No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise. This prospectus constitutes a public offering of these securities only in those jurisdictions where they may be lawfully offered for sale and only by persons permitted to sell these securities.

PROSPECTUS

Initial Public Offering and Continuous Offering June 18, 2026

HAMILTON ETFs

Hamilton Enhanced Technology DayMAX™ ETF („QDAY")	**Offering Class E Units**
Hamilton Enhanced U.S. Equity DayMAX™ ETF ("SDAY")	**Offering Class E Units**
Hamilton Enhanced Canadian Equity DayMAX™ ETF ("CDAY")	**Offering Class E Units**
Hamilton Enhanced Bitcoin DayMAX™ ETF ("BDAY")	**Offering Class E Units**

(together the "ETFs" and each an "ETF")

The ETFs are exchange-traded mutual funds established under the laws of Ontario. Class E units of each ETF ("**Units**") are offered for sale on a continuous basis by this prospectus, and there is no minimum number of Units that may be issued. The Units of each ETF will be offered for sale at a price equal to the net asset value of such Units next determined following the receipt of a subscription order. The ETFs are also alternative mutual funds under applicable securities legislation (also, "**Alternative ETFs**" and each an "**Alternative ETF**"). BDAY is also referred to herein as the "**New ETF**".

The manager, portfolio adviser and trustee of the ETFs is Hamilton Capital Partners Inc. ("**Hamilton ETFs**", the "**Manager**", the "**Portfolio Adviser**" or the "**Trustee**"). See "Organization and Management Details of the ETFs" on page 55.

The Manager offers other exchange traded funds under separate prospectuses.

There is no minimum number of Units of an ETF that may be issued. Each Unit of an ETF represents an equal, undivided interest in the portion of that ETF's assets. The Units of each ETF will be offered for sale at a price equal to the net asset value of such Units next determined following the receipt of a subscription order.

The base currency of each ETF is Canadian dollars. Class E Units of the ETFs are offered in Canadian dollars.

Cboe Canada Inc. ("**Cboe Canada**") has conditionally approved the listing of the Units of the New ETF. The listing is subject to the New ETF fulfilling all of the requirements of Cboe Canada on or before June 9, 2027. Units of the ETFs, other than the Units of the New ETF, are currently listed and trading on Cboe.

A summary of the Units and the ETFs offered pursuant to this prospectus is set out in the following table:

Name of ETF	Abbreviated Name	Currency	Cboe Canada Ticker Symbol[1]	Fund Type
Hamilton Enhanced Technology DayMAX™ ETF	QDAY	Canadian $	QDAY	Alternative mutual fund
Hamilton Enhanced U.S. Equity DayMAX™ ETF	SDAY	Canadian $	SDAY	
Hamilton Enhanced Canadian Equity DayMAX™ ETF	CDAY	Canadian $	CDAY	
Hamilton Enhanced Bitcoin DayMAX™ ETF	BDAY	Canadian $	BDAY	

Investment Objectives

QDAY

The investment objective of QDAY is to deliver attractive income while providing exposure primarily to U.S. technology-focused equities. To supplement income earned from its holdings, QDAY employs an actively managed, primarily ultra-short-term, option strategy.

QDAY uses leverage in order to seek to achieve its investment objective. Leverage is created through the use of cash borrowings or as otherwise permitted under applicable securities legislation. The maximum aggregate leverage of QDAY will not exceed approximately 25% of its net asset value.

SDAY

The investment objective of SDAY is to deliver attractive income while providing exposure primarily to U.S. equities. To supplement income earned from its holdings, SDAY employs an actively managed, primarily ultra-short-term, option strategy.

SDAY uses leverage in order to seek to achieve its investment objective. Leverage is created through the use of cash borrowings or as otherwise permitted under applicable securities legislation. The maximum aggregate leverage of SDAY will not exceed approximately 25% of its net asset value.

CDAY

The investment objective of CDAY is to deliver attractive income while providing exposure primarily, but not exclusively, to Canadian equities. To supplement income earned from its holdings, CDAY employs an actively managed, primarily ultra-short-term, option strategy on its North American equity exposure.

CDAY uses leverage in order to seek to achieve its investment objective. Leverage is created through the use of cash borrowings or as otherwise permitted under applicable securities legislation. The maximum aggregate leverage of CDAY will not exceed approximately 25% of its net asset value.

BDAY

The investment objective of BDAY is to deliver attractive income while providing exposure primarily to Bitcoin. To supplement income earned from its holdings, mitigate risk and reduce volatility, BDAY employs an actively managed, primarily ultra-short-term, option strategy.

[1] In the case of BDAY, subject to all approvals of Cboe Canada.

BDAY uses leverage in order to seek to achieve its investment objective. Leverage is created through the use of cash borrowings or as otherwise permitted under applicable securities legislation. The maximum aggregate leverage of BDAY will not exceed approximately 25% of its net asset value.

See "Investment Objectives" on page 16.

The ETFs are subject to certain investment restrictions. See "Investment Restrictions" on page 24.

Subject, in the case of BDAY, to receiving all necessary approvals from Cboe Canada, investors are able to buy or sell Units of the ETFs on Cboe Canada through registered brokers and dealers in the province or territory where the investor resides. Investors may incur customary brokerage commissions in buying and/or selling Units of the ETFs. Unitholders may redeem Units of an ETF in any number for cash, subject to a redemption discount, or may redeem a prescribed number of Units (a "**PNU**") of an ETF or a multiple PNU of the ETF for cash equal to the net asset value of that number of Units of the ETF, subject to any redemption charge. See "Exchange and Redemption of Units" on page 46.

Each ETF issues Units directly to the Designated Broker and Dealers (as each is hereinafter defined).

No Designated Broker, Dealer and/or counterparty (as each is hereinafter defined) has been involved in the preparation of this prospectus, nor has the Designated Broker, Dealer and/or counterparty performed any review of the contents of this prospectus. The securities regulatory authorities (as hereinafter defined) have provided the ETFs with a decision exempting the ETFs from the requirement to include a certificate of an underwriter in the prospectus. No Designated Broker, Dealer and/or counterparty is an underwriter of the ETFs in connection with the distribution by the ETFs of their Units under this prospectus.

For a discussion of the risks associated with an investment in Units of the ETFs, see "Risk Factors" on page 26.

Although the Alternative ETFs are mutual funds under Canadian securities legislation and each ETF is considered to be a separate mutual fund under such legislation, certain provisions of such legislation and the policies of the securities regulatory authorities applicable to conventional mutual funds and designed to protect investors who purchase securities of mutual funds, do not apply to the Alternative ETFs.

The ETFs are "alternative funds" and are also referred to herein as the "Alternative ETFs" and each an "Alternative ETF".

The Alternative ETFs are different from most other exchange-traded funds. Each Alternative ETF is an alternative mutual fund within the meaning of National Instrument 81-102 *Investment Funds* ("NI 81-102") and each is, therefore, permitted to use strategies generally prohibited for conventional mutual funds. Such strategies include the ability to invest more than 10% of their net asset value in securities of a single issuer, the ability to borrow cash, to short sell beyond the limits prescribed for conventional mutual funds and to employ leverage. While these strategies will only be used in accordance with the investment objectives and strategies of an Alternative ETF, during certain market conditions, they may accelerate the risk that an investment in Units of an Alternative ETF decreases in value. An investment in Units of an ETF can be speculative, and can involve a high degree of risk and may only be suitable for persons who are able to assume the risk of losing their entire investment.

In addition, BDAY invests in other investment funds that invest, directly or indirectly, in Bitcoin. Given the speculative nature of Bitcoin and the volatility of the digital currency markets, there is no assurance that BDAY will be able to meet its investment objective. An investment in BDAY is not intended as a complete investment program and is appropriate only for investors who have a sophisticated knowledge and understanding of Bitcoin and the capacity to absorb a loss of some or all of their investment. An investment in BDAY is considered high risk.

BDAY does not invest in Bitcoin directly. Instead, as noted, BDAY will invest in other publicly offered investment funds that invest, directly or indirectly, in Bitcoin. Initially, and in accordance with exemptive relief (as described herein), BDAY will gain exposure to Bitcoin through investing in securities of iShares® Bitcoin Trust. However, BDAY will invest in securities of other exchange traded funds in support of its option strategy and if the Portfolio Adviser determines it is in the best interests of BDAY, and its unitholders, to do so.

THESE BRIEF STATEMENTS DO NOT DISCLOSE ALL OF THE RISKS AND OTHER SIGNIFICANT ASPECTS OF INVESTING IN THE ETFS. AN INVESTOR SHOULD CAREFULLY READ THIS PROSPECTUS, INCLUDING THE DESCRIPTION OF THE PRINCIPAL RISK FACTORS OF THE ETFS AT PAGE 26, BEFORE INVESTING IN THE ETFS.

Registrations and transfers of Units of an ETF are effected only through the book-entry-only system administered by CDS Clearing and Depository Services Inc. Beneficial owners do not have the right to receive physical certificates evidencing their ownership.

Additional information about an ETF is, or will be, available in its most recently filed annual financial statements together with the accompanying independent auditor's report, any interim financial statements of that ETF filed after these annual financial statements, its most recently filed annual and interim management reports of fund performance, and the most recently filed ETF facts of that ETF. These documents are, or will be, incorporated by reference into this prospectus, which means that they will legally form part of this prospectus. For further details, see "Documents Incorporated by Reference" at page 70.

You can get a copy of these documents at your request, and at no cost, by calling the Manager at 416 941 9888 or from your dealer. These documents are also available, or will be available, on the ETFs' designated website at www.hamiltonetfs.com, or by contacting the Manager by e-mail at etf@hamiltonetfs.com. These documents and other information about the ETFs are also available, or will be available, on the website of SEDAR+ (the System for Electronic Document Analysis and Retrieval) at www.sedarplus.ca.

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PROSPECTUS SUMMARY

The following is a summary of the principal features of this distribution and should be read together with the more detailed information and financial data and statements contained elsewhere in this prospectus or incorporated by reference in the prospectus. Capitalized terms not defined in this summary are defined in the Glossary.

The ETFs

The ETFs are exchange-traded mutual funds established under the laws of Ontario. Class E units of each ETF ("**Units**") are offered for sale on a continuous basis by this prospectus, and there is no minimum number of Units of an ETF that may be issued. The ETFs are also alternative mutual funds under applicable securities legislation and are also referred to herein as "**Alternative ETFs**".

The base currency of each ETF is Canadian dollars.

Hamilton ETFs, on behalf of Hamilton Enhanced Bitcoin DayMAX™ ETF (the "**New ETF"**), has applied to list Units of the New ETF on Cboe Canada Inc. ("Cboe Canada"). Listing is subject to the approval of Cboe Canada in accordance with its original listing requirements. Cboe Canada has not conditionally approved the listing application of the New ETF, and there is no assurance that Cboe Canada will approve such application. Units of the ETFs, other than Units of the New ETF, are currently listed and trading on Cboe Canada.

The Units of each ETF will be offered for sale at a price equal to the net asset value of such Units next determined following the receipt of a subscription order.

See "Overview of the Legal Structure of ETFs" at page 16.

Investment Objectives

QDAY

The investment objective of QDAY is to deliver attractive income while providing exposure primarily to U.S. technology-focused equities. To supplement income earned from its holdings, QDAY employs an actively managed, primarily ultra-short-term, option strategy.

QDAY uses leverage in order to seek to achieve its investment objective. Leverage is created through the use of cash borrowings or as otherwise permitted under applicable securities legislation. The maximum aggregate leverage of QDAY will not exceed approximately 25% of its net asset value.

SDAY

The investment objective of SDAY is to deliver attractive income while providing exposure primarily to U.S. equities. To supplement income earned from its holdings, SDAY employs an actively managed, primarily ultra-short-term, option strategy.

SDAY uses leverage in order to seek to achieve its investment objective. Leverage is created through the use of cash borrowings or as otherwise permitted under applicable securities legislation. The maximum aggregate leverage of SDAY will not exceed approximately 25% of its net asset value.

CDAY

The investment objective of CDAY is to deliver attractive income while providing exposure primarily, but not exclusively, to Canadian equities. To supplement income earned from its holdings, CDAY employs an actively managed, primarily ultra-short-term, option writing program on its North American equity exposure.

CDAY uses leverage in order to seek to achieve its investment objective. Leverage is created through the use of cash borrowings or as otherwise permitted under applicable securities legislation. The maximum aggregate leverage of CDAY will not exceed approximately 25% of its net asset value.

BDAY

The investment objective of BDAY is to deliver attractive income while providing exposure primarily to Bitcoin. To supplement income earned from its holdings, mitigate risk and reduce volatility, BDAY employs an actively managed, primarily ultra-short-term, option strategy.

BDAY uses leverage in order to seek to achieve its investment objective. Leverage is created through the use of cash borrowings or as otherwise permitted under applicable securities legislation. The maximum aggregate leverage of BDAY will not exceed approximately 25% of its net asset value.

See "Investment Objectives" on page 16.

Risk Factors

Investing in Units of an ETF can be speculative, can involve a high degree of risk and may only be suitable for persons who are able to assume the risk of losing their entire investment. Prospective investors should therefore consider the following risks, among others, before subscribing for Units of an ETF.

- Alternative Mutual Fund Risk
- Leverage Risk
- Aggressive Investment Technique Risk
- No Assurances on Achieving Investment Objective
- Market Risk
- Specific Issuer Risk
- Equity Risk
- Short Selling Risk
- Legal and Regulatory Risk
- Cyber Security Risk
- Use of Options Risk
- Zero days to Expiration (0DTE) Options Risk
- Derivatives Risk
- Corresponding Net Asset Value Risk
- Risk of Suspended Subscriptions - Alternative ETFs
- Distributions Risk
- Designated Broker/Dealer Risk
- Reliance on Key Personnel
- Potential Conflicts of Interest
- Counterparty Risk
- Cease Trading of Securities Risk
- No Ownership Interest
- No Voting Rights
- Exchange Risk
- Early Closing Risk

- Redemption Price
- Significant Redemptions
- Loss of Limited Liability
- Concentration Risk
- Reliance on Historical Data Risk
- Liquidity Risk
- Tax Risk
- Securities Lending, Repurchase and Reverse Repurchase Transaction Risk
- Fund of Funds Investment Risk
- Exchange-Traded Funds Risk
- Absence of an Active Market and Lack of Operating History
- Prime Broker Risk
- No Guaranteed Return
- Volatile Market Risk
- Country Risk
- Sector Risk – QDAY, BDAY
- Foreign Stock Exchange Risk
- Foreign Markets Risk
- Currency Exposure Risk
- Technology Obsolescence Risk – QDAY, BDAY
- Crypto-asset and Bitcoin Risk - BDAY

See "Risk Factors" on page 26.

Investment Strategies

QDAY

QDAY seeks to achieve its investment objective by gaining direct and/or indirect equity exposure to U.S. technology-focused companies. QDAY may also hold cash and cash equivalents or other money market instruments to meet its obligations.

The Portfolio Adviser reviews the portfolio holdings on an ongoing basis for possible additions, removals, or substitutions that, in its discretion, would be beneficial to QDAY and its Unitholders. The criteria used by the Portfolio Adviser for additions, removals, or substitutions to the equity holdings (for direct exposure) and/or exchange traded fund(s) (for indirect exposure) included in the portfolio may include, but not be limited to: (i) the market capitalization of a position; (ii) its view on the liquidity of the position; and, in the case of an exchange traded fund, (iii) the position's assets under management; and (iv) the position's management expense ratio.

To mitigate downside risk and generate income, the Portfolio Adviser actively manages an option strategy that will generally write at or slightly out of the money, primarily zero days to expiration ("0DTE"), or if deemed appropriate under specific market conditions, options with the shortest remaining maturity available, covered call options on an index (or indices) or ETF(s) with sufficient liquidity (as determined by the Portfolio Advisor), on up to 100% of the value of that position(s). Notwithstanding the foregoing, QDAY may write covered call options on a lesser percentage of the portfolio, from time to time, at the discretion of the Portfolio Adviser. The Portfolio Adviser may also, at its discretion, write put options on an index (or indices) or ETF(s) with sufficient liquidity (as determined by the Portfolio Advisor). QDAY's option strategy seeks to generate attractive option premiums to provide increased cash flow available for distribution, downside protection, and lower overall volatility of returns.

The maximum aggregate exposure of QDAY to cash borrowing, short selling and specified derivatives will not exceed approximately 25% of its NAV, such that its Leverage Ratio will not exceed approximately 125%, or 1.25x, of the ETF's NAV (See "Leverage" and "Rebalancing" for more details).

The Portfolio Adviser does not seek to hedge any of the QDAY's non-Canadian dollar currency exposure.

SDAY

SDAY seeks to achieve its investment objective by gaining direct and/or indirect equity exposure to large-cap companies based primarily in the United States. SDAY may also hold cash and cash equivalents or other money market instruments to meet its obligations.

The Portfolio Adviser reviews the portfolio holdings on an ongoing basis for possible additions, removals, or substitutions that, in its discretion, would be beneficial to SDAY and its Unitholders. The criteria used by the Portfolio Adviser for additions, removals, or substitutions to the equity holdings (for direct exposure) and/or exchange traded funds (for indirect exposure) included in the portfolio may include, but not be limited to: (i) the market capitalization of a position; (ii) its view on the liquidity of a position; and, in the case of an exchange traded fund, (iii) the position's assets under management; and (iv) the position's management expense ratio.

To mitigate downside risk and generate income, the Portfolio Adviser actively manages an option strategy that will generally write at or slightly out of the money, primarily zero days to expiration ("0DTE"), or if deemed appropriate under specific market conditions, options with the shortest remaining maturity available, covered call options on an index (or indices) or ETF(s) with sufficient liquidity (as determined by the Portfolio Advisor), on up to 100% of the value of that position(s). Notwithstanding the foregoing, SDAY may write covered call options on a lesser percentage of the portfolio, from time to time, at the discretion of the Portfolio Adviser. The Portfolio Adviser may also, at its discretion, write put options on an index (or indices) or ETF(s) with sufficient liquidity (as determined by the Portfolio Advisor). SDAY's option strategy seeks to generate attractive option premiums to provide increased cash flow available for distribution, downside protection, and lower overall volatility of returns.

The maximum aggregate exposure of SDAY to cash borrowing, short selling and specified derivatives will not exceed approximately 25% of its NAV, such that its Leverage Ratio will not exceed approximately 125%, or 1.25x, of the ETF's NAV (see "Leverage" and "Rebalancing" for more details).

The Portfolio Adviser does not seek to hedge any of the SDAY's non-Canadian dollar currency exposure.

CDAY

CDAY seeks to achieve its investment objective by gaining direct and/or indirect equity exposure to large-cap companies based primarily in Canada. CDAY may also hold cash and cash equivalents or other money market instruments to meet its obligations, as well as other North American exchange traded funds in support of its options strategy (see below).

The Portfolio Adviser reviews the portfolio holdings on an ongoing basis for possible additions, removals, or substitutions that, in its discretion, would be beneficial to CDAY and its Unitholders. The criteria used by the Portfolio Adviser for additions, removals, or substitutions to the equity holdings (for direct exposure) and/or exchange traded funds (for indirect exposure) included in the portfolio may include, but not be limited to: (i) the market capitalization of a position; (ii) its view on the liquidity of a position; and, in the case of an exchange traded fund, (iii) the position's assets under management; and (iv) the position's management expense ratio.

