16)	301	(65)
			Series PWT8	0.63	(0.17)	256	(60)
			Series PWX	1.13	(0.02)	960	(17)
			Series PWX8	0.92	(0.05)	1	–
			Series R	1.82	(0.42)	403	(319)
			Series T5	0.61	(0.20)	80	(28)
			Series T8	0.56	(0.19)	112	(44)
			Series LB	0.55	(0.16)	518	(161)
			Series LF	0.79	(0.09)	1,178	(117)
			Series LW	0.60	(0.15)	2,488	(638)
						258,400	(45,559)

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

MACKENZIE BLUEWATER CANADIAN GROWTH FUND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

STATEMENTS OF CHANGES IN FINANCIAL POSITION

for the periods ended September 30 (in \$ 000 except per security amounts)

	Total		Series A		Series AR		Series B		Series C					
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023				
NET ASSETS ATTRIBUTABLE TO SECURITYHOLDERS														
Beginning of period	5,479,132	5,182,395	1,114,166	1,104,646	55,714	42,883	2,152	2,173	91,344	103,024				
Increase (decrease) in net assets from operations	258,400	(45,559)	45,274	(14,585)	2,495	(641)	84	(18)	3,639	(1,136)				
Distributions paid to securityholders:														
Investment income	–	–	–	–	–	–	–	–	–	–				
Capital gains	(1)	(2)	(1)	–	–	–	–	–	–	–				
Return of capital	(1,379)	(1,372)	–	–	–	–	–	–	–	–				
Management fee rebates	(78)	(198)	(4)	(7)	–	–	–	(1)	(5)	(14)				
Total distributions paid to securityholders	(1,458)	(1,572)	(5)	(7)	–	–	–	(1)	(5)	(14)				
Security transactions:														
Proceeds from securities issued	401,734	423,974	84,223	105,287	9,150	7,513	–	–	612	723				
Reinvested distributions	357	465	4	7	–	–	–	1	5	14				
Payments on redemption of securities	(600,368)	(503,362)	(161,018)	(132,280)	(6,788)	(3,007)	(381)	(133)	(10,293)	(9,554)				
Total security transactions	(198,277)	(78,923)	(76,791)	(26,986)	2,362	4,506	(381)	(132)	(9,676)	(8,817)				
Increase (decrease) in net assets attributable to securityholders	58,665	(126,054)	(31,522)	(41,578)	4,857	3,865	(297)	(151)	(6,042)	(9,967)				
End of period	5,537,797	5,056,341	1,082,644	1,063,068	60,571	46,748	1,855	2,022	85,302	93,057				
Increase (decrease) in fund securities (in thousands) (note 7):														
Securities outstanding – beginning of period			Securities	24,149	25,554	Securities	3,591	2,948	Securities	136	148	Securities	6,816	8,218
Issued				1,826	2,429		588	517		–	–		47	57
Reinvested distributions				–	–		–	–		–	–		–	1
Redeemed				(3,487)	(3,054)		(437)	(206)		(24)	(9)		(768)	(758)
Securities outstanding – end of period				22,488	24,929		3,742	3,259		112	139		6,095	7,518

	Series C5		Series D		Series DZ		Series F		Series F5					
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023				
NET ASSETS ATTRIBUTABLE TO SECURITYHOLDERS														
Beginning of period	495	586	95,375	43,275	–	368	1,441,588	1,261,602	23,854	22,754				
Increase (decrease) in net assets from operations	21	(6)	4,657	(1,060)	–	11	73,071	(8,703)	1,142	(204)				
Distributions paid to securityholders:														
Investment income	–	–	–	–	–	–	–	–	–	–				
Capital gains	–	–	–	–	–	–	–	–	–	–				
Return of capital	(12)	(13)	–	–	–	–	–	–	(551)	(568)				
Management fee rebates	–	–	–	–	–	(1)	(1)	(1)	–	–				
Total distributions paid to securityholders	(12)	(13)	–	–	–	(1)	(1)	(1)	(551)	(568)				
Security transactions:														
Proceeds from securities issued	5	5	3,701	25,848	–	–	171,682	166,223	1,014	4,060				
Reinvested distributions	6	6	–	–	–	1	1	1	33	29				
Payments on redemption of securities	(23)	(90)	(4,694)	(2,799)	–	(377)	(200,792)	(131,348)	(3,086)	(1,387)				
Total security transactions	(12)	(79)	(993)	23,049	–	(376)	(29,109)	34,876	(2,039)	2,702				
Increase (decrease) in net assets attributable to securityholders	(3)	(98)	3,664	21,989	–	(366)	43,961	26,172	(1,448)	1,930				
End of period	492	488	99,039	65,264	–	2	1,485,549	1,287,774	22,406	24,684				
Increase (decrease) in fund securities (in thousands) (note 7):														
Securities outstanding – beginning of period	33	40	Securities	4,587	2,244	Securities	–	29	Securities	81,637	77,263	Securities	1,361	1,338
Issued	–	–		176	1,312		–	–		9,700	10,118		58	239
Reinvested distributions	–	–		–	–		–	–		–	–		2	2
Redeemed	(1)	(6)		(225)	(144)		–	(29)		(11,307)	(8,012)		(176)	(83)
Securities outstanding – end of period	32	34		4,538	3,412		–	–		80,030	79,369		1,245	1,496