To mitigate downside risk and generate income, the Portfolio Adviser actively manages an option strategy that will generally write at or slightly out of the money, primarily zero days to expiration ("0DTE"), or if deemed appropriate under specific market conditions, options with the shortest remaining maturity available, covered call options on a Canadian or U.S. index (or indices) or ETF(s) with sufficient liquidity (as determined by the Portfolio Advisor) on up to 100% of the value of that position(s). Notwithstanding the foregoing, CDAY may write covered call options on a lesser percentage of the portfolio, from time to time, at the discretion of the Portfolio Adviser. The Portfolio Adviser may also, at its discretion, write put options on a Canadian or U.S. index (or indices) or ETF(s) with sufficient liquidity (as determined by the Portfolio Advisor). CDAY's option strategy seeks to generate attractive option premiums to provide increased cash flow available for distribution, downside protection, and lower overall volatility of returns.

The maximum aggregate exposure of CDAY to cash borrowing, short selling and specified derivatives will not exceed approximately 25% of its NAV, such that its Leverage Ratio will not exceed approximately 125%, or 1.25x, of the ETF's NAV (see "Leverage" and "Rebalancing" for more details).

The Portfolio Adviser does not seek to hedge CDAY's non-Canadian dollar currency exposure.

BDAY

BDAY seeks to achieve its investment objective by investing in exchange traded funds that provide exposure to Bitcoin. BDAY does not invest in Bitcoin directly. Initially, and in accordance with exemptive relief (as described herein), BDAY will obtain such exposure through investment in securities of IBIT, a U.S.-listed exchange traded fund. IBIT provides exposure to underlying price movements of the U.S. dollar price of Bitcoin, with its assets consisting solely of Bitcoin and cash.

While BDAY is permitted to invest up to 100% of its assets in IBIT, it will invest in securities of other exchange traded funds in support of its options strategy and if the Portfolio Adviser determines it is in the best interests of BDAY to do so. The Portfolio Adviser reviews the portfolio holdings of BDAY on an ongoing basis for possible additions, removals, or substitutions that, in its discretion, would be beneficial to BDAY and its Unitholders. The criteria used by the Portfolio Adviser for additions, removals, or substitutions to BDAY's exchange traded fund holdings may include, but are not limited to: (i) the position's assets under management; (ii) the liquidity of a position; and (iii) the position's management expense ratio.

BDAY may also hold cash and cash equivalents or other money market instruments to meet its obligations.

To mitigate downside risk and generate income, the Portfolio Adviser actively manages an option strategy that will generally write at or slightly out of the money, primarily zero days to expiration ("0DTE"), or if deemed appropriate under specific market conditions, options with the shortest remaining maturity available, covered call options on a U.S. index (or indices) or ETF(s) with sufficient liquidity (as determined by the Portfolio Advisor) on up to 100% of the value of that position(s). Notwithstanding the foregoing, BDAY may write covered call options on a lesser percentage of the portfolio, from time to time, at the discretion of the Portfolio Adviser. The Portfolio Adviser may also, at its discretion, write put options on a U.S. index (or indices) or ETF(s) with sufficient liquidity (as determined by the Portfolio Advisor). BDAY's option strategy seeks to generate attractive option premiums to provide increased cash flow available for distribution, downside protection, and lower overall volatility of returns.

The maximum aggregate exposure of BDAY to cash borrowing, short selling and specified derivatives will not exceed approximately 25% of its NAV, such that its Leverage Ratio will not exceed approximately 125%, or 1.25x, of the ETF's NAV (see "Leverage" and "Rebalancing" for more details).

See "Investment Strategies" on page 18.

Leverage

As each ETF is an alternative mutual fund, each may use leverage. In accordance with applicable securities regulations, leverage may be created through the use of cash borrowings, short sales and/or derivatives. Such securities regulations provide that an alternative mutual fund, such as an Alternative ETF, may borrow cash up to 50% of its NAV and may sell securities short, whereby the aggregate market value of the securities sold short will be limited to 50% of its NAV. The combined use of short-selling and cash borrowing by an Alternative ETF is subject to an overall limit of 50% of its NAV. Each Alternative ETF currently anticipates achieving its investment objective and creates leverage through the use of borrowing. While each Alternative ETF does not currently anticipate selling securities short, if the Portfolio Adviser deems it appropriate, each Alternative ETF may do so at any point in time and without notice to investors. In addition, securities regulation provide that an alternative mutual fund's aggregate gross exposure, to be calculated as the sum of the following, must not exceed 300% of its net asset value: (i) the aggregate market value of cash borrowing; (ii) the aggregate market value of physical short sales on equities, fixed income securities or other portfolio assets; and (iii) the aggregate notional value of specified derivatives positions excluding any specified derivatives used for hedging purposes. Leverage is calculated in accordance with the methodology prescribed by securities laws, or any exemptions therefrom.

Notwithstanding the foregoing and such permitted legislative limits, in accordance with its investment objective, the maximum aggregate exposure of an Alternative ETF to cash borrowing, short selling and specified derivatives will generally not exceed approximately 25% of its NAV, such that its Leverage Ratio (as defined herein) will generally not exceed approximately 125%, or 1.25x, of the Alternative ETF's NAV. As noted, it is anticipated that such leverage will continue to be created through the use of cash borrowings.

The aggregate market exposure of all instruments held directly or indirectly by an Alternative ETF, calculated daily on a mark-to-market basis, can exceed the Alternative ETF's net asset value, and can exceed the amount of cash and securities held as margin on deposit to support the derivatives trading activities of the Alternative ETF.

In order to ensure that a unitholder's risk is limited to the capital invested, with the exception of BDAY, an Alternative ETF's Leverage Ratio (as defined herein) will be rebalanced in certain circumstances and when the Leverage Ratio breaches certain bands. Specifically, an Alternative ETF's Leverage Ratio will generally be rebalanced back to 125% of the Alternative ETF's NAV within two business days of the Alternative ETF's Leverage Ratio moving approximately 2% away from its target Leverage Ratio of 125% (i.e., if the Leverage Ratio is less than approximately 123% or if the Leverage Ratio is greater than approximately 127%).

For BDAY, the minimum and maximum amount of leverage used, directly or indirectly, will be approximately 120% and 130%, respectively, of the ETF's NAV. BDAY will be regularly monitored in order to maintain a Leverage Ratio of approximately 125%. If the Leverage Ratio used by BDAY falls outside of the minimum or maximum levels, the

Manager, as quickly as commercially reasonable, will take necessary steps to revert the leverage ratio to within the planned bounds of BDAY's NAV.

Offering

In compliance with NI 81-102, the New ETF will not issue Units to the public until orders aggregating not less than $500,000 have been received and accepted by the New ETF from investors other than Hamilton ETFs or its directors, officers, or securityholders.

Cboe Canada Inc. ("Cboe Canada") has conditionally approved the listing of the Units of the New ETF. The listing is subject to the New ETF fulfilling all of the requirements of Cboe Canada on or before June 9, 2027. Units of the ETFs, other than the Units of the New ETF, are currently listed and trading on Cboe.

Units of the ETFs are offered for sale on a continuous basis by this prospectus, and there is no minimum or maximum number of Units of an ETF that may be issued. The Units of the ETFs are offered for sale at a price equal to the net asset value of such Units next determined following the receipt of a subscription order. See "Plan of Distribution" on page 70.

See "Attributes of the Securities" on page 64.

Brokerage Arrangements

Subject to the prior written approval of the Manager, the Portfolio Adviser is authorized to establish, maintain, change and close brokerage accounts on behalf of each ETF.

Special Considerations for Unitholders

The provisions of the so-called "early warning" requirements set out in Canadian securities legislation do not apply in connection with the acquisition of Units of an ETF. In addition, each ETF may rely on exemptive relief from the securities regulatory authorities to permit a Unitholder of that ETF to acquire more than 20% of the Units of that ETF through purchases on a Designated Exchange without regard to the takeover bid requirements of applicable Canadian securities legislation.

Market participants are permitted to sell Units of an ETF short and at any price without regard to the restrictions of the Universal Market Integrity Rules that generally prohibit selling securities short on Cboe Canada unless the price is at or above the last sale price.

Other than as a result of any applicable exemptive relief obtained from the securities regulatory authorities, each ETF will comply with all applicable requirements of NI 81-102.

See "Attributes of the Securities - Description of the Securities Distributed" on page 64.

Distributions

It is anticipated that each ETF will make distributions to its Unitholders on a semi-monthly basis. Such distributions will be paid in cash.

<u>Distributions are not fixed or guaranteed</u>. The Manager may, in its complete discretion, change the frequency or expected amount of these distributions, and there can be no assurance that an ETF will make any distribution in any particular period, or periods. Cash distributions are expected to consist primarily of income, including foreign source income and dividends from taxable Canadian corporations, and capital gains, less the expenses of the ETF, and may, include return of capital. **Generally, any distributions in excess of an investor's share of an ETF's net income and net realized capital gains for the year, if any, will represent a return of capital. A return of capital may not give rise to tax immediately, but will reduce the investor's adjusted cost base of Units held in the ETF and may result in the realization of a larger capital gain or smaller capital loss on a subsequent disposition of Units.**

The amount of ordinary cash distributions, if any, will be based on the Manager's assessment of the prevailing market conditions. The amount and date of any ordinary cash distributions of the ETF will be announced in advance by issuance of a press release. Subject to compliance with the investment objectives of the ETF, the Manager may, in its complete discretion, change the frequency of these distributions, and any such change will be announced by press release.

The ETFs also expect to distribute sufficient net income (including net capital gains) so that no ETF will be liable for Canadian income tax in any given year. Additional distributions required to ensure an ETF is not liable for Canadian income tax, if any, are expected to be made annually at the end of each year where necessary. It is expected that such distributions will automatically be reinvested on behalf of each Unitholder in additional Units of the applicable ETF and then consolidated, so that the number of Units outstanding after the distribution is the same as the number of Units before the distribution.

See "Distribution Policy" on page 43.

Redemptions

In addition to the ability to sell Units of an ETF on the Designated Exchange, Unitholders may: (a) redeem Units of that ETF in any number for cash at a redemption price per Unit equal to 95% of the closing price for Units of the ETF on the Designated Exchange on the effective day of the redemption, or (b) exchange a PNU or a multiple PNU of that ETF for Baskets of Securities and/or cash equal to the net asset value of that number of Units less any redemption charge.

See "Exchange and Redemption of Units" on page 46.

Certain Canadian Federal Income Tax Considerations

A Unitholder of an ETF will generally be required to include in computing the Unitholder's income for a taxation year the amount of income computed in Canadian dollars (including any taxable capital gains) that is paid or becomes payable to the Unitholder by the ETF in that year (including such income that is reinvested in additional Units of the ETF).

A Unitholder of an ETF who disposes of a Unit of the ETF that is held as capital property, including on a redemption or otherwise, will realize a capital gain (or capital loss) to the extent that the proceeds of disposition (other than any amount payable by the ETF which represents an amount that is otherwise required to be included in the Unitholder's income), net of costs of disposition, exceed (or are less than) the investor's adjusted cost base of the Unit of the ETF.

Pursuant to the Trust Declaration, an ETF may allocate and designate any income or capital gains realized by the ETF as a result of any disposition of property of the ETF undertaken to permit or facilitate the redemption of Units to a Unitholder whose Units are being redeemed. In addition, each ETF has the authority to distribute, allocate and designate any income or capital gains of the ETF to a Unitholder who has redeemed Units of the ETF during a year in an amount equal to the Unitholder's share, at the time of redemption, of the ETF's income and capital gains for the year or such other amount that is determined by the ETF to be reasonable. Any such allocations will reduce the redeeming Unitholder's proceeds of disposition. An ETF that is a mutual fund trust for tax purposes throughout a year is prohibited from claiming a deduction in computing its income for the year in respect of amounts of income that are allocated to redeeming Unitholders and is limited in its ability to claim a deduction in computing its income under the Tax Act for amounts of capital gains that are allocated to redeeming Unitholders. Accordingly, the amounts and taxable component of distributions to non-redeeming Unitholders of an ETF may be greater than would have been the case in the absence of such tax rules.

Each investor should satisfy himself or herself as to the federal and provincial tax consequences of an investment in Units of an ETF by obtaining advice from his or her tax adviser.

See "Certain Canadian Federal Income Tax Considerations" at page 48.

Eligibility for Investment	Units of an ETF are qualified investments under the Tax Act for a trust governed by a registered retirement savings plan, a registered retirement income fund, a registered disability savings plan, a deferred profit sharing plan, a first home savings account, a registered education savings plan or a tax-free savings account, provided that the ETF qualifies as a ''mutual fund trust'' within the meaning of the Tax Act, or the Units of the ETF are listed on a "designated stock exchange" within the meaning of the Tax Act.
Documents Incorporated by Reference	Additional information about each ETF will be available in the most recently filed annual and interim financial statements of that ETF and the most recently filed annual and interim management report of fund performance of that ETF. These documents are, or will be, incorporated by reference into this prospectus. Documents incorporated by reference into this prospectus legally form part of this prospectus just as if they were printed as part of this prospectus. These documents are also available, or will be available, on the ETFs' designated website at www.hamiltonetfs.com, or by contacting the Manager by e-mail at etf@hamiltonetfs.com. These documents and other information about the ETFs are also available, or will be available, on the website of SEDAR+ (the System for Electronic Document Analysis and Retrieval) at www.sedarplus.ca. See "Documents Incorporated by Reference" on page 70.
Termination	The ETFs do not have a fixed termination date but may be terminated at the discretion of the Manager in accordance with the terms of the Trust Declaration. An Alternative ETF will not be wound up if the NAV per Unit falls below a certain level. See "Termination of the ETFs" on page 67.

Organization and Management of the ETFs

The Manager, the Portfolio Adviser and Trustee	The Manager, Hamilton Capital Partners Inc., is a corporation incorporated under the laws of the Province of Ontario. The Manager is the manager, portfolio adviser and trustee of each ETF, and is responsible for providing or arranging for the provision of administrative and third-party services required by the ETFs and makes and executes investment decisions on behalf of the ETFs. The principal office of the Manager is located at 121 King Street West, Suite 1601, Toronto, ON, M5H 3T9. The Manager is registered as: (i) an investment fund manager in Ontario, Quebec and Newfoundland & Labrador; (ii) an exempt market dealer in Ontario; (iii) a portfolio manager in Ontario; and (iv) a commodity trading manager in Ontario. See "Organization and Management Details of the ETFs" on page 55.
Custodian	CIBC Mellon Trust is the custodian of the ETFs and is independent of the Manager. CIBC Mellon Trust provides custodial services to the ETFs and is located in Toronto, Ontario. See "Organization and Management Details of the ETFs – Custodian" on page 60. In respect of BDAY, the ETF does not hold Bitcoin directly. Bitcoin to which BDAY is indirectly exposed will therefore be held by the appointed custodian and/or sub-custodian of the underlying fund in which BDAY may invest or otherwise be exposed to. For greater certainty, CIBC Mellon Trust is not the custodian of any underlying fund in which BDAY may invest or otherwise be exposed to which holds physical digital assets, has not appointed

any sub-custodian to custody digital assets of such underlying fund, has not guaranteed any sub-custodian's obligations to hold digital assets of such underlying fund, nor performed any form of diligence on the custodian or sub-custodian of such underlying fund.

Prime Broker	National Bank Financial Inc., through its National Bank Independent Network division, ("**NBF**"), will be providing to the Alternative ETFs prime brokerage services, including margin facilities under a Custody and Securities Services Agreement. NBF is independent of the Manager. NBF will be providing margin lending to the Alternative ETFs to acquire additional equity securities. The National Bank Independent Network division of NBF is located in Toronto, Ontario. The Manager may appoint additional prime brokers from time to time. See "Organization and Management Details of the ETFs – Prime Broker" on page 61.
Auditor	KPMG LLP is responsible for auditing the annual financial statements of the ETFs. The auditor is independent of the Manager and the ETFs. The principal office of KPMG LLP is located in Toronto, Ontario. See Organization and Management Details of the ETFs - Auditor on page 61.
Valuation Agent	CIBC Mellon Trust has been retained to provide accounting and valuation services to the ETFs. CIBC Mellon Trust is located in Toronto, Ontario. See "Organization and Management Details of the ETFs – Valuation Agent" on page 61.
Registrar and Transfer Agent	TSX Trust Company is the registrar and transfer agent for the Units of the ETFs pursuant a registrar and transfer agency agreement entered into by the ETFs. TSX Trust Company is independent of the Manager. TSX Trust Company is located in Toronto, Ontario. See "Organization and Management Details of the ETFs – Registrar and Transfer Agent" on page 61.
Promoter	Hamilton ETFs is also the promoter of the ETFs. Hamilton ETFs took the initiative in founding and organizing the ETFs and is, accordingly, the promoter of the ETFs within the meaning of securities legislation of certain provinces and territories of Canada. Organization and Management Details of the ETFs – Promoter" on page 61.
Securities Lending Agent	The Bank of New York Mellon will be the securities lending agent of the ETFs. The Bank of New York Mellon is located in New York City. See "Organization and Management Details of the ETFs – Securities Lending Agent" on page 61.
Designated Website	An investment fund is required to post certain regulatory disclosure documents on a designated website. The designated website of the ETFs this document pertains to can be found at the following location: www.hamiltonetfs.com.

Summary of Fees and Expenses

The following table lists the fees and expenses payable by the ETFs, and the fees and expenses that Unitholders may have to pay if they invest in an ETF. Unitholders may have to pay some of these fees and expenses directly. Alternatively, an ETF may have to pay some of these fees and expenses, which will therefore reduce the value of an investment in the ETF.

Fees and Expenses Payable by the ETFs

Type of Charge	**Description**
Management Fees	The ETFs pay the following annual management fees to the Manager.

ETF	Class	Management Fee
QDAY	Class E Units	0.85% of the net asset value of the Class E Units of QDAY, together with Sales Tax
SDAY	Class E Units	0.85% of the net asset value of the Class E Units of SDAY, together with Sales Tax
CDAY	Class E Units	0.85% of the net asset value of the Class E Units of CDAY, together with Sales Tax
BDAY	Class E Units	0.85% of the net asset value of the Class E Units of BDAY, together with Sales Tax

The Management Fees are calculated and accrued daily and payable monthly in arrears. At its discretion, the Manager may choose to waive a portion of the Management Fee for an ETF, resulting in a reduction of the Management Fee charged to the ETF. In the event a portion of a Management Fee is waived, the Manager reserves the right to discontinue such waiver at any time without notice or consent of applicable Unitholders.

Management Fee Distributions

The Manager may, at its discretion, agree to charge a reduced fee as compared to the fee it would otherwise be entitled to receive from an ETF with respect to large investments in the ETF by Unitholders. Such a reduction will be dependent upon a number of factors, including the amount invested, the total assets of the ETF under administration and the expected amount of account activity. In such cases, an amount equal to the difference between the fee otherwise chargeable and the reduced fee will be distributed to the applicable Unitholders as Management Fee Distributions.

See "Fees and Expenses" on page 24.

Operating Expenses

Unless otherwise waived or reimbursed by the Manager, an ETF pays all of its operating expenses, including, but not limited to: the Management Fee; audit fees; trustee and custodial expenses; administration costs; valuation, accounting and record keeping costs; legal expenses; permitted prospectus preparation and filing expenses; costs associated with delivering documents to Unitholders; listing and annual stock exchange fees; Index licensing fees; CDS fees; bank related fees and interest charges; extraordinary expenses; Unitholder reports and servicing costs; borrowing fees (as applicable); Registrar and Transfer Agent fees; costs associated with the IRC (as defined herein); income taxes; Sales Tax; brokerage expenses and commissions; and withholding taxes.

See "Fees and Expenses" on page 24.

Expenses of the Issue

Apart from the initial organizational cost of an ETF, all expenses related to the issuance of Units of the ETF are borne by the ETF.

See "Fees and Expenses" on page 24

Fees and Expenses Payable Directly by Unitholders

Redemption and Creation Charges

The Manager may charge Unitholders of an ETF, at its discretion, a redemption charge of up to 0.25% of the redemption proceeds of the ETF. Cash subscriptions by Dealers or the Designated Broker may, at the sole discretion of the Manager, be subject to a creation charge of up to 0.25% of the value of the cash subscription order, payable to the ETF.

See "Exchange and Redemption of Units" on page 46.

GLOSSARY

The following terms have the following meaning:

“0DTE” means zero days to expiration, in reference to an option;

“**Acceptable ETF**” has the meaning ascribed to such term under the heading “**Purchases of Units**”;

“**Alternative ETFs**” means, together, QDAY, SDAY, CDAY and BDAY, and “**Alternative ETF**” means any one of them;

“**Bank Holiday**” means, any business day that deposit taking banks in the United States or Canada are not open for business;

“**Basket(s) of Securities**” means a group of shares or other securities, including, but not limited to, one or more exchange-traded funds or securities, as determined by the Manager from time to time for the purpose of subscription orders, exchanges, redemptions or for other purposes;

“**BDAY**” means Hamilton Enhanced Bitcoin DayMAX™ ETF;

“**Bitcoin**” means digital currency Bitcoin (the native unit of account) within the Bitcoin Network;

“**Bitcoin Network**” means the network of computers running the software protocol underlying Bitcoin, which maintains the database of Bitcoin ownership and facilitates the transfer of Bitcoin among parties;

“**business day**” means any day on which the Designated Exchange on which the ETF Shares or ETF Units of a fund may be listed from time to time is open for trading;

“**Canadian securities legislation**” means the securities laws in force in the Provinces and Territories of Canada, all regulations, rules, orders and policies made thereunder and all multilateral and national instruments adopted by the securities regulatory authorities in such jurisdictions;

“**Cboe Canada**” means Cboe Canada Inc.;

“**CDAY**” means Hamilton Enhanced Canadian Equity DayMAX™ ETF;

“**CDS**” means CDS Clearing and Depository Services Inc.;

“**CDS Participant**” means a participant in CDS that holds security entitlements in Units on behalf of beneficial owners of those Units;

“**CIBC Mellon Trust**” means CIBC Mellon Trust Company;

“**CRA**” means the Canada Revenue Agency;

“**Custodial Standard of Care**” has the meaning ascribed to such term under the heading “Organization and Management Details of the ETFs - Custodian”;

“**Custodian**” means CIBC Mellon Trust, in its capacity as custodian of the ETFs pursuant to the Custodian Agreement;

“**Custodian Agreement**” means the master custodial services agreement dated December 21, 2015, as amended from time to time, between the Manager, in its capacity as manager and trustee of the ETFs and CIBC Mellon Trust;

"**Dealer**" means a registered dealer (that may or may not be the Designated Broker) that has entered into a Dealer Agreement with the Manager, on behalf of the ETFs, pursuant to which the Dealer may subscribe for Units of the ETFs as described under "Purchases of Units";

"**Dealer Agreement**" means an agreement between the Manager, on behalf of an ETF, and a Dealer;

"**Designated Broker**" means a registered dealer that has entered into a Designated Broker Agreement with the Manager, on behalf of an ETF, pursuant to which the Designated Broker agrees to perform certain duties in relation to the ETF;

"**Designated Broker Agreement**" means an agreement between the Manager, on behalf of an ETF, and the Designated Broker;

"**Designated Exchange**" means the designated exchange on which Units of an ETF are listed (for all ETFs, Cboe Canada);

"**distribution record date**" means a date determined by the Manager as a record date for the determination of Unitholders of an ETF entitled to receive a distribution from the ETF;

"**DPSP**" means a deferred profit sharing plan within the meaning of the Tax Act;

"**EIFEL Rules**" has the meaning ascribed to such term under the heading "Risk Factors – Tax Risk";

"**ETFs**" means, collectively, QDAY, SDAY, CDAY and BDAY and "**ETF**" means any one of them;

"**fair value**" means, in the case of assets, the market value which, based on available sources, the Manager reasonably expects such asset could have been realized at the valuation time had the asset been sold or traded; in the case of liabilities, fair value is the full cost to the ETF that the Manager has calculated as required to settle such liability, were the liability to have been settled at the valuation time;

"**FHSA**" means a first home savings account within the meaning of the Tax Act;

"**GST/HST**" means taxes exigible under Part IX of the *Excise Tax Act* (Canada) and the regulations made thereunder, as amended from time to time;

"**Hamilton ETFs**" means Hamilton Capital Partners Inc.;

"**Holder**" has the meaning ascribed to such term under the heading "Certain Canadian Federal Income Tax Considerations";

"**IBIT**" means iShares® Bitcoin Trust;

"**IGA**" has the meaning ascribed to such term under the heading "Other Material Facts";

"**Indicated Yield**" is calculated as the most recently declared regular cash dividend or distribution, annualized, divided by the current stock price;

"**IRC**" means the independent review committee of the ETFs established pursuant to the requirements of NI 81-107;

"**Leverage Ratio**" means the aggregate underlying notional value of the securities and/or financial derivative positions as a ratio of the total assets held by an Alternative ETF.

"**LRE**" means a loss restriction event within the meaning of the Tax Act;

“**Management Fee**” means the annual management fee paid by an ETF to the Manager, equal to a percentage of the net asset value of the applicable class of an ETF, calculated and accrued daily and payable monthly, in arrears;

“**Management Fee Distribution**”, as described under “Fees and Expenses”, means an amount equal to the difference between the Management Fee otherwise chargeable by the Manager and a reduced fee determined by the Manager, at its discretion, from time to time, and that is distributed quarterly in cash to Unitholders of an ETF who hold large investments in the ETF;

“**Manager**” means Hamilton ETFs, in its capacity as manager of the ETFs pursuant to the Trust Declaration;

“**net asset value**” or “**NAV**” means the net asset value of an ETF as calculated on each Valuation Day in accordance with the Trust Declaration;

“**New ETF**” means BDAY;

“**NI 81-102**” means National Instrument 81-102 *Investment Funds,* as amended from time to time;

“**NI 81-107**” means National Instrument 81-107 *Independent Review Committee for Investment Funds,* as amended from time to time;

“**Other Fund**” has the meaning ascribed to such term under the heading “Investment Strategies - Investment in other Investment Funds”;

“**Plan**” has the meaning ascribed to such term under the heading “Certain Canadian Federal Income Tax Considerations – Status of the ETFs”;

“**PNU**” in relation to Units of an ETF, means the prescribed number of Units of the ETF determined by the Manager from time to time, whereby a dealer or a Unitholder may subscribe for, and/or redeem Units of the ETF or for such other purposes as the Manager may determine;

“**Portfolio Adviser**” means Hamilton ETFs, in its capacity as portfolio adviser of the ETFs pursuant to the Trust Declaration;

“**Prime Broker**” refers to National Bank Financial Inc. or any successor or any additional prime brokers appointed by the Manager from time to time;

“**Proxy Voting Policy**” has the meaning ascribed to such term under the heading “Proxy Voting Disclosure For Portfolio Securities Held”;

“**QDAY**” means Hamilton Enhanced Technology DayMAX™ ETF;

“**RDSP**” means a registered disability savings plan within the meaning of the Tax Act;

“**Registrar and Transfer Agent**” means TSX Trust Company;

“**RESP**” means a registered education savings plan within the meaning of the Tax Act;

“**RRIF**” means a registered retirement income fund within the meaning of the Tax Act;

“**RRSP**” means a registered retirement savings plan within the meaning of the Tax Act;

“**Sales Tax**” means all applicable provincial and federal sales, use, value-added or goods and services taxes, including GST/HST;

“**SDAY**” means Hamilton Enhanced U.S. Equity DayMAX™ ETF;

“**securities regulatory authorities**” means the securities commission or similar regulatory authority in each of the Provinces and Territories of Canada that are responsible for administering the Canadian securities legislation in force in such jurisdictions;

“**SLAA**” has the meaning ascribed to such term under the heading “Organization and Management Details of the ETFs - Securities Lending Agent”;

“**Tax Act**” means the *Income Tax Act* (Canada) as well as the *Income Tax Regulations* as amended from time to time;

“**Tax Amendments**” means a proposed amendment or amendments to the income tax laws of Canada publicly announced by the Minister of Finance (Canada) prior to the date hereof;

“**taxable capital gain**” has the meaning ascribed to such term under the heading “Certain Canadian Federal Income Tax Considerations - Taxation of Holders”;

“**tax EBITDA**” means an entity's taxable income before taking into account interest expense, interest income and income tax, and deductions for depreciation and amortization, as determined for tax purposes;

“**TFSA**” means a tax-free savings account within the meaning of the Tax Act;

“**Trading Day**” for an ETF means a day on which: (i) a session of the Designated Exchange is held; (ii) the principal exchange for the securities held by the ETF is open for trading; and (iii) it is not a Bank Holiday;

“**Trust Declaration**” means the amended and restated master declaration of trust made as of June 18, 2026, as it may be further amended from time to time, by the Trustee;

“**Trustee**” means Hamilton ETFs, in its capacity as trustee of the ETFs pursuant to the Trust Declaration;

“**Unitholder**” means a holder of Units of an ETF;

“**Units**” means Class E Units of an ETF, as applicable, and “**Unit**” means one of them;

“**Valuation Day**” for an ETF means a day upon which a session of the Designated Exchange is held; and

“**Valuation Time**” in respect of an ETF means 4:00 p.m. (EST) on a Valuation Day.

OVERVIEW OF THE LEGAL STRUCTURE OF ETFS

The ETFs are exchange-traded mutual funds established under the laws of Ontario. The ETFs are also alternative mutual funds under applicable securities legislation.

This prospectus qualifies the distribution of Class E Units of the ETFs (also referred to herein as "**Units**"). A summary of the ETFs and Units offered hereunder is set out below.

Name of ETF	Abbreviated Name	Currency	Ticker Symbol[1]	Fund Type
Hamilton Enhanced Technology DayMAX™ ETF	QDAY	Canadian $	QDAY	**Alternative mutual fund**
Hamilton Enhanced U.S. Equity DayMAX™ ETF	SDAY	Canadian $	SDAY	
Hamilton Enhanced Canadian Equity DayMAX™ ETF	CDAY	Canadian $	CDAY	
Hamilton Enhanced Bitcoin DayMAX™ ETF	BDAY	Canadian $	BDAY	

There is no minimum number of Units of an ETF that may be issued. Each Unit of an ETF represents an equal, undivided interest in the portion of that ETF's assets.

The base currency of each ETF is Canadian dollars, and Units of the ETFs are offered in Canadian dollars. The Units of each ETF will be offered for sale at a price equal to the net asset value of such Units next determined following the receipt of a subscription order.

The manager, portfolio adviser and trustee of the ETFs is Hamilton Capital Partners Inc. ("**Hamilton ETFs**", the "**Manager**", the "**Portfolio Adviser**" or the "**Trustee**").

The ETFs were created pursuant to the Trust Declaration. The principal office of the Manager is located at 121 King Street West, Suite 1601, Toronto, ON, M5H 3T9. As the ETFs are also alternative mutual funds under the securities legislation of Canada, certain provisions of Canadian securities legislation applicable to conventional mutual funds do not apply to such ETFs.

Cboe Canada Inc. ("Cboe Canada") has conditionally approved the listing of the Units of the New ETF. The listing is subject to the New ETF fulfilling all of the requirements of Cboe Canada on or before June 9, 2027. Units of the ETFs, other than the Units of the New ETF, are currently listed and trading on Cboe.

INVESTMENT OBJECTIVES

The fundamental investment objective of each ETF is set out below. The fundamental investment objective of an ETF may not be changed except with the approval of Unitholders of the ETF. See "Unitholder Matters" on page 64 for additional descriptions of the process for calling a meeting of Unitholders and the requirements of Unitholder approval.

<u>QDAY</u>

The investment objective of QDAY is to deliver attractive income while providing exposure primarily to U.S. technology-focused equities. To supplement income earned from its holdings, QDAY employs an actively managed, primarily ultra-short-term, option strategy.

[1] In the case of BDAY, subject to all approvals of Cboe Canada.

QDAY uses leverage in order to seek to achieve its investment objective. Leverage is created through the use of cash borrowings or as otherwise permitted under applicable securities legislation. The maximum aggregate leverage of QDAY will not exceed approximately 25% of its net asset value.

<u>SDAY</u>

The investment objective of SDAY is to deliver attractive income while providing exposure primarily to U.S. equities. To supplement income earned from its holdings, SDAY employs an actively managed, primarily ultra-short-term, option strategy.

SDAY uses leverage in order to seek to achieve its investment objective. Leverage is created through the use of cash borrowings or as otherwise permitted under applicable securities legislation. The maximum aggregate leverage of SDAY will not exceed approximately 25% of its net asset value.

<u>CDAY</u>

The investment objective of CDAY is to deliver attractive income while providing exposure primarily, but not exclusively, to Canadian equities. To supplement income earned from its holdings, CDAY employs an actively managed, primarily ultra-short-term, option writing program on its North American equity exposure.

CDAY uses leverage in order to seek to achieve its investment objective. Leverage is created through the use of cash borrowings or as otherwise permitted under applicable securities legislation. The maximum aggregate leverage of CDAY will not exceed approximately 25% of its net asset value.

<u>BDAY</u>

The investment objective of BDAY is to deliver attractive income while providing exposure primarily to Bitcoin. To supplement income earned from its holdings, mitigate risk and reduce volatility, BDAY employs an actively managed, primarily ultra-short-term, option strategy.

BDAY uses leverage in order to seek to achieve its investment objective. Leverage is created through the use of cash borrowings or as otherwise permitted under applicable securities legislation. The maximum aggregate leverage of BDAY will not exceed approximately 25% of its net asset value.

ADDITIONAL INFORMATION – REBALANCING

Rebalancing

In order to ensure that a Unitholder's risk is limited to the capital invested, with the exception of BDAY, an Alternative ETF's Leverage Ratio will be rebalanced in certain circumstances and when the Leverage Ratio breaches certain bands. Specifically, an Alternative ETF's Leverage Ratio will generally be rebalanced back to 125% of the Alternative ETF's NAV within two business days (a "**Leverage Rebalance Date**) of the Alternative ETF's Leverage Ratio moving approximately 2% away from its target Leverage Ratio of 125% (i.e., if the Leverage Ratio is less than approximately 123% or if the Leverage Ratio is greater than approximately 127%).

<u>For BDAY, the minimum and maximum amount of leverage used, directly or indirectly, will be approximately 120% and 130%, respectively, of the BDAY's NAV. BDAY will be regularly monitored in order to maintain a Leverage Ratio of approximately 125%. If the Leverage Ratio used by BDAY falls outside of the minimum or maximum levels, the Manager, as quickly as commercially reasonable, will take necessary steps to revert the leverage ratio to within the planned bounds of BDAY's NAV.</u>

Following a Leverage Rebalance Date, an Alternative ETF will generally acquire and/or dispose of the appropriate number of securities in order to approximate the relative portfolio weightings on the previous day, or such other weighting as may be determined by the Manager from time to time at its discretion. As a result, Units may be exchanged in consideration for those securities that the Portfolio Adviser determines should be sold by the applicable Alternative ETF, or cash may be paid as determined by the Portfolio Adviser. Generally, such transactions may be implemented by a transfer of constituent securities to the applicable Alternative ETF that the Portfolio Adviser determines should be acquired by the Alternative ETF or a transfer of those securities that the Portfolio Adviser determines should be sold by the Alternative ETF.

Outside of a Leverage Rebalance Date, any investments by an Alternative ETF (owing, for example, to subscriptions received in respect of Units of the Alternative ETF), if any, will be such that securities are acquired up to the same weights as such securities exist in the Alternative ETF's portfolio, based on their relative market values, at the time of such investment.

INVESTMENT STRATEGIES

Overview

QDAY

QDAY seeks to achieve its investment objective by gaining direct and/or indirect equity exposure to U.S. technology-focused companies. QDAY may also hold cash and cash equivalents or other money market instruments to meet its obligations.

The Portfolio Adviser reviews the portfolio holdings on an ongoing basis for possible additions, removals, or substitutions that, in its discretion, would be beneficial to QDAY and its Unitholders. The criteria used by the Portfolio Adviser for additions, removals, or substitutions to the equity holdings (for direct exposure) and/or exchange traded fund(s) (for indirect exposure) included in the portfolio may include, but not be limited to: (i) the market capitalization of a position; (ii) its view on the liquidity of the position; and, in the case of an exchange traded fund, (iii) the position's assets under management; and (iv) the position's management expense ratio.

To mitigate downside risk and generate income, the Portfolio Adviser actively manages an option strategy that will generally write at or slightly out of the money, primarily zero days to expiration ("0DTE"), or if deemed appropriate under specific market conditions options with the shortest remaining maturity available, covered call options on an index (or indices) or ETF(s) with sufficient liquidity (as determined by the Portfolio Advisor), on up to 100% of the value of that position(s). Notwithstanding the foregoing, QDAY may write covered call options on a lesser percentage of the portfolio, from time to time, at the discretion of the Portfolio Adviser. The Portfolio Adviser may also, at its discretion, write cash-covered put options on an index (or indices) or ETF(s) with sufficient liquidity (as determined by the Portfolio Advisor). QDAY's option strategy seeks to generate attractive option premiums to provide increased cash flow available for distribution, downside protection, and lower overall volatility of returns.

The maximum aggregate exposure of QDAY to cash borrowing, short selling and specified derivatives will not exceed approximately 25% of its NAV, such that its Leverage Ratio will not exceed approximately 125%, or 1.25x, of the ETF's NAV (see "Leverage" and "Rebalancing" for more details).

The Portfolio Adviser does not seek to hedge any of the QDAY's non-Canadian dollar currency exposure.

SDAY

SDAY seeks to achieve its investment objective by gaining direct and/or indirect equity exposure to large-cap companies based in the United States. SDAY may also hold cash and cash equivalents or other money market instruments to meet its obligations.

The Portfolio Adviser reviews the portfolio holdings on an ongoing basis for possible additions, removals, or substitutions that, in its discretion, would be beneficial to SDAY and its Unitholders. The criteria used by the Portfolio Adviser for additions, removals, or substitutions to the equity holdings (for direct exposure) and/or exchange traded funds (for indirect exposure) included in the portfolio may include, but not be limited to: (i) the market capitalization of a position; (ii) its view on the liquidity of a position; and, in the case of an exchange traded fund, (iii) the position's assets under management; and (iv) the position's management expense ratio.

To mitigate downside risk and generate income, the Portfolio Adviser actively manages an option strategy that will generally write at or slightly out of the money, primarily zero days to expiration ("0DTE"), or if deemed appropriate under specific market conditions options with the shortest remaining maturity available, covered call options on an index (or indices) or ETF(s) with sufficient liquidity (as determined by the Portfolio Advisor), on up to 100% of the value of that position(s). Notwithstanding the foregoing, SDAY may write covered call options on a lesser percentage of the portfolio, from time to time, at the discretion of the Portfolio Adviser. The Portfolio Adviser may also, at its discretion, write cash-covered put options on an index (or indices) or ETF(s) with sufficient liquidity (as determined by the Portfolio Advisor). SDAY's option strategy seeks to generate attractive option premiums to provide increased cash flow available for distribution, downside protection, and lower overall volatility of returns.