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

MACKENZIE BLUEWATER CANADIAN GROWTH FUND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

STATEMENTS OF CHANGES IN FINANCIAL POSITION (cont'd)

for the periods ended September 30 (in \$ 000 except per security amounts)

	Series T5		Series T8		Series LB		Series LF		Series LW	
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
NET ASSETS ATTRIBUTABLE TO SECURITYHOLDERS										
Beginning of period	2,006	2,061	3,038	3,233	12,975	12,106	22,196	18,471	56,713	54,026
Increase (decrease) in net assets from operations	80	(28)	112	(44)	518	(161)	1,178	(117)	2,488	(638)
Distributions paid to securityholders:										
Investment income	–	–	–	–	–	–	–	–	–	–
Capital gains	–	–	–	–	–	–	–	–	–	–
Return of capital	(46)	(49)	(108)	(123)	–	–	–	–	–	–
Management fee rebates	–	–	–	–	–	–	–	–	–	–
Total distributions paid to securityholders	(46)	(49)	(108)	(123)	–	–	–	–	–	–
Security transactions:										
Proceeds from securities issued	81	176	385	221	2,151	1,925	3,738	1,747	4,675	4,854
Reinvested distributions	16	17	41	44	–	–	–	–	–	–
Payments on redemption of securities	(237)	(214)	(719)	(263)	(2,990)	(1,895)	(2,954)	(1,546)	(6,400)	(5,626)
Total security transactions	(140)	(21)	(293)	2	(839)	30	784	201	(1,725)	(772)
Increase (decrease) in net assets attributable to securityholders	(106)	(98)	(289)	(165)	(321)	(131)	1,962	84	763	(1,410)
End of period	1,900	1,963	2,749	3,068	12,654	11,975	24,158	18,555	57,476	52,616
Increase (decrease) in fund securities (in thousands) (note 7):										
Securities outstanding – beginning of period	134	140	218	229	981	976	1,447	1,302	4,206	4,287
Issued	6	13	28	16	162	155	244	124	347	384
Reinvested distributions	1	1	3	3	–	–	–	–	–	–
Redeemed	(16)	(15)	(52)	(19)	(226)	(152)	(192)	(109)	(474)	(445)
Securities outstanding – end of period	125	139	197	229	917	979	1,499	1,317	4,079	4,226

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

MACKENZIE BLUEWATER CANADIAN GROWTH FUND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

STATEMENTS OF CASH FLOWS

for the periods ended September 30 (in \$ 000)

	2024	2023
	\$	\$
Cash flows from operating activities		
Net increase (decrease) in net assets attributable to securityholders from operations	258,400	(45,559)
Adjustments for:		
Net realized loss (gain) on investments	(96,010)	(100,416)
Change in net unrealized loss (gain) on investments	(175,954)	149,539
Purchase of investments	(1,690,320)	(857,277)
Proceeds from sale and maturity of investments	1,593,358	1,018,091
(Increase) decrease in accounts receivable and other assets	5,990	(38)
Increase (decrease) in accounts payable and other liabilities	–	(4)
Net cash provided by (used in) operating activities	(104,536)	164,336
Cash flows from financing activities		
Proceeds from securities issued	322,861	362,191
Payments on redemption of securities	(520,953)	(441,909)
Distributions paid net of reinvestments	(1,101)	(1,107)
Net cash provided by (used in) financing activities	(199,193)	(80,825)
Net increase (decrease) in cash and cash equivalents	(303,729)	83,511
Cash and cash equivalents at beginning of period	303,219	295,877
Effect of exchange rate fluctuations on cash and cash equivalents	1	111
Cash and cash equivalents at end of period	(509)	379,499
Cash	–	16,949
Cash equivalents	–	362,550
Bank indebtedness	(509)	–
Cash and cash equivalents at end of period	(509)	379,499
Supplementary disclosures on cash flow from operating activities:		
Dividends received	43,147	35,480
Foreign taxes paid	2,282	1,662
Interest received	6,333	7,470
Interest paid	3	34