The maximum aggregate exposure of SDAY to cash borrowing, short selling and specified derivatives will not exceed approximately 25% of its NAV, such that its Leverage Ratio will not exceed approximately 125%, or 1.25x, of the ETF's NAV (see "Leverage" and "Rebalancing" for more details).

The Portfolio Adviser does not seek to hedge any of the SDAY's non-Canadian dollar currency exposure.

CDAY

CDAY seeks to achieve its investment objective by gaining direct and/or indirect equity exposure to large-cap companies based in Canada. CDAY may also hold cash and cash equivalents or other money market instruments to meet its obligations, as well as other North American exchange traded funds in support of its options strategy (see below).

The Portfolio Adviser reviews the portfolio holdings on an ongoing basis for possible additions, removals, or substitutions that, in its discretion, would be beneficial to CDAY and its Unitholders. The criteria used by the Portfolio Adviser for additions, removals, or substitutions to the equity holdings (for direct exposure) and/or exchange traded funds (for indirect exposure) included in the portfolio may include, but not be limited to: (i) the market capitalization of a position; (ii) its view on the liquidity of a position; and, in the case of an exchange traded fund, (iii) the position's assets under management; and (iv) the position's management expense ratio.

To mitigate downside risk and generate income, the Portfolio Adviser actively manages an option strategy that will generally write at or slightly out of the money, primarily zero days to expiration ("0DTE"), or if deemed appropriate under specific market conditions options with the shortest remaining maturity available, covered call options on a Canadian or U.S. index (or indices) or ETF(s) with sufficient liquidity (as determined by the Portfolio Advisor) on up to 100% of the value of that position(s). Notwithstanding the foregoing, CDAY may write covered call options on a lesser percentage of the portfolio, from time to time, at the discretion of the Portfolio Adviser. The Portfolio Adviser may also, at its discretion, write cash-covered put options on a Canadian or U.S. index (or indices) or ETF(s) with sufficient liquidity (as determined by the Portfolio Advisor). CDAY's option strategy seeks to generate attractive option premiums to provide increased cash flow available for distribution, downside protection, and lower overall volatility of returns.

The maximum aggregate exposure of CDAY to cash borrowing, short selling and specified derivatives will not exceed approximately 25% of its NAV, such that its Leverage Ratio will not exceed approximately 125%, or 1.25x, of the ETF's NAV (see "Leverage" and "Rebalancing" for more details).

The Portfolio Adviser does not seek to hedge CDAY's non-Canadian dollar currency exposure.

BDAY

BDAY seeks to achieve its investment objective by investing in exchange traded funds that provide exposure to Bitcoin. BDAY does not invest in Bitcoin directly. Initially, and in accordance with exemptive relief (as described herein), BDAY will obtain such exposure through investment in securities of IBIT, a U.S.-listed exchange traded fund. IBIT provides exposure to underlying price movements of the U.S. dollar price of Bitcoin, with its assets consisting solely of Bitcoin and cash.

While BDAY is permitted to invest up to 100% of its assets in IBIT, it will invest in securities of other exchange traded funds in support of its options strategy and if the Portfolio Adviser determines it is in the best interests of BDAY to do so. The Portfolio Adviser reviews the portfolio holdings of BDAY on an ongoing basis for possible additions, removals, or substitutions that, in its discretion, would be beneficial to BDAY and its Unitholders. The criteria used by the Portfolio Adviser for additions, removals, or substitutions to BDAY's exchange traded fund holdings may include, but are not limited to: (i) the position's assets under management; (ii) the liquidity of a position; and (iii) the position's management expense ratio.

BDAY may also hold cash and cash equivalents or other money market instruments to meet its obligations.

To mitigate downside risk and generate income, the Portfolio Adviser actively manages an option strategy that will generally write at or slightly out of the money, primarily zero days to expiration ("0DTE"), or if deemed appropriate under specific market conditions, options with the shortest remaining maturity available, covered call options on a U.S. index (or indices) or ETF(s) with sufficient liquidity (as determined by the Portfolio Advisor) on up to 100% of the value of that position(s).

Notwithstanding the foregoing, BDAY may write covered call options on a lesser percentage of the portfolio, from time to time, at the discretion of the Portfolio Adviser. The Portfolio Adviser may also, at its discretion, write put options on a U.S. index (or indices) or ETF(s) with sufficient liquidity (as determined by the Portfolio Advisor). BDAY's option strategy seeks to generate attractive option premiums to provide increased cash flow available for distribution, downside protection, and lower overall volatility of returns.

The maximum aggregate exposure of BDAY to cash borrowing, short selling and specified derivatives will not exceed approximately 25% of its NAV, such that its Leverage Ratio will not exceed approximately 125%, or 1.25x, of the ETF's NAV (see "Leverage" and "Rebalancing" for more details).

General Investment Strategies

Overview

The ETFs will invest in portfolios comprised of various securities and instruments which may include, but are not limited to, equity securities, equity related securities, futures contracts and exchange-traded funds. If market conditions require, the ETFs, in order to preserve capital, may seek to invest a substantial portion of its assets in cash and cash equivalents.

As soon as practicable following the end of each month, the Portfolio Adviser intends to publish on the ETFs' designated website (www.hamiltonetfs.com) a summary of the investment portfolio disclosing the top ten positions (long and short) held by each ETF expressed as an absolute percentage of the net assets of the ETF.

Covered Call Writing

Call options sold by an ETF may be either options traded on a North American exchange or "over-the-counter" options sold pursuant to an agreement with a counterparty with a "designated rating" as defined in NI 81-102. Under these call options, an ETF will sell to the buyer of the option, for a premium, either the right to buy the security, or Index from the ETF at an exercise price or, if the option is cash settled, the right to a payment from the ETF equal to the difference between the value of the security, or Index and the option exercise price. Covered call options partially hedge against declines in the price of the securities, or Index on which they are written, to the extent of the premiums received by an ETF at the time the options are written by said ETF and with a term of primarily less than one day, known as "0DTE", or some other ultra-short term, if deemed appropriate under specific market conditions. The Portfolio Adviser intends to close out any outstanding options that are in-the-money prior to their expiry date to avoid portfolio securities of each ETF being called away, where might be applicable, pursuant to the terms of the option, but may allow portfolio securities of each ETF to be called away, at its discretion. The Portfolio Adviser may decide, in its discretion, not to sell call options on either an Index, or the securities of any portfolio issuer of an ETF at any time if it determines that market conditions render it impracticable to do so.

Each ETF may also close out options with a longer term to maturity in advance of year-end to reduce the likelihood that gains distributed by way of a special distribution in any year are reversed in a subsequent year. Each ETF may also sell its portfolio securities that are in a loss position to reduce the capital gain that would otherwise be payable by the ETF by way of a special distribution in a particular year where the Portfolio Adviser determines that it is in the best interest of the ETF to do so.

The holder of a call option purchased from an ETF will have the option, exercisable during a specific time period or at expiry, to purchase the securities underlying the option from the ETF at the strike price per security. By selling call options, an ETF will receive option premiums, which are generally paid within one business day of the writing of the option. If at any time during the term of a call option or at expiry, the market price of the underlying securities is above the strike price, the holder of the option may exercise the option, and the ETF will be obligated to sell the securities to the holder at the strike price per security. If the call option may not be cash settled, the ETF intends to repurchase a call option which is in-the-money by paying the market value of the call option, but, at the Portfolio Adviser's discretion, may allow portfolio securities of the ETF to be called away. If, however, the option is out-of-the-money at expiration of the call option, the holder of the option will likely not exercise the option, and the option will expire. In each case, the ETF will retain the option premium.

The amount of the option premium depends upon, among other factors, the expected volatility of the price of the underlying security. The higher the volatility, the higher the option premium. In addition, the amount of the option premium will depend upon the difference between the strike price of the option and the market price of the underlying security at the time the option is written. The smaller the positive difference (or the larger the negative difference), the more likely it is that the option will become in-the-money during the term and, accordingly, the greater the option premium. The Portfolio Adviser intends to write at or slightly out-of-the money call options for each ETF with a term of primarily less than one day, known as "0DTE", or some other ultra short-term, if deemed appropriate under specific market conditions, on either an Index, or the securities in the portfolio issuers of an ETF.

If a call option is written on either an Index or security in the investment portfolio of an ETF, the amounts that the ETF will be able to realize on the security during the term of the call option will be limited to the distributions received during such period plus an amount equal to the sum of the strike price and the premium received from writing the option. In essence, an ETF forgoes potential returns resulting from any price appreciation of either the Index or the security underlying the option above the strike price because the security will be called away or the ETF will pay to close out the option by cash settling or repurchasing the option at the then current market price of the option. The current market price of an in-the-money option may exceed the option premium received when the call option was sold.

Put Writing

Depending on market volatility and other factors, an ETF may also write put options in an effort to generate premiums, and/or potentially reduce the net cost of acquiring portfolio securities. Such options will only be written in respect of securities in which the ETF is permitted to invest.

Put options sold/written by an ETF may be either options traded on a North American exchange or "over-the-counter" options sold pursuant to an agreement with a counterparty with a "designated rating" as defined in NI 81-102. When writing puts on securities or Index that are appropriate for the portfolio, the ETF will sell to the buyer of the option, for a premium, a right to sell the security or Index to the ETF at an exercise price, or if the option is cash-settled, the right to a payment from the ETF equal to the difference between the option exercise price and the value of the security or Index.

The amount of the option premium depends upon, among other factors, the expected volatility of the price of the underlying security or Index. The higher the volatility, the higher the option premium. In addition, the amount of the option premium will depend upon the difference between the strike price of the option and the market price of either the Index or underlying security at the time the option is written. The smaller the positive difference (or the larger the negative difference), the more likely it is that the option will become in-the-money during the term and, accordingly, the greater the option premium. If a put option is sold/written by the ETF on either an Index or any particular security, the premium amount that the ETF will be able to realize from selling the put option is all the ETF will be entitled to in relation to such Index or security, during the term of said put option. The current market price of an in-the-money option may exceed the option premium received when the put option was sold.

Leverage

As each ETF is an alternative mutual fund, each may use leverage. Leverage occurs when the Alternative ETF's aggregate notional exposure to underlying assets is greater than the Alternative ETF's net asset value. When the Alternative ETF makes investments in derivatives, borrows cash for investment purposes, or uses physical short sales on equities, fixed income securities or other portfolio assets, leverage may be introduced into the Alternative ETF.

In accordance with applicable securities regulations, leverage may be created by an alternative mutual fund through the use of cash borrowings, short sales and/or derivatives. Such securities regulations provide that an alternative mutual fund, such as an Alternative ETF, may borrow cash up to 50% of its NAV and may sell securities short, whereby the aggregate market value of the securities sold short will be limited to 50% of its NAV. The combined use of short-selling and cash borrowing by an Alternative ETF is subject to an overall limit of 50% of its NAV. Each Alternative ETF currently anticipates achieving its investment objective and creates leverage through the use of borrowing. While an Alternative ETF does not currently anticipate selling securities short, if the Portfolio Adviser deems it appropriate, the Alternative ETF may do so at any point in time and without notice to investors.

In addition, securities regulation provide that an alternative mutual fund's aggregate gross exposure, to be calculated as the sum of the following, must not exceed 300% of its net asset value: (i) the aggregate market value of cash borrowing; (ii) the aggregate market value of physical short sales on equities, fixed income securities or other portfolio assets; and (iii) the aggregate notional value of specified derivatives positions excluding any specified derivatives used for hedging purposes. Leverage is calculated in accordance with the methodology prescribed by securities laws, or any exemptions therefrom.

Notwithstanding the foregoing and such permitted legislative limits, in accordance with its investment objective, the maximum aggregate exposure of an Alternative ETF to cash borrowing, short selling and specified derivatives will generally not exceed approximately 25% of its NAV, such that its Leverage Ratio (as defined herein) will generally not exceed approximately 125%, or 1.25x, of the Alternative ETF's NAV. As noted, it is anticipated that such leverage will continue to be created through the use of cash borrowings.

The aggregate market exposure of all instruments held directly or indirectly by an Alternative ETF, calculated daily on a mark-to-market basis, can exceed the Alternative ETF's net asset value, and can exceed the amount of cash and securities held as margin on deposit to support the derivatives trading activities of the Alternative ETF.

As noted, in order to ensure that a unitholder's risk is limited to the capital invested, with the exception of BDAY, an Alternative ETF's Leverage Ratio will be rebalanced in certain circumstances and when the Leverage Ratio breaches certain bands. Specifically, an Alternative ETF's Leverage Ratio will generally be rebalanced back to 125% of the Alternative ETF's NAV within two business days of the Alternative ETF's Leverage Ratio moving approximately 2% away from its target Leverage Ratio of 125% (i.e., if the Leverage Ratio is less than approximately 123% or if the Leverage Ratio is greater than approximately 127%).

For BDAY, the minimum and maximum amount of leverage used, directly or indirectly, will be approximately 120% and 130%, respectively, of the ETF's NAV. BDAY will be regularly monitored in order to maintain a Leverage Ratio of approximately 125%. If the Leverage Ratio used by BDAY falls outside of the minimum or maximum levels, the Manager, as quickly as commercially reasonable, will take necessary steps to revert the leverage ratio to within the planned bounds of BDAY's NAV.

Securities Lending

An ETF may enter into securities lending transactions, repurchase and reverse repurchase transactions, to the extent permitted by applicable securities laws, to earn additional income for the ETF.

Where an ETF engages in securities lending, it may lend securities to brokers, dealers and other financial institutions and other borrowers desiring to borrow securities, provided that such securities lending qualifies as a "securities lending arrangement" for the purposes of the Tax Act. Securities lending allows an ETF to earn additional income to offset its costs. All additional income earned by an ETF through securities lending accrues to the ETF. In carrying out securities lending, the ETFs will engage a lending agent with experience and expertise in completing such transactions.

Under applicable securities legislation, the collateral from securities lending is required to have an aggregate value of not less than 102% of the value of the loaned securities. Any cash collateral acquired by an ETF is permitted to be invested only in securities permitted under NI 81-102 and that have a remaining term to maturity of no longer than 90 days.

Short Selling

The ETFs may engage in short selling. Short selling (or "selling short") is an investment strategy whereby an ETF sells a security that it does not own on the basis that the Portfolio Adviser believes that the security is overvalued and that its market value will decline. The resulting trade creates a "short position" which will create a profit for the ETF if the market value of the security does, in fact, decline. A successful short strategy will allow an ETF to subsequently purchase the security (and thereby repay its "short position") at a price that is lower than the price the ETF received for selling the securities, thereby creating a profit for the ETF.

In periods of little or negative corporate earnings growth and/or extreme market valuations, and in other circumstances when it appears likely that the market price of a particular security will decrease, short selling provides an opportunity for an ETF to control volatility and possibly enhance performance. The Portfolio Adviser is of the view that the ETFs can benefit from the implementation and execution of a controlled and limited short selling strategy. This strategy would operate as a complement to an ETF's primary strategy of purchasing securities with the expectation that they will appreciate in market value.

There are risks associated with short selling. These risks are managed by adhering to certain stringent controls.

Investment in other Investment Funds

In accordance with applicable securities legislation, including NI 81-102, and as an alternative to or in conjunction with investing in and holding securities directly, the Portfolio Adviser may also invest in one or more other investment funds, including, but not limited to, other investment funds managed by the Manager (each, an "**Other Fund**"), provided that no management fees or incentive fees are payable by the ETF that, to a reasonable person, would duplicate a fee payable by the Other Fund for the same service. An ETF's allocation to investments in Other Funds, if any, will vary from time to time depending on the relative size and liquidity of the Other Fund, and the ability of the Portfolio Adviser to identify appropriate Other Funds that are consistent with the ETF's investment objectives and strategies.

Use of Derivative Instruments

The Portfolio Adviser may use derivative instruments for currency hedging or other purposes, including to generate additional income, to reduce transaction costs and increase the liquidity and efficiency of trading. The Portfolio Adviser may, from time to time, use derivatives to hedge its exposure to equity securities.

The Portfolio Adviser may invest in or use derivative instruments, including futures contracts and forward contracts, provided that the use of such derivative instruments is in compliance with NI 81-102 (in the case of the Alternative ETFs, as such restrictions apply to alternative mutual funds) or the appropriate regulatory exemptions have been obtained, and is consistent with the investment objective and strategy of the ETF.

OVERVIEW OF THE SECTORS THAT THE ETFS INVEST IN

Certain ETFs invest, or intend to invest in, specific sectors, commodities or financial instruments. For the specific sectors, commodities or financial instruments invested in by an ETF, please refer to the investment objectives starting on page 16, and investment strategies, starting on page 18, of the ETF. Material risks and uncertainties of such sectors, commodities or financial instruments invested in by an ETF are set out under "Risk Factors", below.

INVESTMENT RESTRICTIONS

General

The ETFs are subject to certain restrictions and practices contained in securities legislation, including NI 81-102, which are designed in part to ensure that the investments of the ETFs are diversified and relatively liquid and to ensure the proper administration of the ETFs. The ETFs are managed in accordance with these restrictions and practices set out in NI 81-102. Securities legislation distinguishes between the use of derivatives for hedging purposes and for non-hedging purposes. "Hedging" refers to investments that are intended to offset or reduce a specific risk associated with all or a portion of an existing investment.

In addition, certain restrictions and practices that are applicable to conventional mutual funds are not applicable to the Alternative ETFs because each is an "alternative mutual fund" under NI 81-102.

The Alternative ETFs are managed in accordance with the restrictions and practices applicable to alternative mutual funds, except as otherwise permitted by exemptions obtained from the Canadian securities regulatory authorities. The term "alternative mutual fund" includes, among others, a mutual fund that has adopted fundamental investment objectives that permit it to use or invest in specified derivatives, to borrow cash or to engage in short selling in a manner that is not permitted for other mutual funds under NI 81-102.

The investment restrictions and practices applicable to an ETF, which are contained in securities legislation, including NI 81-102, may not be deviated from without the prior consent of the Canadian securities regulatory authorities having jurisdiction over the ETF.

Unitholder approval is required in order to change the investment objective of an ETF. See "Unitholder Matters" on page 64 for additional descriptions of the process for calling a meeting of Unitholders and the requirements of Unitholder approval.

Tax Related Investment Restrictions

An ETF will not make an investment that would result in the ETF failing to qualify as a "unit trust" or "mutual fund trust" within the meaning of the Tax Act. In addition, an ETF will not make or hold any investment in "taxable Canadian property" (as defined in the Tax Act without reference to paragraph (b) of such definition) if it would result in the ETF owning such taxable Canadian property having a fair market value greater than 10% of the fair market value of all of its property.

FEES AND EXPENSES

Fees and Expenses Payable by the ETFs

Management Fees

The ETFs pay the following annual management fees to the Manager:

ETF	Class	Management Fee
QDAY	Class E Units	0.85% of the net asset value of the Class E Units of QDAY, together with Sales Tax
SDAY	Class E Units	0.85% of the net asset value of the Class E Units of SDAY, together with Sales Tax
CDAY	Class E Units	0.85% of the net asset value of the Class E Units of CDAY, together with Sales Tax
BDAY	Class E Units	0.85% of the net asset value of the Class E Units of BDAY, together with Sales Tax

The Management Fees are calculated and accrued daily and payable monthly in arrears. At its discretion, the Manager may choose to waive a portion of the Management Fee for an ETF, resulting in a reduction of the Management Fee charged to the ETF. In the event a portion of a Management Fee is waived, the Manager reserves the right to discontinue such waiver at any time without notice or consent of applicable Unitholders.