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

MACKENZIE BLUEWATER CANADIAN GROWTH FUND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

SCHEDULE OF INVESTMENTS

as at September 30, 2024

Investment Name	Country	Sector	Par Value/ Number of Shares/Units	Average Cost (\$ 000)	Fair Value (\$ 000)
EQUITIES					
Accenture PLC Class A	United States	Information Technology	364,578	117,295	174,280
Alcon Inc. ADR	Switzerland	Health Care	1,061,785	132,267	143,692
Alphabet Inc. Class A	United States	Communication Services	265,848	57,146	59,627
Altus Group Ltd.	Canada	Real Estate	2,677,054	126,519	146,943
Aon PLC	Ireland	Financials	470,005	139,937	219,916
Apple Inc.	United States	Information Technology	360,000	112,717	113,436
Becton, Dickinson and Co.	United States	Health Care	341,099	113,526	111,216
Boyd Group Services Inc.	Canada	Industrials	848,311	182,633	173,870
Brookfield Asset Management Inc.	Canada	Financials	3,628,145	193,052	231,984
Cadence Design Systems Inc.	United States	Information Technology	309,000	113,164	113,258
CAE Inc.	Canada	Industrials	5,960,393	184,701	151,334
Canadian National Railway Co.	Canada	Industrials	385,342	61,471	61,027
Canadian Pacific Kansas City Ltd.	Canada	Industrials	477,098	55,276	55,186
Dollarama Inc.	Canada	Consumer Discretionary	816,217	61,360	113,079
Gartner Inc.	United States	Information Technology	174,450	106,955	119,554
Intact Financial Corp.	Canada	Financials	1,055,110	197,117	274,012
Linde PLC	Ireland	Materials	262,764	103,367	169,452
Loblaw Companies Ltd.	Canada	Consumer Staples	1,287,078	176,043	231,777
MasterCard Inc. Class A	United States	Financials	166,433	109,881	111,143
Microsoft Corp.	United States	Information Technology	354,000	168,111	205,999
Pet Valu Holdings Ltd.	Canada	Consumer Discretionary	3,595,602	117,361	92,946
Premium Brands Holdings Corp.	Canada	Consumer Staples	1,482,857	148,240	142,013
Roper Technologies Inc.	United States	Information Technology	248,860	174,539	187,268
Royal Bank of Canada	Canada	Financials	1,794,871	189,821	302,974
S&P Global Inc.	United States	Financials	261,158	137,667	182,459
Schneider Electric SE	France	Industrials	447,256	98,475	160,065
Stantec Inc.	Canada	Industrials	2,289,876	155,961	249,047
Stryker Corp.	United States	Health Care	249,222	122,954	121,758
Thermo Fisher Scientific Inc.	United States	Health Care	162,317	120,440	135,783
Thomson Reuters Corp.	Canada	Industrials	692,524	93,602	159,758
TMX Group Ltd.	Canada	Financials	3,808,705	148,032	161,451
Toromont Industries Ltd.	Canada	Industrials	600,870	70,591	79,327
Trane Technologies PLC	United States	Industrials	360,000	114,398	189,253
Waste Connections Inc.	Canada	Industrials	740,397	136,228	178,991
Total equities				4,340,847	5,323,878
SHORT-TERM NOTES					
Province of British Columbia 4.65% 10-24-2024	Canada	Provincial Governments	20,000,000	19,662	19,942
Province of British Columbia 4.74% 11-21-2024	Canada	Provincial Governments	23,085,000	22,584	22,935
Province of Newfoundland 4.47% 10-24-2024	Canada	Provincial Governments	13,700,000	13,549	13,662
Province of Newfoundland 4.48% 10-17-2024	Canada	Provincial Governments	19,743,000	19,542	19,705
Province of Newfoundland 4.68% 10-03-2024	Canada	Provincial Governments	30,000,000	29,669	29,993
Province of Ontario 4.00% 02-26-2025	Canada	Provincial Governments	25,000,000	24,535	24,602
Province of Ontario 4.60% 12-11-2024	Canada	Provincial Governments	13,218,000	12,923	13,102
Province of Prince Edward Island 4.05% 12-17-2024	Canada	Provincial Governments	14,860,000	14,715	14,734
Province of Prince Edward Island 4.43% 10-29-2024	Canada	Provincial Governments	20,000,000	19,786	19,933
Royal Bank of Canada 4.20% 10-01-2024	Canada	Corporate - Non Convertible	24,353,000	24,353	24,364
Total short-term notes				201,318	202,972
Transaction costs				(2,087)	—
Total investments				4,540,078	5,526,850
Derivative instruments (see schedule of derivative instruments)					9,706
Bank indebtedness					(509)
Other assets less liabilities					1,750
Net assets attributable to securityholders					5,537,797

MACKENZIE BLUEWATER CANADIAN GROWTH FUND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

SUMMARY OF INVESTMENT PORTFOLIO

SEPTEMBER 30, 2024

PORTFOLIO ALLOCATION	% OF NAV
Equities	96.2
Short-term investments	3.6
Other assets (liabilities)	0.2

REGIONAL ALLOCATION	% OF NAV
Canada	54.3
United States	33.0
Ireland	7.0
France	2.9
Switzerland	2.6
Other assets (liabilities)	0.2

SECTOR ALLOCATION	% OF NAV
Financials	26.8
Industrials	26.3
Information technology	16.5
Health care	9.3
Consumer staples	6.7
Consumer discretionary	3.7
Provincial short-term discount notes	3.2
Materials	3.1
Real estate	2.7
Communication services	1.1
Corporate short-term discount notes	0.4
Other assets (liabilities)	0.2

MARCH 31, 2024

PORTFOLIO ALLOCATION	% OF NAV
Equities	94.2
Cash and cash equivalents	5.5
Other assets (liabilities)	0.3

REGIONAL ALLOCATION	% OF NAV
Canada	51.6
United States	30.7
Ireland	7.5
Cash and cash equivalents	5.5
France	4.4
Other assets (liabilities)	0.3

SECTOR ALLOCATION	% OF NAV
Industrials	28.4
Financials	22.0
Information technology	16.4
Consumer staples	8.1
Cash and cash equivalents	5.5
Consumer discretionary	5.3
Materials	5.2
Real estate	3.9
Health care	3.4
Communication services	1.5
Other assets (liabilities)	0.3

MACKENZIE BLUEWATER CANADIAN GROWTH FUND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

SCHEDULE OF DERIVATIVE INSTRUMENTS

as at September 30, 2024

Schedule of Forward Currency Contracts

Counterparty Credit Rating	Currency to be Received (\$ 000)	Currency to be Delivered (\$ 000)	Settlement Date	Contract Cost (\$ 000)	Current Fair Value (\$ 000)	Unrealized Gains (\$ 000)	Unrealized Losses (\$ 000)
A	2,774 CAD	(2,023) USD	Oct. 11, 2024	(2,774)	(2,735)	39	–
A	23,102 CAD	(16,825) USD	Oct. 18, 2024	(23,102)	(22,745)	357	–
A	310,992 CAD	(225,794) USD	Nov. 8, 2024	(310,992)	(305,103)	5,889	–
A	21,439 CAD	(15,903) USD	Nov. 15, 2024	(21,439)	(21,484)	–	(45)
A	76,083 CAD	(55,549) USD	Nov. 22, 2024	(76,083)	(75,034)	1,049	–
A	133,811 CAD	(97,651) USD	Nov. 22, 2024	(133,811)	(131,904)	1,907	–
A	15,141 CAD	(11,240) USD	Nov. 22, 2024	(15,141)	(15,183)	–	(42)
A	7,087 CAD	(5,220) USD	Nov. 22, 2024	(7,087)	(7,051)	36	–
A	91,277 CAD	(67,234) USD	Nov. 22, 2024	(91,277)	(90,817)	460	–
A	34,111 CAD	(25,212) USD	Nov. 22, 2024	(34,111)	(34,055)	56	–
Total forward currency contracts						9,793	(87)
Total Derivative assets							9,793
Total Derivative liabilities							(87)

MACKENZIE BLUEWATER CANADIAN GROWTH FUND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

NOTES TO FINANCIAL STATEMENTS

1. Fiscal Periods and General Information

The information provided in these financial statements and notes thereto is for the six-month periods ended or as at September 30, 2024 and 2023, except for the comparative information presented in the Statements of Financial Position and notes thereto, which is as at March 31, 2024. 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 (a) for the formation date of the Fund and the inception date of each series.

The Fund is organized as an open-ended mutual fund trust established under the laws of the Province of Ontario pursuant to a Declaration of Trust as amended and restated from time to time. The address of the Fund's registered office is 180 Queen Street West, Toronto, Ontario, Canada. The Fund is authorized to issue an unlimited number of units (referred to as "security" or "securities") of multiple series. Series of the Fund are available for sale under Simplified Prospectus or exempt distribution options.