Management Fee Distributions

To encourage very large investments in an ETF and to ensure that the Management Fee is competitive for these investments, the Manager may at its discretion agree to charge a reduced fee as compared to the fee it otherwise would be entitled to receive from the ETF with respect to investments in the ETF by Unitholders that hold, on average during any period specified by the Manager from time to time (currently a quarter), Units of the ETF having a minimum specified aggregate value as determined by the Manager from time to time. Such a reduction will be dependent upon a number of factors, including the amount invested, the total assets of the ETF under administration and the expected amount of account activity. An amount equal to the difference between the fee otherwise chargeable and the reduced fee of the applicable ETF will be distributed quarterly in cash by the ETF to those Unitholders of the ETF as Management Fee Distributions.

The availability and amount of Management Fee Distributions with respect to Units of an ETF is determined by the Manager. Management Fee Distributions for an ETF are generally calculated and applied based on a Unitholder's average holdings of Units of the ETF over each applicable period as specified by the Manager from time to time. Management Fee Distributions are available only to beneficial owners of Units of an ETF and not to the holdings of Units of the ETF by dealers, brokers or other CDS Participants that hold Units of the ETF on behalf of beneficial owners. Management Fee Distributions are paid first out of net income of the ETF, then out of capital gains of the ETF and thereafter out of capital. In order to receive a Management Fee Distribution for any applicable period, a beneficial owner of Units of an ETF must submit a claim for a Management Fee Distribution that is verified by a CDS Participant on the beneficial owner's behalf and provide the Manager with such further information as the Manager may require in accordance with the terms and procedures established by the Manager from time to time.

The Manager reserves the right to discontinue or change Management Fee Distributions at any time. The tax consequences of Management Fee Distributions made by an ETF generally will be borne by the Unitholders of the ETF receiving these distributions from the Manager.

Operating Expenses

Unless otherwise waived or reimbursed by the Manager, an ETF pays all of its operating expenses, including, but not limited to: the Management Fee; audit fees; trustee and custodial expenses; administration costs; valuation, accounting and record keeping costs; legal expenses; permitted prospectus preparation and filing expenses; costs associated with delivering documents to Unitholders; listing and annual stock exchange fees; Index licensing fees; CDS fees; bank related fees and interest charges; extraordinary expenses; Unitholder reports and servicing costs; borrowing fees (as applicable); Registrar and Transfer Agent fees; costs associated with the IRC of the ETFs established pursuant to the requirements of NI 81-107; income taxes; Sales Tax; brokerage expenses and commissions; and withholding taxes.

Expenses of the Issue

Apart from the initial organizational cost of an ETF, all expenses related to the issuance of Units of the ETF are borne by the ETF.

Fees and Expenses Payable Directly by the Unitholders

Redemption and Creation Charges

The Manager may charge Unitholders of an ETF, at its discretion, a redemption charge of up to 0.25% of the redemption proceeds of the ETF. Cash subscriptions by Dealers or the Designated Broker may, at the sole discretion of the Manager, be subject to a creation charge of up to 0.25% of the value of the cash subscription order, payable to the ETF.

RISK FACTORS

An investment in Units of an ETF involves certain risks. An investment in an ETF should be made with the understanding that the value of the securities to which the ETF is exposed is expected to fluctuate in response to changes in the financial condition of the security issuers, as well as in response to the conditions of equity, bond and currency markets generally, amongst other factors. In particular, an investment in Units of an ETF can be speculative, and can involve a high degree of risk and may only be suitable for persons who are able to assume the risk of losing their entire investment. Prospective investors should consider the following risks, among others, before subscribing for Units of an ETF.

General Risk Factors

There are certain risk factors that are common to an investment in the ETFs, unless otherwise noted. These risks relate to the following factors:

Alternative Mutual Fund Risk

Each ETF is an alternative mutual fund, which means that each is permitted to use investment strategies that are generally prohibited by other types of conventional mutual funds. As alternative mutual funds, and unlike a conventional mutual fund, each Alternative ETF has the ability to invest more than 10% of its net asset value in securities of a single issuer, the ability to borrow cash, to short sell beyond the limits prescribed for conventional mutual funds, and to employ leverage. While these strategies will only be used in accordance with the investment objectives and strategies of an Alternative ETF, during certain market conditions, they may accelerate the risk that an investment in an Alternative ETF decreases in value.

Leverage Risk

When an Alternative ETF makes investments in derivatives, borrows cash for investment purposes, or uses physical short sales on equities, fixed income securities or other portfolio assets, leverage may be introduced into the Alternative ETF. Leverage occurs when an Alternative ETF's exposure to underlying assets is greater than the Alternative ETF's net asset value. It is an investment technique that can magnify gains and losses. Leverage should cause an Alternative ETF to lose more money in market environments adverse to its investment objective than an exchange traded fund that does not employ leverage. Using leverage involves special risks and should be considered to be speculative.

Leverage may increase volatility, may impair an Alternative ETF's liquidity and may cause an Alternative ETF to liquidate positions at unfavourable times. In accordance with applicable securities legislation, each Alternative ETF is subject to a gross aggregate exposure limit of 300% of its NAV, which is calculated by adding together the market value of its short positions, the value of any outstanding cash borrowing and the aggregate notional value of its specified derivatives positions that are not entered into for hedging purposes. This leverage calculation must be determined on a daily basis. **However, and notwithstanding such permitted legislative limits, in accordance with their investment objectives, an Alternative ETF's**

aggregate leverage will generally not exceed approximately 25% of the Alternative ETF's NAV, such that its Leverage Ratio will generally not exceed approximately 125%, or 1.25x, of the Alternative ETF's NAV.

Aggressive Investment Technique Risk

An ETF may use investment techniques and financial instruments that can be considered aggressive. Such techniques may include the use of futures contracts, options on futures contracts, securities and indices, forward contracts and similar instruments. These strategies, particularly when used to create leverage, may expose the ETF to potentially dramatic changes (losses) in the value of the instruments and imperfect correlation between the value of the instruments and relevant security or index. An ETF's investment in financial instruments may involve a small investment relative to the amount of risk assumed.

The use of aggressive investment techniques also exposes an ETF to risks different from, or possibly greater than, the risks associated with investing directly in the securities comprising its Index (as applicable), including:

i. the risk that an instrument is temporarily mispriced;

ii. credit, performance or documentation risk on the amount the ETF expects to receive from a counterparty;

iii. the risk that securities prices, interest rates and currency markets will move adversely and the ETF will incur significant losses;

iv. imperfect correlation between the price of the financial instruments and movements in the prices of the underlying securities;

v. the risk that the cost of holding a financial instrument might exceed its total return; and

vi. the possible absence of a liquid secondary market for any particular instrument and possible exchange imposed price fluctuation limits, both of which may make it difficult or impossible to adjust the ETF's position in a particular instrument when desired.

No Assurances on Achieving Investment Objective

The ETFs are new, and there can be no assurance that an active public market for the Units will develop or be sustained or that an ETF will achieve its investment objective. In addition, the funds available for distributions to Unitholders will vary according to, among other things, the dividends and other distributions paid on the securities in the portfolios and the value of the securities comprising the portfolios of the ETFs.

Market Risk

Each ETF is subject to market risks that will affect the value of its investments, including general economic and market conditions, as well as developments that impact specific economic sectors, industries or companies.

Specific Issuer Risk

The value of securities will vary positively or negatively with developments within the specific companies or governments that issue such securities.

Equity Risk

Equities such as common shares give the holder part ownership in a company. The value of equity securities change with the fortunes of the company that issued them. General market conditions and the health of the economy as a whole can also affect equity prices. Equity related securities that provide indirect exposure to the equity securities of an issuer can also be affected by equity risk.

Additionally, holders of equity securities of any given issuer typically incur more risk than holders of debt obligations of the issuer because shareholders generally have inferior rights to receive payments from such issuer compared to the rights of the holders of debt obligations of the issuer. Additionally, unlike debt securities, equity securities do not have a fixed principal value or a maturity date.

Short Selling Risk

The ETFs may engage in short selling in accordance with the requirements of applicable securities laws. A "short sale" will occur when an ETF borrows securities from a lender, which are then sold in the open market (or "sold short"). At a later date, the same number of securities are repurchased by the ETF and returned to the lender. In the interim, the proceeds from the first sale are deposited with the lender, and the ETF pays fees to the lender. If the value of the securities declines between the time that the ETF borrows the securities (and sells short) and the time it repurchases and returns the securities, the ETF makes a profit for the difference (less any fees the ETF is required to pay to the lender). Short selling involves certain risks. There is no assurance that securities will decline in value during the period of the short sale sufficient to offset the fees paid by the ETF and make a profit for the ETF, and securities sold short may instead appreciate in value. An ETF may also experience difficulties repurchasing and returning the borrowed securities if a liquid market for the securities does not exist. Also, the lender from whom the ETF has borrowed securities may go bankrupt, and the ETF may lose the collateral it has deposited with the lender.

If an ETF engages in short selling, the ETF will adhere to controls and limits that are intended to offset these risks by short selling only securities of larger issuers for which a liquid market is expected to be maintained and by limiting the amount of exposure for short sales. The ETF will also deposit collateral only with lenders that meet certain criteria for creditworthiness and only up to certain limits.

Possible losses from short sales differ from losses that may be incurred from purchases of securities because losses from short sales may be unlimited, whereas losses from purchases are limited to the total amount invested. To deliver securities to a purchaser, an ETF must arrange through a broker to borrow the securities, and, as a result, the ETF becomes obligated to replace the securities borrowed at the market price at the time of replacement, whatever that price may be. A short sale therefore, involves the theoretically unlimited risk of loss occasioned by an increase in the market price of the security between the date of the short sale and the date on which the ETF covers its short position. In addition, the borrowing of securities entails the payment of a borrowing fee (which may increase during the borrowing period) and the payment of any dividends or interest payable on the securities until they are replaced. If an ETF is engaged in short selling it is required to maintain cash cover for its short positions and other investments may need to be sold quickly (and at potentially unattractive prices) in order to maintain sufficient cash cover.

Legal and Regulatory Risk

Legal and regulatory changes may occur that may adversely affect the ETFs, and which could make it more difficult, if not impossible, for the ETFs to operate or to achieve their investment objectives. To the extent possible, the Manager will attempt to monitor such changes to determine the impact such changes may have on the ETFs and what can be done, if anything, to try to limit such impact.

For example, an ETF is generally required to pay GST/HST on any management fees and most of the other fees and expenses that it has to pay. There may be changes to the way that the GST/HST and provincial sales taxes apply to fees and expenses incurred by mutual funds, such as the ETFs, and there may be changes in the rates of such taxes, which, accordingly, may affect the costs borne by the ETFs and their Unitholders.

Cyber Security Risk

As the use of technology has become more prevalent in the course of business, the Manager and the ETFs have become potentially more susceptible to operational risks through breaches in cyber security. A breach in cyber security refers to both intentional and unintentional events that may cause the Manager or the ETFs to lose proprietary information, suffer data corruption, or lose operational capacity. This, in turn, could cause the Manager or the ETFs to incur regulatory penalties, reputational damage, additional compliance costs associated with corrective measures, and/or financial loss. Cyber security breaches may involve unauthorized access to the Manager's digital information systems (e.g., through "hacking" or malicious software coding),but may also result from outside attacks such as denial-of-service attacks (i.e., efforts to make network services unavailable to intended users). In addition, cyber security breaches of the Manager's or the ETFs' third party service providers or issuers that an ETF invests in can also subject the Manager or the ETFs to many of the same risks associated with direct cyber security breaches. Like with operational risk in general, the Manager has established risk management systems designed to reduce the risks associated with cyber security. However, there is no guarantee that such efforts will succeed, especially since the Manager does not directly control the cyber security systems of issuers or third party service providers.

Use of Options Risk

Each ETF is subject to the full risk of its investment position in the securities in its portfolio, including any securities subject to a call option written by the ETF that has not been exercised or whose price has not reached its strike price, as well as any securities subject to a put option that has been exercised or whose price has declined in value to at or below the strike price, should the market price of such securities decline.

In addition, the ETFs are not expected to participate in a gain on any security on which a **call** option has been written, beyond the strike price of said call option. In such circumstances, the holder of such option will likely exercise the option and reap said gain. The premiums associated with writing covered call options may not exceed the returns that would have resulted if the ETF had remained directly invested in the securities subject to call options.

While generating premiums and reducing the net cost of acquiring portfolio securities, the use of **put** writing may limit the potential gains available to an ETF and, further, may expose an ETF to potential losses if the underlying security declines beyond the strike price. An ETF's risk of loss, if one or more of its options is exercised and expires in-the-money, may substantially outweigh the gains to the ETF from the premiums associated with writing the put options. An ETF will either earmark or segregate sufficient liquid assets to cover its obligations under each option on an ongoing basis. While the put option strategy seeks to increase returns in neutral, rising and moderately declining markets, large market declines in particular may negatively impact the performance of an ETF.

The use of call or put options may therefore have the effect of limiting or reducing the total returns of an ETF if the Manager's expectations concerning future events or market conditions prove to be incorrect.

There can be no assurance that a liquid exchange or over-the-counter market will exist to permit each ETF to write options on desired terms or to close out option positions should it desire to do so. The ability of an ETF to close out its positions may also be affected by exchange-imposed daily trading limits. In addition, exchanges may suspend the trading of options in volatile markets. If the ETF is unable to repurchase an option that is in-the money, it will be unable to realize its profits or limit its losses until such time as the option it has written becomes exercisable or expires.

Derivative transactions also involve the risk of the possible default by the other party to the transaction (whether a clearing corporation in the case of exchange-traded instruments or other third party in the case of over-the-counter instruments) as the other party may be unable to meet its obligations. If a counterparty becomes bankrupt or otherwise fails to perform its obligations under a derivative instrument, the net asset value per unit of an ETF may decline.

Zero Days to Expiration (0DTE) Options Risk

The ETF's potential use of zero days to expiration, known as "0DTE" options, may present additional risks. Due to the short time until their expiration, 0DTE options are more sensitive to sudden price movements and market volatility than options with more time until expiration. Because of this, the timing of trades utilizing

0DTE options may significantly affect performance. The bid-offer spreads on 0DTE options can be wider than with traditional options, increasing the ETF's transaction costs and negatively affecting its returns. Additionally, 0DTE options may be subject to future regulatory changes, which could impact the practicality or possibility for the ETF to utilize 0DTE options to achieve its investment objectives, which may result in the ETF utilizing options with the shortest remaining maturities available.

Derivatives Risk

An ETF may use derivative instruments to achieve its investment objectives. The use of derivative instruments involves risks different from, and possibly greater than, the risks associated with investing in conventional securities. The use of derivatives does not guarantee that there will not be a loss or that there will be a gain.

Derivatives are subject to a number of risks, such as liquidity risk, interest rate risk, market risk, credit risk, leverage risk and counterparty risk. The following are some examples of the risks associated with the use of derivatives by an ETF:

- in the case of over-the-counter options and forward contracts, there is no guarantee that a market will exist for these investments when the ETF wants to close out its position, which may prevent an ETF from making a gain or limiting a loss; in the case of exchange-traded options and futures contracts, there may be a risk of a lack of liquidity when the ETF wants to close out its position;
- futures exchanges may impose daily trading limits on certain derivatives, which could prevent the ETF from closing out its position;
- if the other party to the derivative, in the case of over-the-counter transactions, is unable to fulfil its obligations, the ETF could experience a loss or fail to realize a gain;
- if an ETF has an open position in an options, futures or forward contract with a dealer who goes bankrupt, the ETF could experience a loss and, for an open futures contract, a loss of margin deposits with that dealer; and
- if a derivative is based on a market index and trading is halted on a substantial number of securities in the index, or if there is a change in the composition of the index, it could have an adverse effect on the derivative.

Corresponding Net Asset Value Risk

The net asset value per Unit of an ETF will be based on the market value of the ETF's holdings. However, the trading price (including the closing trading price) of a Unit of an ETF on the Designated Exchange may be different from the actual net asset value of a Unit of the ETF. As a result, Dealers may be able to acquire a PNU of an ETF, and Unitholders may be able to redeem a PNU of an ETF at a discount or a premium to the closing trading price per Unit of the ETF.

Such difference between the trading price of an ETF and its net asset value may be due, in large part, to supply and demand factors in the secondary trading market for Units of an ETF being similar, but not identical, to the same forces influencing the price of the underlying constituents of the ETF at any point in time.

Because Unitholders may acquire or redeem a PNU, the Manager expects that large discounts or premiums to the net asset value per Unit of the ETFs should not be sustainable.

Risk of Suspended Subscriptions

To meet its investment objective, an Alternative ETF borrows cash from a Prime Broker to purchase additional equity investments. If the Alternative ETF experiences a significant increase in total NAV, a Prime Broker may be unwilling to lend additional cash to the Alternative ETF and as a result, the Manager may, at its sole discretion and if determined to be in the best interests of unitholders, decide to suspend subscriptions for new Units if considered necessary or desirable in order to permit the Alternative ETF to achieve, or continue to achieve, its investment objectives. During a period of suspended subscriptions, if any, investors should note that Units of an Alternative ETF are expected to trade at a premium or substantial premium to the Alternative ETF's NAV. During such periods, investors are strongly discouraged from purchasing Units of an Alternative ETF on a stock exchange. Any suspension of subscriptions or resumption of subscriptions will be announced by press release and announced on the Alternative ETFs' designated website.

Distributions Risk

Distributions of income and gains by an ETF may be paid in Units of the ETF that may be automatically consolidated. Income or taxable capital gains distributed to a Unitholder in Units of an ETF are nevertheless required to be included in the Unitholder's income even though no cash will be distributed to fund any resulting tax payment.

Designated Broker/Dealer Risk

As each ETF will only issue Units directly to the Designated Broker and Dealers, in the event that the purchasing Designated Broker or a Dealer is unable to meet its settlement obligations, the resulting costs and losses incurred will be borne by the applicable ETF.

Reliance on Key Personnel

Unitholders will be dependent on the abilities of the Manager to effectively manage the ETFs and their portfolios in a manner consistent with their investment objectives, investment strategies and investment restrictions. The Manager will apply investment techniques and risk analyses in making investment decisions for the ETFs, but there can be no guarantee that these decisions will produce the desired results. There is no certainty that the individuals who are principally responsible for providing administration and portfolio management services to the ETFs will continue to be employed by the Manager.

Potential Conflicts of Interest

The Manager, its directors and officers and its affiliates and associates may engage in the promotion, management or investment management of other accounts, funds or trusts which invest primarily in the securities held by an ETF. Although officers, directors and professional staff of the Manager will devote as much time to an ETF as is deemed appropriate to perform their duties, the staff of the Manager may have conflicts in allocating their time and services among an ETF, and the other funds managed by the Manager.

Counterparty Risk

An ETF will be subject to credit risk with respect to the amount the ETF expects to receive from counterparties to financial instruments entered into by the ETF or held by special purpose or structured vehicles. If a counterparty becomes bankrupt or otherwise fails to perform its obligations due to financial difficulties, the value of an investor's investment in Units of an ETF may decline. An ETF may experience significant delays in obtaining any recovery in a bankruptcy or other reorganization proceeding. An ETF may obtain only limited recovery or may obtain no recovery in such circumstances. All counterparties must meet the credit rating requirements of NI 81-102.