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 unaudited interim financial statements ("financial statements") have been prepared in accordance with IFRS Accounting Standards ("IFRS"), including international Accounting Standard ("IAS") 34, *Interim Financial Reporting*, as issued by the International Accounting Standards Board ("IASB"). These financial statements were prepared using the same accounting policies, critical accounting judgements and estimates as applied in the Fund's most recent audited annual financial statements for the year ended March 31, 2024. A summary of the Fund's material 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 instruments that have been measured at fair value.

These financial statements were authorized for issue by the Board of Directors of Mackenzie Financial Corporation on November 12, 2024.

3. Material Accounting Policies

(a) Financial instruments

Financial instruments include financial assets and liabilities such as debt and equity securities, 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. 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, private funds ("Underlying Funds") and Exchange-Traded Funds ("ETFs"), if any, at FVTPL. For private funds, the Manager will rely on the valuations provided by the managers of the private funds, which represents the Fund's proportionate share of the net assets of these private funds. The Fund's investment in Underlying Funds and ETFs, if any, is presented in the Schedule of Investments at fair value which represents the Fund's maximum exposure on these investments.

The Fund's redeemable securities contain multiple dissimilar contractual obligations and entitle securityholders to the right to redeem their interest in the Fund for cash equal to their proportionate share of the net asset value of the Fund and therefore 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.

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.

MACKENZIE BLUEWATER CANADIAN GROWTH FUND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

NOTES TO FINANCIAL STATEMENTS

3. Material Accounting Policies (cont'd)

(b) Fair value measurement (cont'd)

Investments listed on a public securities exchange or traded on an over-the-counter market, including ETFs, are valued on the basis of the last traded market price or closing 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 constituting 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 and short-term investments 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. Short-term investments that are not considered cash equivalents are separately disclosed in the Schedule of Investments.

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.

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 daily fluctuation of futures contracts or swaps, along with daily cash settlements made by the Fund, where applicable, 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 September 30, 2024.

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 for distribution purposes represents the coupon interest received by the Fund which is accounted for on an accrual basis. The Fund does not amortize premiums paid or discounts received on the purchase of fixed income securities except for zero coupon bonds, which are amortized on a straight-line basis. Dividends are accrued as of the ex-dividend date. Unrealized gains or losses on investments, realized gains or losses on the sale of investments, including foreign exchange gains or losses on such investments, are calculated on a weighted 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.

MACKENZIE BLUEWATER CANADIAN GROWTH FUND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

NOTES TO FINANCIAL STATEMENTS

3. Material Accounting Policies (cont'd)

(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 these services generated 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 is 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 at the end of period, as well as a reconciliation of securities lending income during the period, 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.

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, if applicable.

(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

In a fund merger, the Fund acquires all of the assets and assumes all of the liabilities of the terminating fund at fair value in exchange for securities of the Fund on the effective date of the merger.

(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.

MACKENZIE BLUEWATER CANADIAN GROWTH FUND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

NOTES TO FINANCIAL STATEMENTS

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.

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.

Use of Judgments

Classification and measurement of investments

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.

Interest in unconsolidated structured entities

In determining whether an Underlying Fund or an ETF in which the Fund invests, but that it does not consolidate, meets the definition of a structured entity, Mackenzie is required to make significant judgments about whether these underlying funds have the typical characteristics of a structured entity. These Underlying Funds do meet the definition of a structured entity because:

- I. The voting rights in the Underlying Funds are not dominant factors in deciding who controls them;
- II. the activities of the Underlying Funds are restricted by their offering documents; and
- III. the Underlying Funds have narrow and well-defined investment objectives to provide investment opportunities for investors while passing on the associated risks and rewards.

As a result, such investments are accounted for at FVTPL. Note 10 summarizes the details of the Fund's interest in these Underlying Funds, if applicable.

5. Income Taxes

The Fund qualifies as a mutual fund trust under the provisions of the Income Tax Act (Canada) and, accordingly, is subject to tax on its income including net realized capital gains in the taxation year, which is not paid or payable to its securityholders as at the end of the taxation year. The Fund maintains a December year-end for tax purposes. The Fund may be subject to withholding taxes on foreign income. In general, the Fund treats withholding tax as a charge against income for tax purposes. The Fund will distribute sufficient amounts from net income for tax purposes, as required, so that the Fund will not pay income taxes other than refundable tax on capital gains, if applicable.

Losses of the Fund cannot be allocated to investors and are retained in the Fund for use in future years. Non-capital losses may be carried forward up to 20 years to reduce taxable income and realized capital gains of future years. Capital losses may be carried forward indefinitely to reduce future realized capital gains. Refer to Note 10 for the Fund's loss carryforwards.

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 BLUEWATER CANADIAN GROWTH FUND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

NOTES TO FINANCIAL STATEMENTS

6. Management Fees and Operating Expenses (cont'd)

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 September 30, 2024 and 2023 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 September 30, 2024, 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 become 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).

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. The Fund's sensitivity to interest rate changes was estimated using weighted average duration. 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.

MACKENZIE BLUEWATER CANADIAN GROWTH FUND

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NOTES TO FINANCIAL STATEMENTS

8. Financial Instruments Risk (cont'd)

v. Other price risk (cont'd)

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.

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	HUF	Hungarian forint	PLN	Polish zloty
AED	United Arab Emirates Dirham	IDR	Indonesian rupiah	QAR	Qatar Rial
BRL	Brazilian real	ILS	Israeli shekel	RON	Romanian leu
CAD	Canadian dollars	INR	Indian rupee	RUB	Russian ruble
CHF	Swiss franc	JPY	Japanese yen	SAR	Saudi riyal
CZK	Czech koruna	KOR	South Korean won	SEK	Swedish krona
CLP	Chilean peso	MXN	Mexican peso	SGD	Singapore dollars
CNY	Chinese yuan	MYR	Malaysian ringgit	THB	Thailand baht
COP	Colombian peso	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		
HKD	Hong Kong dollars	PKR	Pakistani rupee		

MACKENZIE BLUEWATER CANADIAN GROWTH FUND

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NOTES TO FINANCIAL STATEMENTS

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

(a) Fund Formation and Series Information

Date of Formation: April 15, 1965

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 T5 and Series T8 securities are offered to retail investors investing a minimum of \$500 (\$5,000 for Series T5 and Series T8). Investors in Series T5 and Series T8 securities also want to receive a monthly cash flow of 5% or 8% per year, respectively.

Series AR securities are offered to retail investors in a Registered Disability Savings Plan offered by Mackenzie.

Series D securities are offered to retail investors investing a minimum of \$500 through a discount brokerage or other account approved by Mackenzie.

Series F, Series F5 and Series F8 securities are offered to investors who are enrolled in a dealer-sponsored fee-for-service or wrap program, who are subject to an asset-based fee rather than commissions on each transaction and who invest at least \$500 (\$5,000 for Series F5 and Series F8); they are also available to employees of Mackenzie and its subsidiaries, and directors of Mackenzie. Investors in Series F5 and Series F8 securities also want to receive a monthly cash flow of 5% or 8% per year, respectively.

Series FB and Series FB5 securities are offered to retail investors investing a minimum of \$500. Investors are required to negotiate their advisor service fee, which cannot exceed 1.50%, with their financial advisor. Investors in Series FB5 securities also want to receive a monthly cash flow of 5% per year.

Series I securities are offered to retail investors investing a minimum of \$500 in a qualified group plan with a minimum of \$10,000,000 in assets.

Series IG securities are offered exclusively to mutual funds managed by I.G. Investment Management, Ltd.

Series O securities are offered only to investors investing a minimum of \$500,000 who are enrolled in Mackenzie Portfolio Architecture Service or Open Architecture Service; certain institutional investors; investors in a qualified group plan, and certain qualifying employees of Mackenzie and its subsidiaries.

Series PW, Series PWT5 and Series PWT8 securities are offered through our Private Wealth Solutions to certain high net worth investors who invest a minimum of \$100,000. Investors in Series PWT5 and Series PWT8 securities also want to receive a monthly cash flow of 5% or 8% per year, respectively.

Series PWFB and Series PWFB5 securities are offered through our Private Wealth Solutions to certain high net worth investors who invest a minimum of \$100,000. Investors are required to negotiate their advisor service fee, which cannot exceed 1.50%, with their financial advisor. Investors in Series PWFB5 securities also want to receive a monthly cash flow of 5% per year.

Series PWR securities are offered through our Private Wealth Solutions to certain high net worth investors who invest a minimum of \$100,000 in a Registered Disability Savings Plan offered by Mackenzie.

Series PWX and Series PWX8 securities are offered through our Private Wealth Solutions to certain high net worth investors who invest a minimum of \$100,000. Investors are required to negotiate their advisor service fee, which cannot exceed 1.50%, with their financial advisor. Investors in Series PWX8 securities also want to receive a monthly cash flow of 8% per year.