A counterparty of the ETFs may also be adversely affected by regulatory or market changes, which may make it difficult or impossible for the counterparty to hedge its obligations to an ETF, which may adversely affect the ETF's ability to achieve its investment objective.

Cease Trading of Securities Risk

If the securities of an issuer included in the portfolio of an ETF are cease-traded by order of the relevant securities regulatory authority or are halted from trading by the relevant stock exchange, the ETF may halt trading in its securities. Accordingly, securities of an ETF bear the risk of cease trading orders against all issuers whose securities are included in its portfolio, not just one. If portfolio securities of an ETF are cease-traded by order of a securities regulatory authority, if normal trading of such securities is suspended on the relevant exchange, or if, for any reason, it is likely there will be no closing bid price for such securities, the ETF may suspend the right to redeem securities for cash, subject to any required prior regulatory approval. If the right to redeem securities for cash is suspended, the ETF may return redemption requests to securityholders who have submitted them. If securities are cease-traded, they may not be delivered on an exchange of a PNU for a Basket of Securities until such time as the cease-trade order is lifted.

No Ownership Interest

An investment in Units of an ETF does not constitute an investment by Unitholders in the securities held by the ETF. Unitholders will not own the securities held by an ETF.

No Voting Rights

Unitholders of the ETFs will not have any right to vote securities held by the ETFs, while they would have the right to vote if they held those securities directly.

Exchange Risk

In the event that the Designated Exchange closes early or unexpectedly on a day that it is normally open for trading, Unitholders will be unable to purchase or sell Units of an ETF on the Designated Exchange until it reopens, and there is a possibility that, at the same time and for the same reason, the exchange and redemption of Units may be suspended until the Designated Exchange reopens.

Early Closing Risk

Unanticipated early closings of a stock exchange on which securities held by an ETF are listed may result in that ETF being unable to sell or buy securities on that day. If the Designated Exchange closes early on a day when an ETF needs to execute a high volume of securities trades late in the trading day, the ETF may incur substantial trading losses.

Redemption Price

Unitholders will not know in advance of giving a notice of redemption the price at which the Units will be redeemed. In the period after a notice of redemption for Units of an ETF has been given and before the applicable redemption date, the net asset value per Unit of the ETF and therefore the redemption amount which will be payable to the Unitholder in respect of the Units being redeemed may change substantially due to market movements. Unitholders are not entitled to withdraw a request for redemption unless a suspension of redemptions has been declared. In various circumstances, the redemption of Units and the payment of redemption proceeds may be suspended.

Significant Redemptions

If a significant number of Units of an ETF are redeemed, the trading liquidity of the Units of such ETF could be significantly reduced. In addition, the expenses of the ETF would be spread among fewer Units, resulting in a potentially lower distribution per Unit. The Manager has the ability to terminate an ETF if, in its opinion, it would be in the best interests of Unitholders to do so. The Manager may also suspend redemptions in certain circumstances, as described herein.

Loss of Limited Liability

Each ETF is a unit trust and as such its Unitholders do not receive the protection of statutorily mandated limited liability in some provinces, as in the case of shareholders of most Canadian corporations. There is no guarantee, therefore, that Unitholders of an ETF could not be made party to a legal action in connection with the ETF. However, the Trust Declaration provides that no Unitholder, in its capacity as such, will be subject to any liability whatsoever, in tort, contract or otherwise, to any person in connection with an ETF's property or the obligations or the affairs of the ETF and all such persons are to look solely to the ETF's property for satisfaction of claims of any nature arising out of or in connection therewith and only the ETF's property will be subject to levy or execution.

Concentration Risk

An ETF from time to time may be concentrated to a significant degree in securities of issuers or underlying funds focused in a single country or a single industry or sector. If an ETF concentrates its investments in a single country or group of countries, or category of companies, the ETF faces more risks than if it were diversified broadly over numerous industries or sectors, with the result that the NAV of the ETF may be more volatile and may fluctuate more over short periods of time than the NAV of a more broadly diversified investment fund.

If an ETF concentrates its investments in a single country, it is more exposed to that country's or region's economic cycles, currency exchange rates, stock market valuations and political risks compared with a more geographically diversified fund. A natural or other disaster could occur in a geographic region in which the ETF invests, which could affect the economy or particular business operations of companies in the specific geographic region, causing an adverse impact on investments made in the affected region. Industry-based risks, any of which may adversely affect the issuers in which an ETF invests, may include, but are not limited to, the following: general economic conditions or cyclical market patterns that could negatively affect supply and demand in a particular industry; regulatory environment; political or world events; and increased competition or new product introductions that may affect the profitability or viability of companies within an industry.

Reliance on Historical Data Risk

Past trends may not be repeated in the future. The accuracy of the historical data used by the Manager and those individuals who are principally responsible for providing administration and portfolio management services to the ETF for research and development, which is often provided by third parties, cannot be guaranteed by the Manager. The Manager only seeks to obtain such data from companies that they believe to be highly reliable and of high reputation.

Liquidity Risk

In certain circumstances, such as the disruption of the orderly markets for securities or financial instruments in which an ETF invests, the ETF may not be able to dispose of certain holdings quickly or at prices that represent fair market value.

Tax Risk

There can be no assurance that Canadian federal and provincial income tax laws and the administrative policies and assessing practices of the CRA respecting the treatment of mutual fund trusts will not be changed in a manner that adversely affects Unitholders.

It is anticipated that each ETF will qualify, or will be deemed to qualify, at all times as a "mutual fund trust" within the meaning of the Tax Act. Counsel has been advised that the New ETF will make an election under the Tax Act in its first return of income so that it will qualify under the Tax Act as a "mutual fund trust" from the commencement of its first taxation year. If an ETF does not qualify as a mutual fund trust or were to cease to so qualify, or is considered to be a "SIFT trust" for the purposes of the Tax Act, the income tax considerations as described under "Certain Canadian Federal Income Tax Considerations" would in some respects be materially different.

There can be no assurances that the CRA will agree with the tax treatment adopted by an ETF in filing its tax return (e.g., deduction of expenses or recognition of income, including interest expense), and the CRA could reassess the ETF on a basis that results in tax being payable by the ETF or additional tax being paid by Unitholders.

The Tax Act contains rules concerning the taxation of publicly traded Canadian trusts and partnerships that own certain types of property defined as "non-portfolio property". A trust that is subject to these rules is subject to trust level taxation, at rates comparable to those that apply to corporations, on the trust's income earned from "non-portfolio property" to the extent that such income is distributed to its unitholders. The ETF will not be subject to tax under these rules as long as the ETF complies with its investment restrictions in this regard. If the ETF is subject to tax under these rules, the after-tax return to Unitholders could be reduced, particularly in the case of a Unitholder who is exempt from tax under the Tax Act or is a non-resident of Canada.

In determining its income for tax purposes, each ETF will treat option premiums received on the writing of covered call options and put options and any gains or losses sustained on closing out such options as capital gains and capital losses in accordance with the CRA's published administrative practice. The CRA's practice is not to grant advance income tax rulings on the characterization of items as capital or income, and no advance income tax ruling has been applied for or received from the CRA. Accordingly, there is a risk that the CRA may not agree with the tax treatment adopted by the ETF. In such case, if some or all of the transactions undertaken by the ETF were treated on income rather than capital account, the net income of the ETF for tax purposes and the taxable component of distributions to Unitholders could increase, and the ETF could be liable for income tax. Any such redetermination by the CRA may also result in the ETF being liable for unremitted withholding taxes on prior distributions made to Unitholders who were not resident in Canada for the purposes of the Tax Act at the time of the distribution. Such potential liability may reduce NAV of, or trading prices of, the Units.

The Tax Act contains rules (the "**DFA Rules**") that target financial arrangements (referred to as "derivative forward agreements") that seek to reduce tax by converting, through the use of derivative contracts, the return on an investment that would have the character of ordinary income to capital gains. The DFA Rules are broad in scope and could apply to other agreements or transactions (including certain options contracts). If the DFA Rules were to apply in respect of derivatives utilized by an ETF, gains realized in respect of the property underlying such derivatives could be treated as ordinary income rather than capital gains. In general, the writing of a covered call option by an ETF in the manner described herein is not expected to be subject to the DFA Rules. Gains or losses in respect of any currency hedges on investments held on capital account by an ETF constitute capital gains and capital losses to the ETF, provided there is sufficient linkage. The Tax Act includes rules which clarify that the DFA Rules generally would not apply to such foreign currency hedges.

Certain ETFs intend to invest in global equity securities and non-Canadian exchange traded funds. Many foreign countries, including the U.S., preserve their right under domestic tax laws and applicable tax conventions with respect to taxes on income and on capital to impose tax on income paid or credited to persons who are not resident in such countries. Accordingly, an ETF may be subject to foreign taxes on dividends or other income paid or credited to it or any gains realized on the disposition of such securities. Any foreign taxes incurred by the ETF will generally reduce the value of its portfolio. The ETF may designate its income from a foreign source in respect of a Unitholder, and the Unitholder will, for the purposes of computing its foreign tax credits, be entitled to treat the Unitholder's proportionate share of foreign taxes paid by the ETF in respect of such income as foreign taxes paid by the Unitholder. The availability of foreign tax credits to a Unitholder is subject to the detailed rules in the Tax Act. Unitholders are therefore advised to consult their own tax advisers in regard to foreign tax credits.

A Unitholder that is a registered plan, such as a trust governed by an RRSP, will not be entitled to a foreign tax credit under the Tax Act in respect of any foreign tax paid by the ETF and designated in respect of the registered plan. As a result, the after-tax return from an investment in Units to a Unitholder that is a registered plan may be adversely affected.

The Tax Act contains "loss restriction event" ("**LRE**") rules that could potentially apply to certain trusts, including the ETFs. In general, a LRE occurs to an ETF if a person (or group of persons) acquires units of the ETF worth more than 50% of the fair market value of all the units of the ETF. If a LRE occurs (i) the ETF will be deemed to have a year-end for tax purposes, (ii) any net income and net realized capital gains of the ETF at such year-end will be distributed to Unitholders of the ETF, and (iii) the ETF will be restricted in its ability to use tax losses (including any unrealized capital losses) that exist at the time of the LRE. However, an ETF will be exempt from the application of the LRE rules in most circumstances, provided that the ETF is, at all times since the end of the year it was created, an "investment fund" which requires the ETF to satisfy certain investment diversification rules.

The Tax Act contains certain rules (the "**EIFEL Rules**") that, where applicable, limit the deductibility of interest and other financing-related expenses by an entity to the extent that such expenses, net of interest and other financing-related income, exceed a fixed ratio of the entity's tax EBITDA. The EIFEL Rules and their application are highly complex, and there can be no assurances that the EIFEL Rules will not have adverse consequences to an ETF or its Unitholders. In particular, if these rules were to apply to restrict deductions otherwise available to an ETF, the taxable component of distributions paid by the ETF to Unitholders may be increased, which could reduce the after-tax return associated with an investment in Units. The EIFEL Rules are effective for taxation years beginning on or after October 1, 2023.

An ETF that is a mutual fund trust for tax purposes throughout the year is prohibited from claiming a deduction in computing its income under the Tax Act for amounts of income that are allocated to redeeming Unitholders and is limited in its ability to claim a deduction in computing its income for amounts of capital gains that are allocated to redeeming Unitholders. Certain rules that specifically apply to exchange traded mutual fund trusts, provide for a formula for computing the amount of the allocated taxable capital gains that cannot be deducted by an ETF, which is based on more readily available information. Accordingly, the amounts and taxable component of distributions to non-redeeming Unitholders of an ETF may be greater than would have been the case in the absence of the application of such rules.

BDAY intends to invest in IBIT, which provides exposure to underlying price movements of the U.S. dollar price of Bitcoin. The CRA has stated that gains (or losses) of a taxpayer resulting from transactions in cryptocurrency (which includes Bitcoin) should generally be treated for tax purposes as capital gains (or capital losses), unless the gains (or losses) result from carrying on a business or an adventure or concern in the nature of trade; however, the CRA has also stated that it generally treats cryptocurrency like a commodity for purposes of the Tax Act and that gains (or losses) of mutual fund trusts resulting from transactions in commodities should generally be treated for income tax purposes as ordinary income rather than as capital gains, although the treatment in each particular case remains a question of fact to be determined having regard to all the circumstances. Although there is no specific authority to this effect and it is subject to considerable uncertainty, the Manager intends that BDAY will take the position that an investment in IBIT is analogous to an investment in Bitcoin and will treat gains and losses on the disposition of securities of IBIT as capital gains and losses.

As part of the 2024 Federal Budget, the Department of Finance (Canada) announced that it would be engaging in a consultation on the qualified investment rules in the Tax Act, including with respect to whether crypto-backed assets are appropriate as qualified investments for registered plans. Submissions for this consultation were open until July 15, 2024. It is the Manager's understanding that several industry associations provided submissions on the continued appropriateness of crypto-backed assets (such as BDAY) as qualified investments for registered plans; however, there can be no assurance that the Department of Finance (Canada) will agree with such submissions. The aforementioned consultation has not yet resulted in Tax Amendments that specifically address whether crypto-backed assets are appropriate as qualified investments for registered plans. Where a registered plan acquires or holds a security that is not a qualified investment under the Tax Act for the registered plan, adverse tax consequences may arise for the registered plan and the annuitant, beneficiary, subscriber or holder thereof.

Securities Lending, Repurchase and Reverse Repurchase Transaction Risk

Each ETF is authorized to enter into securities lending, repurchase, and reverse repurchase transactions in accordance with NI 81-102. In a securities lending transaction, an ETF lends its portfolio securities through an authorized agent to another party (often called a "**counterparty**") in exchange for a fee and a form of acceptable collateral. In a repurchase transaction, the ETF sells its portfolio securities for cash through an authorized agent while at the same time assuming an obligation to repurchase the same securities for cash (usually at a lower price) at a later date. In a reverse repurchase transaction, the ETF buys portfolio securities for cash while at the same time agreeing to resell the same securities for cash (usually at a higher price) at a later date.

The following are some examples of the risks associated with securities lending, repurchase and reverse repurchase transactions:

- when entering into securities lending, repurchase and reverse repurchase transactions, the ETF is subject to the credit risk that the counterparty may default under the agreement, and the ETF would be forced to make a claim in order to recover its investment;
- when recovering its investment on default, the ETF could incur a loss if the value of the portfolio securities loaned (in a securities lending transaction) or sold (in a repurchase transaction) has increased in value relative to the value of the collateral held by the ETF; and
- similarly, the ETF could incur a loss if the value of the portfolio securities it has purchased (in a reverse repurchase transaction) decreases below the amount of cash paid by the ETF to the counterparty.

An ETF may engage in securities lending from time to time. When engaging in securities lending, an ETF will receive collateral in excess of the value of the securities loaned, and although such collateral is marked to market, the ETF may be exposed to the risk of loss should a borrower default on its obligations to return the borrowed securities, and the collateral is insufficient to reconstitute the portfolio of loaned securities.

Fund of Funds Investment Risk

The ETFs may invest in other exchange-traded funds, mutual funds, closed-end funds or public investment funds (including, but not limited to, those managed by the Manager) as part of its investment strategy in accordance with applicable securities laws. If an ETF invests in such underlying funds, its investment performance largely depends on the investment performance of the underlying funds in which it invests.

Additionally, if an underlying fund suspends redemptions, an ETF may be unable to accurately value part of its investment portfolio and may be unable to redeem its Units.

Exchange-Traded Funds Risk

An ETF may invest in other exchange-traded funds (including, but not limited to, those managed by the Manager) that seek to provide returns similar to the performance of a particular market index or industry sector index. Any such exchange-traded fund may not achieve the same return as its benchmark market or industry sector index due to differences in the actual weightings of securities held in the fund versus the weightings in the relevant index and due to the operating and administrative expenses of the fund.

Absence of an Active Market and Lack of Operating History

The New ETF is a newly organized investment trust with no operating history. In addition, although an ETF may be listed, there can be no assurance that an active public market for the Units of an ETF will develop or be sustained.

Prime Broker Risk

Some of the assets of an Alternative ETF may be held in one or more margin accounts due to the fact that the Alternative ETF may borrow cash for investment purposes, sell securities short and post margin as collateral for specified derivatives transactions. The margin accounts may provide less segregation of customer assets than would be the case with a more conventional custody arrangement. As a result, the assets of the Alternative ETF could be frozen and inaccessible for withdrawal or subsequent trading for an extended period of time if a prime broker experiences financial difficulty. In such case, the Alternative ETF may experience losses due to insufficient assets of the prime broker to satisfy the claims of its creditors. In addition, the possibility of adverse market movements while its positions cannot be traded could adversely affect the returns of the Alternative ETF.

No Guaranteed Return

There is no guarantee that an investment in an ETF will earn any positive return. The value of the Units may increase or decrease depending on market, economic, political, regulatory and other conditions affecting an ETF's investments. All prospective Unitholders should consider an investment in an ETF within the overall context of their investment policies. Investment policy considerations include, but are not limited to, setting objectives, defining risk/return constraints and considering time horizons.

Volatile Market Risk

The market prices of investments held by an ETF will go up or down. Such market prices, and how rapidly those prices change, will be impacted by general economic and market conditions. Investment markets can be volatile, and prices of investments can change substantially due to a number of factors, including, but not limited to: interest rates; inflation/stagflation; changing supply and demand relationships; trade, fiscal, monetary and exchange control programs; governmental policies; as well as national and international political, environmental and economic events. In addition, unexpected and unpredictable events such as war and occupation, a widespread health crisis or global pandemic, terrorism and related geopolitical risks, may lead to increased short-term market volatility and may have adverse long-term effects on world economies and markets generally.

In addition, other unexpected and unpredictable events such as war and occupation, a widespread health crisis or global pandemic, terrorism and related geopolitical risks (including recently implemented tariffs by the U.S. government and retaliatory actions by impacted countries), may lead to increased short-term market volatility and may have adverse long-term effects on world economies and markets generally. For example, the spread of coronavirus disease (COVID-19) internationally caused a disruption in normal commercial activities, a slowdown in the global economy and increased volatility in global financial markets. The impact of unexpected disruptive events may cause market volatility (or continued volatility) and could have effects that cannot necessarily be foreseen. These events could also adversely affect an ETF's performance, the performance of the securities in which an ETF invests and may lead to losses on your investment in an ETF.

These events could also have an acute effect on individual issuers or related groups of issuers. These risks could also adversely affect securities markets, inflation and other factors relating to value of the portfolio of the ETFs.

Upon the occurrence of a natural disaster such as a flood, hurricane, or earthquake, or upon an incident of war, riot or civil unrest or disease outbreak, the impacted country may not efficiently and quickly recover from such event, which could have a materially adverse effect on borrowers and other developing economic enterprises in such country.

Country Risk

An ETF that invests primarily in a specific region or country may be more volatile than a more geographically diversified fund, and will be strongly affected by the overall economic performance of that specific region or country. The ETF must continue to follow its investment objectives regardless of the economic performance of a specific region or country.