Series R securities are offered only to other funds managed by Mackenzie on a non-prospectus basis in connection with fund-of-fund arrangements.

Series B, Series C, Series C5, Series DZ, Series GG, Series GV and Series M securities were created specifically for the purpose of implementing mergers affecting the Fund and are not available for sale.

Series G securities are no longer available for sale, except for additional purchases by investors who have held these securities since December 11, 2017.

Series J securities are no longer available for sale.

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 securities are offered to retail investors investing a minimum of \$500.

Series LF securities are offered to retail investors investing a minimum of \$500, who are enrolled in the LBC Private Banking sponsored fee-for-service program.

Series LW securities are offered through our Preferred Pricing Program to certain high net worth investors who invest a minimum of \$100,000.

Effective June 1, 2022, an investor may purchase the Fund under a sales charge purchase option and a no-load purchase option. Not all purchase options are available under each series of the Fund. The sales charge under the sales charge purchase option is negotiated by the investor with their dealer. Securities purchased before June 1, 2022, under the redemption charge purchase option and low-load 3 purchase option (collectively the "deferred sales charge purchase options") may continue to be held in investor accounts. Investors may switch from securities of a Mackenzie fund previously purchased under these deferred sales charge purchase options to securities of other Mackenzie funds, under the same purchase option, until such time as the redemption schedule has expired. For further details, please refer to the Fund's Simplified Prospectus and Fund Facts.

MACKENZIE BLUEWATER CANADIAN GROWTH FUND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

NOTES TO FINANCIAL STATEMENTS

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

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

Series	Inception/ Reinstatement Date	Management Fee	Administration Fee
Series A	January 27, 1998	2.00%	0.22%
Series AR	January 18, 2017	2.00%	0.27%
Series B	November 25, 2016	1.50%	0.24%
Series C	July 6, 2018	1.85%	0.22%
Series C5	July 6, 2018	1.85%	0.24%
Series D	January 10, 2014	1.00%	0.19%
Series DZ	None issued ⁽³⁾	1.10%	0.19%
Series F	December 6, 1999	0.75%	0.15%
Series F5	October 24, 2018	0.75%	0.15%
Series F8	October 24, 2018	0.75%	0.15%
Series FB	October 26, 2015	1.00%	0.24%
Series FB5	October 24, 2018	1.00%	0.24%
Series G	April 5, 2005	1.50%	0.22%
Series GG	July 6, 2018	1.35%	0.22%
Series GV	None issued ⁽⁴⁾	0.85%	0.24%
Series I	October 25, 1999	1.35%	0.24%
Series IG	May 5, 2017	n/a	n/a
Series J	December 22, 2008	1.70%	0.20%
Series M	November 25, 2016	1.00%	0.24%
Series O	January 2, 2001	— ⁽¹⁾	n/a
Series PW	October 15, 2013	1.75%	0.15%
Series PWFB	April 3, 2017	0.75%	0.15%
Series PWFB5	October 24, 2018	0.75%	0.15%
Series PWR	April 1, 2019	1.75%	0.15%
Series PWT5	July 6, 2018	1.75%	0.15%
Series PWT8	October 24, 2018	1.75%	0.15%
Series PWX	April 22, 2014	— ⁽²⁾	— ⁽²⁾
Series PWX8	October 24, 2018	— ⁽²⁾	— ⁽²⁾
Series R	December 8, 2008	n/a	n/a
Series T5	July 6, 2018	2.00%	0.24%
Series T8	October 24, 2018	2.00%	0.24%
Series LB	July 6, 2018	2.00%	0.22%
Series LF	December 7, 2018	0.75%	0.15%
Series LW	July 6, 2018	1.75%	0.15%

(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) The series' original start date was July 6, 2018. All securities in the series were redeemed on November 9, 2023.

(4) The series' original start date was July 6, 2018. All securities in the series were redeemed on November 30, 2023.