Sector Risk – QDAY, BDAY

An ETF may invest in a specific sector of the stock market. Investing in one specific sector of the stock market entails greater risk than investing in all sectors of the stock market. If a sector declines or falls out of favor, the share values of most or all of the companies in that sector will generally fall faster than the market as a whole. A sector can be significantly affected by, among other things, supply and demand, speculation, international political and economic developments, energy conservation, environmental issues, increased competition from other providers of services, commodity prices, regulation by government authorities, government regulation of rates charged to customers, service interruption due to environmental, operational or other mishaps, changes in laws, regulatory policies and accounting standards, and general changes in market sentiment. Exposure to equity securities that have exposure to commodity markets may entail greater volatility than traditional securities. The value of securities exposed to commodity markets may be affected by commodity index volatility, changes in interest rates, or factors affecting a particular industry or commodity.

Foreign Stock Exchange Risk

Investments in foreign securities may involve risks not typically associated with investing in Canada. Foreign exchanges may be open on days when the ETFs do not price the Units, and, therefore, the value of the securities in the portfolios of an ETF may change on days when investors will not be able to purchase or sell Units. Also, some foreign securities markets may be volatile, lack liquidity, or have higher transaction and custody costs than those of the Designated Exchange. Securities of some Canadian issuers are inter-listed on a Canadian and a foreign exchange and may be traded on days when the foreign exchange is open, and the Designated Exchange is not. In those circumstances, changes in the value of the securities making up an ETF's portfolio will not be reflected in the value of the ETF, and the spread or difference between the value of the securities in the ETF's portfolio and the market price of a Unit of that ETF on the Designated Exchange may increase. Also, in the event that the Designated Exchange opens on a day that a foreign exchange is closed, the spread or difference between the value of the securities in the ETF's portfolio and the market price of a Unit of that ETF on the Designated Exchange may increase.

Foreign Markets Risk

Participation in transactions by the ETFs may involve the execution and clearing of trades on or subject to the rules of a foreign market. None of the securities regulatory authorities or Canadian exchanges regulates activities of any foreign markets, including the execution, delivery and clearing of transactions, or has the power to compel enforcement of any rule of a foreign market or any applicable foreign law. Generally, any foreign transaction will be governed by applicable foreign laws. This is true even if the foreign market is formally linked to a Canadian market and application of such laws by courts or government authorities will not be changed in a manner which adversely affects an ETF, its Unitholders or distributions received by the ETF or by its Unitholders.

Currency Exposure Risk

As a portion of the portfolio of an ETF may be invested in securities traded in currencies other than the Canadian dollar, the NAV of such an ETF, when measured in Canadian dollars, will, to the extent this has not been hedged against, be affected by changes in the value of the relevant currency relative to the currency of the Units. Several factors may affect the relative value between a foreign currency and the Canadian dollar, including, but not limited to: debt level and trade deficit; inflation and interest rates; investors' expectations concerning inflation or interest rates; and global or regional political, economic or financial events and situations.

Technology Obsolescence Risk – QDAY, BDAY

Companies in the technology sector may not be able to monetize product and services and instead face the risk of obsolescence. These risks can be exaggerated in product segments where consumer tastes and preferences are rapidly evolving and where barriers to entry are low.

Crypto-asset and Bitcoin Risk - BDAY

BDAY is indirectly exposed to the value of Bitcoin. Bitcoin prices are subject to greater volatility than traditional securities. The prices of Bitcoin and Bitcoin futures have historically been highly volatile. The value of investments in Bitcoin futures, as well as the value of an investment in an ETF that is exposed to Bitcoin, could rise or decline, as applicable, significantly and without warning, including to zero. The value of Bitcoin is generally subject to several risks that may impact its volatility and valuation, negatively or positively, including:

Bitcoin Trading Venue Risk

A number of Bitcoin trading venues have been closed due to fraud, failure or security breaches. A lack of stability in the Bitcoin trading venue market and the closure or temporary shutdown of Bitcoin trading venues may reduce confidence in the Bitcoin Network and result in greater volatility in Bitcoin prices, which could affect the performance of an ETF. Bitcoin trading platforms/venues may not be regulated as securities exchanges or commodity futures exchanges under the securities or commodity futures laws of Canada, the United States or other global jurisdictions.

Limited History of the Bitcoin Market

Bitcoin is a new technology with limited trading history. There is no assurance that historical changes in Bitcoin prices will continue in the future. The growth of the Bitcoin Network, if any, is subject to a high degree of uncertainty. There is no assurance that the Bitcoin Network, or the service providers necessary to accommodate it, will continue in existence or grow.

Volatility in Bitcoin Prices

Bitcoin prices have historically been subject to periods of high volatility. There is no assurance that the historic levels of volatility in Bitcoin prices will continue. Fluctuations in Bitcoin prices could adversely affect an investment in an ETF. Bitcoin prices can also differ across different crypto-asset trading venues. Bitcoin prices have fluctuated widely over the past three years, and many factors may affect the value of Bitcoin, including, but not limited to: global Bitcoin supply; global Bitcoin demand, which is influenced by the growth of retail merchants' and commercial businesses' acceptance of Bitcoin as payment for goods and services, the security of online Bitcoin trading venues and public keys associated with Bitcoin, the perception that the use and holding of Bitcoin is safe and secure, and the lack of regulatory restrictions on their use; investors' expectations with respect to the rate of inflation; interest rates; currency exchange rates, including the rates at which Bitcoin may be exchanged for fiat currencies; fiat currency withdrawal and deposit policies of the Bitcoin trading venue market; interruptions in service from or failures of the Bitcoin trading venue market; investment and trading activities of large investors, including private and registered funds, that may directly or indirectly invest in Bitcoin; monetary policies of governments, trade restrictions, currency devaluations and revaluations; regulatory measures, if any, that restrict the use of Bitcoin as a form of payment or the purchase of Bitcoin on the Bitcoin market; the maintenance and development of the open-source software protocol of the Bitcoin Network; global or regional political, economic or financial events and situations; and expectations among Bitcoin market participants that the value of Bitcoin will soon change.

Potential Changes in The Demand for Bitcoin

Bitcoin is used around the globe to transfer value between individuals without the constraints of government issued currencies. Bitcoin is also held by investors and speculators. Contraction or increases in the use of Bitcoin may result in changes in Bitcoin prices. If a digital asset other than Bitcoin obtains significant market share, this could reduce Bitcoin's market share and have an impact on the demand for, and prices of, Bitcoin and thereby affect the value of an ETF's investments.

Regulation of Bitcoin

Government regulation of Bitcoin continues to evolve as regulators better understand the mechanics, use and implications of blockchain based assets. To the extent that future regulatory actions or policies limit the ability to exchange Bitcoin or utilize it for payments, the demand for Bitcoin may be reduced, which could impact Bitcoin prices and the value of an ETF's investments.

Dependence on the Bitcoin Network and Bitcoin Developers

Bitcoin is transacted on a distributed, decentralized network of computers connected by the Internet. Participation of these servers in creating the Bitcoin Network cannot be assured. Maintenance and future development of the Bitcoin protocol and software that implements it are performed by a decentralized group of developers working independently. While these developers coordinate and share similar incentives, there is no assurance they will continue to cooperate. Incompatibilities in different software implementations of the Bitcoin protocol could lead to a fragmentation of the Bitcoin Network and cause a reduction in Bitcoin prices. Transactions on the Bitcoin Network are verified by Bitcoin miners, which are participants that secure and verify Bitcoin transactions through a peer-to-peer computer process. Miners may not have an adequate incentive to continue mining and may cease their mining operations, which may result in a reduction in the aggregate hashrate (confirmation process) of the Bitcoin Network. Changes in confidence in the confirmation process or aggregate hashrate of the Bitcoin Network may affect the value of Bitcoin.

Attacks on the Bitcoin Network Risk

The Bitcoin Network is periodically subject to distributed denial of service attacks to clog the list of transactions being tabulated by miners, which can slow the confirmation of authentic transactions. Another avenue of attack would be if a large number of miners were taken offline, then it could take some time before the difficulty of the mining process algorithmically adjusts, which would stall block creation time and, therefore, transaction confirmation time. In the past, these scenarios have not caused significant delays or resulted in any significant systemic issues.

Rapid Increase in the Use of Bitcoin and the Ability of the Bitcoin Network to Accommodate Higher Demand

There is no assurance that the Bitcoin Network will evolve to be able to accommodate significantly higher volumes in the future. If demand for Bitcoin transactions increases more rapidly than the ability of the network to process those transactions, some users may become frustrated, causing a loss of faith in the Bitcoin Network and Bitcoin protocol, which may result in a reduction in Bitcoin prices.

Connectivity Risk

The Bitcoin Network's functionality relies on the internet. A significant disruption of internet connectivity affecting large numbers of users or geographic areas could impede the functionality of the Bitcoin Network and affect an ETF.

Fork Risk

Bitcoin network contributors could propose amendments to the Bitcoin Network's protocols and software that, if accepted and authorized by the Bitcoin Network, could affect an investment in an ETF. A small group of individuals contribute to the Bitcoin Network. These individuals can propose refinements or improvements to the Bitcoin Network's source code through one or more software upgrades that alter the protocols and software that govern the Bitcoin Network and the properties of Bitcoin, including the irreversibility of transactions and limitations on the mining of new Bitcoin. However, Bitcoin is an open source project and, although there is an influential group of contributors in the Bitcoin community, there is no designated developer or group of developers who formally control the Bitcoin Network. Any individual can download the Bitcoin Network software and make any desired modifications, which are proposed to users and miners on the Bitcoin Network through modifications typically posted to the Bitcoin development forum. When a modification is introduced, and a substantial majority of users and miners consent to the modification, the change is implemented, and the Bitcoin Network remains uninterrupted. However, if less than a substantial majority of users and miners consent to the proposed modification, and the modification is not compatible with the software prior to its modification, the consequence would be what is known as a "fork" (i.e., "split") of the Bitcoin Network (and the blockchain), with one prong running the pre-modified software and the other running the modified software. The effect of such a fork would be the existence of two versions of the Bitcoin Network running in parallel, but with each version's Bitcoin (the asset) lacking interchangeability. Additionally, a fork could be introduced by an unintentional, unanticipated software flaw in the multiple versions of otherwise compatible software users run. Although several chain forks have been addressed by community-led efforts to merge the two chains, such a fork could adversely affect Bitcoin's viability. It is possible, however, that a substantial number of Bitcoin users and miners could adopt an incompatible version of Bitcoin while resisting community-led efforts to merge the two chains. This would result in a permanent fork. On August 1, 2017, after extended debates among developers as to how to improve the Bitcoin Network's transaction capacity, the Bitcoin Network was forked by a group of developers and miners, resulting in the creation of a new blockchain, which underlies the new digital asset "Bitcoin Cash" alongside the original Bitcoin blockchain. Bitcoin and Bitcoin Cash now operate on separate, independent blockchains. Although the Bitcoin Network remained unchanged after the fork, it is unclear how such actions will affect the viability of Bitcoin and, accordingly, may affect an investment in an ETF.

AirDrops

Bitcoin may become subject to an occurrence similar to a fork, which is known as an "airdrop". In an airdrop, the promoters of a new digital asset announce to holders of another digital asset that they will be entitled to claim a certain amount of the new digital asset for free. For the same reasons as described above with respect to hard forks, a Bitcoin may or may not choose, or be able, to participate in an airdrop, or may or may not be able to realize the economic benefits of holding the new digital asset. The timing of any such occurrence is uncertain, and the manager of a Bitcoin has sole discretion whether to claim a new asset created through an airdrop.

Mining Collusion Risk

Miners, functioning in their transaction confirmation capacity, collect fees for each transaction they confirm. Miners validate unconfirmed transactions by adding the previously unconfirmed transactions to new blocks in the blockchain. Miners are not forced to confirm any specific transaction, but they are economically incentivized to confirm valid transactions as a means of collecting fees. Miners have historically accepted relatively low transaction confirmation fees. If miners collude in an anticompetitive manner to reject low transaction fees, then Bitcoin users could be forced to pay higher fees, which could result in reduced confidence in, and use of, the Bitcoin Network. Any collusion among miners may adversely impact the attractiveness of the Bitcoin Network and may affect the NAV of an ETF and an investment in such ETF.

Energy Consumption Required to Operate the Bitcoin Network

Because of the significant computing power required to mine Bitcoin, the network's energy consumption as a whole may ultimately be deemed to be or indeed become unsustainable (barring improvements in efficiency which could be designed for the protocol). This could pose a risk to broader and sustained acceptance of the network as a peer-to-peer transactional platform.

Concentration of Transaction Confirmation in China Risk

Due to preferential electricity discounts, there are large mining pools operating in China which have significant sway over the Bitcoin Network. The Chinese government could influence the operations of these miners in a number of ways (i.e. the Chinese government could cut off the miners' connection to the Bitcoin Network).

Cryptography Underlying the Bitcoin Network

Although the Bitcoin Network is the most established digital asset network, the Bitcoin Network and other cryptographic and algorithmic protocols governing the issuance of digital assets represent a new and rapidly evolving industry that is subject to a variety of factors that are difficult to evaluate. The cryptography underlying Bitcoin could prove to be flawed or ineffective, or developments in mathematics and/or technology, including advances in digital computing, algebraic geometry and quantum computing, could result in such cryptography becoming ineffective. In any of these circumstances, the functionality of the Bitcoin Network may be negatively affected such that it is no longer attractive to users, a reduction in user confidence in the digital asset Bitcoin and/or the demand for Bitcoin may decrease, all of which would affect the NAV per Unit of an ETF.

Scaling Obstacles Risk

Many digital asset networks face significant scaling challenges. For several years, participants in the Bitcoin ecosystem debated potential approaches to increasing the average number of transactions per second that the Bitcoin Network could handle. As of August 2017, Bitcoin was upgraded with a technical feature known as "segregated witness" that, among other things, could approximately double the transactions per second that can be handled on-chain. As the use of digital asset networks increases without a corresponding increase in throughput of the networks, average fees and settlement times can increase significantly. Bitcoin's network has been, at times, at capacity, which has led to increased transaction fees and decreased settlement speeds. Increased fees and decreased settlement speeds could preclude certain use cases for Bitcoin and can reduce demand for and the price of Bitcoin, which could affect the NAV of an ETF and an investment in such ETF. There is no guarantee that any of the mechanisms in place or being explored for increasing the scale of settlement of transactions in Bitcoin will be effective, or how long these mechanisms will take to become effective, which could affect the NAV of an ETF and an investment in such ETF.

Access Loss or Theft

There is a risk that some or all of an ETF's indirect holdings of Bitcoin could be lost, stolen, destroyed or inaccessible, potentially by the loss or theft of the private keys held by the applicable custodian or sub-custodian associated with the public addresses that hold a digital currency and/or destruction of storage hardware.

Insurance

BDAY will not maintain insurance against risk of loss of Bitcoin indirectly held by such ETF, as such insurance is not currently available in Canada on economically reasonable terms.

RISK RATINGS OF THE ETFS

The investment risk level of an ETF is required to be determined in accordance with a standardized risk classification methodology set out in NI 81-102 that is based on the historical volatility of the ETF, as measured by the 10-year standard deviation of the returns of the ETF. Standard deviation is used to quantify the historical dispersion of returns around the average returns over a recent 10-year period. In this context, it can provide an indication of the amount of variability of returns that occurred relative to the average return over the 10-year measurement period. The higher the standard deviation of an ETF, the greater the range of returns it experienced in the past. In general, the greater the range of observed or possible returns, the higher the risk.

As each ETF does not have a 10-year return history, the Manager calculates the investment risk level of each ETF using a reference index that is expected to reasonably approximate the standard deviation of the ETF. Once an ETF has 10 years of performance history, the methodology will calculate the standard deviation of the ETF using the return history of the ETF rather than that of the reference index. Each ETF is assigned an investment risk rating in one of the following categories: low, low to medium, medium, medium to high or high risk.

The following chart sets out a brief description of the reference index used for each ETF:

ETF	Reference Index	Brief Description of Reference Index
QDAY	Technology Select Sector Total Return Index	The Technology Select Sector Index seeks to provide an effective representation of the technology sector of the S&P 500 Index. The Index includes companies from the following industries: technology hardware, storage, and peripherals; software; communications equipment; semiconductors and semiconductor equipment; IT

ETF	Reference Index	Brief Description of Reference Index
		services; and electronic equipment, instruments and components.
SDAY	80% Solactive United States Dividend Elite Champions Index 20% S&P 500 Index	The Solactive United States Dividend Elite Champions Index aims to provide exposure to equities from the United States stock market with a history of stable and/or increasing dividends. The S&P 500® is widely regarded as the best single gauge of large-cap U.S. equities. The index includes 500 leading companies and covers approximately 80% of available market capitalization.
CDAY	80% Solactive Canada Dividend Elite Champions Index 20% S&P 500 Index	The Solactive Canada Dividend Elite Champions Index aims to provide exposure to equities from the Canadian stock market with a history of stable and/or increasing dividends. The S&P 500® is widely regarded as the best single gauge of large-cap U.S. equities. The index includes 500 leading companies and covers approximately 80% of available market capitalization.
BDAY	80% Bloomberg Bitcoin Index 20% Technology Select Sector Total Return Index	The Bloomberg Bitcoin Index is designed to measure the performance of the digital asset Bitcoin traded in USD. The Technology Select Sector Index seeks to provide an effective representation of the technology sector of the S&P 500 Index. The Index includes companies from the following industries: technology hardware, storage, and peripherals; software; communications equipment; semiconductors and semiconductor equipment; IT services; and electronic equipment, instruments and components.

In certain instances, the methodology described above may produce an investment risk level for an ETF which the Manager believes may be too low and not indicative of the ETF's future volatility. As a result, in addition to using the standardized risk classification methodology described above, the Manager may increase the ETF's investment risk level if it determines that to be reasonable in the circumstances by taking into account other qualitative factors, including, but not limited to, economic climate, portfolio management styles, sector concentration and types of investments made by the ETF.

Unitholders should know that other types of risks, both measurable and non-measurable, exist. Also, just as historical performance may not be indicative of future returns, historical volatility may not be indicative of future volatility. The risk rating of an ETF, as set out below, is reviewed annually and anytime it is no longer reasonable in the circumstances. A more detailed explanation of the risk classification methodology used to identify the risk rating of each ETF is available on request, at no cost, by calling 416 941 9888. The risk ratings set forth below do not necessarily correspond to an investor's risk tolerance assessment. Investors are advised to consult their financial advisor for advice regarding their personal circumstances.

DISTRIBUTION POLICY

General

It is anticipated that each ETF will make distributions to its Unitholders on a semi-monthly basis. Such distributions will be paid in cash.

Distributions are not fixed or guaranteed. The Manager may, in its complete discretion, change the frequency or expected amount of these distributions, and there can be no assurance that an ETF will make any distribution in any particular period, or periods.

Cash distributions are expected to consist primarily of income, including foreign source income and dividends from taxable Canadian corporations, and capital gains, less the expenses of the ETF, and may include return of capital. **Generally, any distributions in excess of an investor's share of an ETF's net income and net realized capital gains for the year, if any, will represent a return of capital. A return of capital may not give rise to tax immediately but will reduce the investor's adjusted cost base of Units held in the ETF and may result in the realization of a larger capital gain or smaller capital loss on a subsequent disposition of Units.**

The amount of ordinary cash distributions, if any, will be based on the Manager's assessment of the prevailing market conditions. The amount and date of any ordinary cash distributions of the ETF will be announced in advance by issuance of a press release. Subject to compliance with the investment objectives of the ETF, the Manager may, in its complete discretion, change the frequency of these distributions and any such change will be announced by press release.