(b) Tax Loss Carryforwards

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

MACKENZIE BLUEWATER CANADIAN GROWTH FUND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

NOTES TO FINANCIAL STATEMENTS

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

(c) Securities Lending

	September 30, 2024		March 31, 2024	
	(\$)		(\$)	
Value of securities loaned	115		149,933	
Value of collateral received	121		160,669	

	September 30, 2024		September 30, 2023	
	(\$)	(%)	(\$)	(%)
Gross securities lending income	21	100.0	107	100.0
Tax withheld	–	–	–	–
	21	100.0	107	100.0
Payments to securities lending agent	(4)	(19.0)	(19)	(17.8)
Securities lending income	17	81.0	88	82.2

(d) Commissions

	(\$)
September 30, 2024	213
September 30, 2023	337

(e) Risks Associated with Financial Instruments

i. Risk exposure and management

The Fund seeks long-term capital growth by investing mainly in Canadian equities. The Fund uses a growth at a reasonable price style of investing and may hold up to 49% of its assets in foreign investments.

ii. Currency risk

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

September 30, 2024									
Currency	Investments (\$)	Cash and Short-Term Investments (\$)	Derivative Instruments (\$)	Net Exposure* (\$)	Impact on net assets				
					Strengthened by 5%		Weakened by 5%		
					(\$)	%	(\$)	%	
USD	2,358,094	2,592	(706,111)	1,654,575					
EUR	160,065	–	–	160,065					
Total	2,518,159	2,592	(706,111)	1,814,640					
% of Net Assets	45.5	–	(12.8)	32.7					
Total currency rate sensitivity					(90,732)	(1.6)	90,732	1.6	

March 31, 2024									
Currency	Investments (\$)	Cash and Short-Term Investments (\$)	Derivative Instruments (\$)	Net Exposure* (\$)	Impact on net assets				
					Strengthened by 5%		Weakened by 5%		
					(\$)	%	(\$)	%	
USD	2,094,254	1,170	(602,639)	1,492,785					
EUR	243,628	2	–	243,630					
Total	2,337,882	1,172	(602,639)	1,736,415					
% of Net Assets	42.7	–	(11.0)	31.7					
Total currency rate sensitivity					(86,821)	(1.6)	86,821	1.6	

* Includes both monetary and non-monetary financial instruments

MACKENZIE BLUEWATER CANADIAN GROWTH FUND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

NOTES TO FINANCIAL STATEMENTS

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

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

iii. Interest rate risk

As at September 30, 2024 and March 31, 2024, 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%	
	(\$)	(%)	(\$)	(%)
September 30, 2024	532,388	9.6	(532,388)	(9.6)
March 31, 2024	516,000	9.4	(516,000)	(9.4)

v. Credit risk

As at September 30, 2024 and March 31, 2024, the Fund did not have a significant exposure to credit risk.

(f) 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.

	September 30, 2024				March 31, 2024			
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	Total (\$)	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	Total (\$)
Equities	5,163,813	160,065	–	5,323,878	5,160,004	–	–	5,160,004
Derivative assets	–	9,793	–	9,793	–	19	–	19
Derivative liabilities	–	(87)	–	(87)	–	(2,902)	–	(2,902)
Short-term investments	–	202,972	–	202,972	–	302,837	–	302,837
Total	5,163,813	372,743	–	5,536,556	5,160,004	299,954	–	5,459,958

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 ended September 30, 2024, non-North American equities frequently transferred between Level 1 (unadjusted quoted market prices) and Level 2 (adjusted market prices). As at September 30, 2024, these securities were classified as Level 2 (March 31, 2024 – Level 1).

(g) Investments by the Manager and Affiliates

The investments held by the Manager, other funds managed by the Manager, and funds managed by affiliates of the Manager, investing in series CL, IG or S of the Fund, as applicable (as described in *Fund Formation and Series Information* in note 10), were as follows:

	September 30, 2024	March 31, 2024
	(\$)	(\$)
The Manager	172	614
Other funds managed by the Manager	7,488	7,425
Funds managed by affiliates of the Manager	543,417	527,690

(h) Offsetting of Financial Assets and Liabilities

The tables below present 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.

	September 30, 2024			
	Gross amount of assets/liabilities (\$)	Amount available for offset (\$)	Margin (\$)	Net amount (\$)
Unrealized gains on derivative contracts	8,649	–	–	8,649
Unrealized losses on derivative contracts	(45)	–	–	(45)
Liability for options written	–	–	–	–
Total	8,604	–	–	8,604

MACKENZIE BLUEWATER CANADIAN GROWTH FUND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

NOTES TO FINANCIAL STATEMENTS

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

(h) Offsetting of Financial Assets and Liabilities (cont'd)

	March 31, 2024			
	Gross amount of assets/liabilities (\$)	Amount available for offset (\$)	Margin (\$)	Net amount (\$)
Unrealized gains on derivative contracts	19	(19)	–	–
Unrealized losses on derivative contracts	(2,799)	19	–	(2,780)
Liability for options written	–	–	–	–
Total	(2,780)	–	–	(2,780)

(i) Interest in Unconsolidated Structured Entities

As at September 30, 2024 and March 31, 2024, the Fund had no investments in Underlying Funds.