Each ETF expects to distribute a sufficient amount of its net income (including net capital gains) so that no ETF will be liable for non-refundable ordinary income tax under the Tax Act in any given year. Additional distributions required to ensure an ETF is not liable for such income tax, if any, are expected to be made annually at the end of each year where necessary. It is expected that such distributions will automatically be reinvested on behalf of each Unitholder in additional Units of the applicable ETF at a price equal to the net asset value per Unit of the ETF on such day and the Units of the ETF will be immediately consolidated such that the number of outstanding Units of the ETF held by each Unitholder on such day following the distribution will equal the number of Units of the ETF held by the Unitholder prior to the distribution. In the case of a non-resident Unitholder, if tax has to be withheld in respect of the distribution, the Unitholder's custodian may debit their account for any such required withholding tax. The tax treatment to Unitholders of the ETF of reinvested distributions is discussed under the heading "Certain Canadian Federal Income Tax Considerations".

PURCHASE OF UNITS

Initial Investment in the New ETF

In compliance with NI 81-102, the New ETF will not issue Units to the public until orders aggregating not less than $500,000 have been received and accepted by the New ETF from investors other than Hamilton ETFs or its directors, officers, or securityholders.

Continuous Distribution

Units of the ETFs are offered for sale on a continuous basis by this prospectus (subsequent to their initial investment), and there is no minimum or maximum number of Units of the ETFs that may be issued. Each Unit of an ETF represents an equal, undivided interest in the portion of that ETF's assets. The base currency of each ETF is Canadian dollars.

Issuance of Units of an ETF

To the Designated Broker and Dealers

All orders to purchase Units directly from an ETF must be placed by the Designated Broker and/or Dealers. An ETF reserves the absolute right to reject any subscription order placed by the Designated Broker and/or a Dealer. No fees are payable by an ETF to the Designated Broker or a Dealer in connection with the issuance of Units of the ETF.

In respect of an ETF, on any Trading Day, the Designated Broker or a Dealer may place a subscription order for the PNU or multiples thereof, in consideration for cash or a Basket of Securities. If a subscription order is received by the applicable cut-off time set out under the heading "Purchase, Switch and Redemption Order Timetable" on page 48, the purchase price of the Units will be based on the NAV per Unit determined on the

Trading Day on which the Manager accepts the subscription order. Units will generally be issued on the first Trading Day following acceptance of the subscription order, provided that payment has been received.

Unless the Manager otherwise agrees or the Trust Declaration otherwise provides, as payment for a PNU of an ETF, the Designated Broker or Dealer must deliver subscription proceeds consisting of a Basket of Securities and/or cash in an amount sufficient so that the value of the Basket of Securities and/or cash delivered is equal to the net asset value of the applicable PNU of the ETF next determined following the receipt of the subscription order. The Manager may, at its sole discretion, accept securities of any other exchange-traded fund (an "**Acceptable ETF**") held to be acceptable by the Manager from time to time, so that the value of securities and/or cash delivered is equal to the net asset value of the PNU of the ETF next determined following the receipt of the subscription order. The value of the securities of an Acceptable ETF accepted by the Manager as subscription proceeds for a PNU of an ETF will be determined as at the close of business on the date the applicable subscription order is accepted.

The Manager may instead, in its complete discretion, accept subscription proceeds consisting of cash only in an amount equal to the net asset value of the applicable PNU of the ETF next determined following the receipt of the subscription order.

The Manager will publish the PNU for each ETF on the ETFs' designated website, www.hamiltonetfs.com. The Manager may, at its discretion, increase or decrease the PNU of an ETF from time to time.

To Unitholders as Reinvested Distributions

Units of an ETF will be issued to Unitholders on the automatic reinvestment of all distributions in accordance with the distribution policy of the ETF. See "Distribution Policy" on page 43.

Buying and Selling Units of an ETF

Cboe Canada Inc. ("Cboe Canada") has conditionally approved the listing of the Units of the New ETF. The listing is subject to the New ETF fulfilling all of the requirements of Cboe Canada on or before June 9, 2027. Units of the ETFs, other than the Units of the New ETF, are currently listed and trading on Cboe.

Once an ETF is listed, investors will be able to trade Units of the ETF in the same way as other securities traded on the Designated Exchange, including by using market orders and limit orders. An investor may buy or sell Units of the ETF on the Designated Exchange only through a registered broker or dealer in the province or territory where the investor resides.

Investors may incur customary brokerage commissions when buying or selling Units of an ETF.

Special Considerations for Unitholders

The provisions of the so-called "early warning" requirements set out in Canadian securities legislation do not apply in connection with the acquisition of Units of an ETF. In addition, each ETF may rely on exemptive relief from the securities regulatory authorities to permit a Unitholder of the ETF to acquire more than 20% of the Units of the ETF through purchases on Cboe Canada without regard to the takeover bid requirements of applicable Canadian securities legislation.

Other than as a result of any applicable exemptive relief obtained from the securities regulatory authorities, each ETF will comply with all applicable requirements of NI 81-102. See "Exemptions and Approvals" on page 69.

Market participants are permitted to sell Units of an ETF short and at any price without regard to the restrictions of the Universal Market Integrity Rules that generally prohibit selling securities short on Cboe Canada unless the price is at or above the last sale price.

EXCHANGE AND REDEMPTION OF UNITS

Exchange of Units at Net Asset Value per Unit for Baskets of Securities and/or Cash

Unitholders of an ETF may, at the discretion of the Manager, exchange the applicable PNU (or a whole multiple thereof) of the ETF on any Trading Day for Baskets of Securities and/or cash, subject to the requirement that a minimum PNU be exchanged. To effect an exchange of Units of an ETF, a Unitholder must submit an exchange request in the form prescribed by the ETF from time to time to the Manager at its office by the applicable cut-off time described in the table under the heading "Purchase, Switch and Redemption Order Timetable" on page 48 on that day. The exchange price will be equal to the net asset value of each PNU tendered for exchange on the effective day of the exchange request, payable by delivery of a Basket of Securities (constituted as published at the close of the trade date on which the exchange request is received and acknowledged) and/or cash. The Units will be redeemed in the exchange. The Manager will also make available to the Designated Broker and Dealers the applicable PNU to redeem Units of an ETF on each Trading Day.

If an exchange request is not received by the applicable cut-off time described in the table under the heading "Purchase, Switch and Redemption Order Timetable" on page 48 on that day, the exchange order will be effective only on the next Trading Day. Settlement of exchanges for Baskets of Securities and/or cash will generally be made by the second Trading Day after the effective day of the exchange request.

If securities of any listed fund, leveraged exchange-traded fund or other issuers in which an ETF has invested are cease-traded at any time by order of a securities regulatory authority, the delivery of Baskets of Securities to a Unitholder, Dealer or the Designated Broker on an exchange in the PNU may be postponed until such time as the transfer of the Baskets of Securities is permitted by law.

As described below under "Exchange and Redemption of Units – Book-Entry Only System" on page 47, registration of interests in, and transfers of, Units of an ETF are made only through the book-entry only system of CDS. The redemption rights described below must be exercised through the CDS Participant through which the owner holds Units of the ETF. Beneficial owners of Units of an ETF should ensure that they provide redemption instructions to the CDS Participant through which they hold such Units sufficiently in advance of the cut-off times described below to allow such CDS Participant to notify CDS and for CDS to notify the Manager prior to the relevant cut-off time.

Redemption of Units of an ETF for Cash

In respect of an ETF, on any Trading Day, Unitholders of an ETF may redeem: (i) Units of the applicable ETF for cash at a redemption price per Unit equal to 95% of the closing price for Units of the ETF on the Designated Exchange on the effective day of the redemption, less any applicable redemption charge determined by the Manager, in its sole discretion from time to time; or (ii) a PNU or a multiple PNU of the ETF for cash equal to the net asset value of that number of Units, less any applicable redemption charge determined by the Manager, in its sole discretion from time to time.

In order for a cash redemption request to be effective on a Trading Day, a cash redemption request, in the form prescribed by the Manager from time to time, must be delivered to the Manager with respect to the applicable ETF at its head office by 9:30 a.m. (Toronto time) on that day. If a cash redemption request is not received by 9:30 a.m. (Toronto time) on a Trading Day, the cash redemption request will be effective only on the next Trading Day. Payment of the redemption price will generally be made on the first Trading Day after the effective day of the redemption. The cash redemption request forms may be obtained from any registered broker or dealer.

As Unitholders of an ETF are expected to generally be able to sell their Units of the ETF at the market price on the Designated Exchange through a registered broker or dealer, subject only to customary brokerage commissions, Unitholders of the ETF are advised to consult their brokers, dealers or investment advisers before redeeming such Units for cash unless they are redeeming a PNU of the ETF.

Investors who redeem their Units of an ETF prior to the distribution record date for any distribution will not be entitled to receive that distribution.

In connection with the redemption of Units of an ETF, the ETF will generally dispose of securities or other financial instruments.

Suspension of Redemptions

The Manager may suspend the redemption of Units of an ETF or payment of redemption proceeds of an ETF: (i) during any period when normal trading is suspended on a stock exchange or other market on which securities owned by the ETF are listed and traded, if these securities represent more than 50% by value or underlying market exposure of the total assets of the ETF, without allowance for liabilities, and if these securities are not traded on any other exchange that represents a reasonably practical alternative for the ETF; or (ii) with the prior permission of the securities regulatory authorities where required. The suspension may apply to all requests for redemption received prior to the suspension, but as to which payment has not been made, as well as to all requests received while the suspension is in effect. All Unitholders making such requests shall be advised by the Manager of the suspension and that the redemption will be effected at a price determined on the first Valuation Day following the termination of the suspension. All such Unitholders shall have and shall be advised that they have the right to withdraw their requests for redemption. The suspension shall terminate in any event on the first day on which the condition giving rise to the suspension has ceased to exist, provided that no other condition under which a suspension is authorized then exists. To the extent not inconsistent with official rules and regulations promulgated by any government body having jurisdiction over the ETFs, any declaration of suspension made by the Manager shall be conclusive.

Costs Associated with Redemptions

The Manager may charge to Unitholders of an ETF, at its discretion, a redemption charge of up to 0.25% of the redemption proceeds of the ETF.

Creation Charge

Cash subscriptions for Units of an ETF may, at the sole discretion of the Manager, be subject to a creation charge of up to 0.25% of the value of the cash subscription order, payable to the ETF.

Allocations of Income and Capital Gains to Redeeming Unitholders

Pursuant to the Trust Declaration, an ETF may allocate and designate any income or capital gains realized by the ETF as a result of any disposition of property of the ETF undertaken to permit or facilitate the redemption of Units to a Unitholder whose Units are being redeemed. In addition, each ETF has the authority to distribute, allocate and designate any income or capital gains of the ETF to a Unitholder who has redeemed Units during a year in an amount equal to the Unitholder's share, at the time of redemption, of the ETF's income and capital gains for the year or such other amount that is determined by the ETF to be reasonable. Any such allocations will reduce the redeeming Unitholder's proceeds of disposition. Based on rules contained in the Tax Act, an ETF that is a mutual fund trust for tax purposes throughout the year is prohibited from claiming a deduction in computing its income for amounts of income that are allocated to redeeming Unitholders and is limited in its ability to claim a deduction in computing its income under the Tax Act for amounts of capital gains that are allocated to redeeming Unitholders. Accordingly, the amounts and taxable component of distributions to non-redeeming Unitholders of an ETF may be greater than would have been the case in the absence of such rules.

Book-Entry Only System

Registration of interests in, and transfers of, Units of an ETF are made only through the book-entry only system of CDS. Units of an ETF must be purchased, transferred and surrendered for redemption only through a CDS Participant. All rights of an owner of Units of an ETF must be exercised through, and all payments or other property to which such owner is entitled are made or delivered by, CDS or the CDS Participant through which the owner holds such Units of the ETF. Upon buying Units of an ETF, the owner will receive only the customary confirmation. References in this prospectus to a holder of Units of an ETF mean, unless the context otherwise requires, the owner of the beneficial interest of such Units.

Neither an ETF nor the Manager has any liability for: (i) records maintained by CDS relating to the beneficial interests in Units of the ETF or the book-entry accounts maintained by CDS; (ii) maintaining, supervising or reviewing any records relating to such beneficial ownership interests; or (iii) any advice or representation made or given by CDS and made or given with respect to the rules and regulations of CDS or any action taken by CDS or at the direction of the CDS Participants.

The ability of a beneficial owner of Units of an ETF to pledge such Units or otherwise take action with respect to such owner's interest in such Units (other than through a CDS Participant) may be limited due to the lack of a physical certificate.

An ETF has the option to terminate registration of Units of the ETF through the book-entry only system, in which case certificates for Units of the ETF in fully registered form will be issued to beneficial owners of such Units or to their nominees.

Short-Term Trading

The Manager does not believe that it is necessary to impose any short-term trading restrictions on the ETFs at this time as: (i) the ETFs are exchange-traded funds that are primarily traded in the secondary market; and (ii) the few transactions involving Units of the ETFs that do not occur on the secondary market involve the Designated Broker and Dealers, who can only purchase or redeem Units in a PNU and on whom the Manager may impose a redemption charge.

PURCHASE, SWITCH AND REDEMPTION ORDER TIMETABLE

Applicable purchase, switch and redemption order cut-off times, and other pertinent information, are summarized in the table below:

ETF	ORDER CURRENCY	ORDER DATE	CASH ORDER CUT-OFF TIME (Eastern Time)	ORDER CUT-OFF TIME FOR BASKET(S) OF SECURITIES (Eastern Time)
QDAY	CAD	Trade date	3:00 PM	3:00 PM
SDAY	CAD	Trade date	3:00 PM	3:00 PM
CDAY	CAD	Trade date	3:00 PM	3:00 PM
BDAY	CAD	Trade Date	3:00 PM	3:00 PM

CERTAIN CANADIAN FEDERAL INCOME TAX CONSIDERATIONS

In the opinion of Fasken Martineau DuMoulin LLP, the following is, as of the date hereof, a summary of the principal Canadian federal income tax considerations under the Tax Act that generally apply to the acquisition, holding and disposition of Units of an ETF by a Unitholder of the ETF who acquires Units of the ETF pursuant to this prospectus. This summary only applies to a prospective Unitholder of an ETF who is an individual (and for greater certainty, not a trust) resident in Canada for purposes of the Tax Act, who deals at arm's length with the ETF within the meaning of the Tax Act and who holds Units of the ETF as capital property (a "**Holder**").

Generally, Units of an ETF will be considered to be capital property to a Holder provided that the Holder does not hold such Units in the course of carrying on a business of buying and selling securities and has not acquired them in one or more transactions considered to be an adventure or concern in the nature of trade.

Assuming that the ETF is a "mutual fund trust" for purposes of the Tax Act, certain Holders who might not otherwise be considered to hold Units of that ETF as capital property may, in certain circumstances, be entitled to have such Units and all other "Canadian securities" owned or subsequently acquired by them treated as capital property by making the irrevocable election permitted by subsection 39(4) of the Tax Act.

This summary also assumes that each ETF will comply with its investment restrictions.

This summary is based on the assumption that each ETF will qualify at all times as a "unit trust" and a "mutual fund trust" within the meaning of the Tax Act and will not be a "specified investment flow-through" (SIFT) trust within the meaning of the Tax Act. For an ETF to qualify as a "mutual fund trust," it must comply on a continuous basis with certain requirements relating to the qualification of its Units for distribution to the public, the number of Unitholders of the ETF and the dispersal of ownership of its Units. **In the event an ETF were not to qualify as a mutual fund trust under the Tax Act at all times, the income tax consequences described below would, in some respects, be materially different**.

This summary is based on the current provisions of the Tax Act, the regulations thereunder and counsel's understanding of the current publicly available published administrative and assessing practices and policies of the CRA. This summary takes into account the Tax Amendments. This description does not take into account or anticipate changes in the law, whether by legislative, governmental or judicial action other than the Tax Amendments in their present form, nor does it take into account provincial, territorial or foreign tax considerations which may differ significantly from those discussed herein. There can be no assurance that the Tax Amendments will be enacted in the form publicly announced, or at all.

For purposes of the Tax Act, all amounts relating to the acquisition, holding or disposition of Units of an ETF (including distributions) must be expressed in Canadian dollars using the rate of exchange quoted by the Bank of Canada at the relevant time, or such other rate of exchange as is acceptable to the CRA. The amount of income, gains and losses realized by an ETF may be affected by fluctuations in the value of foreign currencies relative to the Canadian dollar.

This summary is also based on the assumptions that: (i) none of the issuers of securities held by an ETF will be a "foreign affiliate" (within the meaning of the Tax Act) of the ETF or any Unitholder; (ii) none of the securities held by an ETF will be a "tax shelter investment" within the meaning of section 143.2 of the Tax Act; (iii) none of the securities held by an ETF will be an interest in a non-resident trust other than an "exempt foreign trust" as defined in section 94 of the Tax Act relating to non-resident trusts; (iv) none of the securities in the portfolio will be an offshore investment fund property (or an interest in a partnership that holds such property) that would require an ETF to include significant amounts in the ETF's income pursuant to section 94.1 of the Tax Act or an interest in a trust (or a partnership which holds such an interest) which would require the ETF to report significant amounts of income in connection with such interest pursuant to section 94.2 of the Tax Act; and (v) no ETF will enter into any arrangement where the result is a "dividend rental arrangement" for the purposes of the Tax Act.

This summary is not exhaustive of all possible Canadian federal income tax considerations applicable to an investment in Units of an ETF. This summary does not address the deductibility of interest on any funds borrowed by a Unitholder to purchase Units of an ETF. This summary is of a general nature only and is not intended to be, nor should it be construed to be, legal or tax advice to any holder of Units of an ETF. Prospective investors should consult their own tax advisers with respect to the income tax consequences to them of an acquisition of Units of an ETF based on their particular circumstances and review the tax related risk factors in this prospectus.

Status of the ETFs

As noted above, this summary assumes that each ETF qualifies at all times as a "mutual fund trust" for purposes of the Tax Act. Counsel has been advised that the New ETF will make an election under the Tax Act in its first return of income so that it will qualify under the Tax Act as a "mutual fund trust" from the commencement of its first taxation year.

Units of an ETF will be qualified investments under the Tax Act for a trust governed by a RRSP, a RRIF, a DPSP, a RDSP, a FHSA, a RESP or a TFSA (the "**Plans**" and each a "**Plan**"), provided the Units of the ETF are listed on a "designated stock exchange" (within the meaning of the Tax Act) or the ETF qualifies as a "mutual fund trust" within the meaning of the Tax Act. Furthermore, pursuant to Tax Amendments announced in the federal government's 2025 budget and included in Bill C-31 which was introduced on May 6, 2026 relating to "qualified investments" under the Tax Act, as of November 4, 2025, the Units of an ETF will be qualified investments for Plans at any time that the ETF is subject to, and substantially complies with, the requirements of NI 81-102 as the same may be amended from time to time.

In the case of an exchange of Units for a Basket of Securities, the investor may receive securities that may or may not be qualified investments under the Tax Act for Plans. If such securities are not qualified investments for Plans, such Plans (and, in the case of certain Plans, the annuitants, beneficiaries or subscribers thereunder or holders thereof) may be subject to adverse tax consequences. Investors should consult their own tax counsel for advice on whether or not such securities would be qualified investments for Plans.

Taxation of the ETFs

An ETF must pay tax on its net income (including net realized capital gains) for a taxation year, less the portion thereof that it deducts in respect of the amount paid or payable to its Unitholders in the year. An amount will be considered to be payable to a Unitholder of an ETF in a taxation year if it is paid to the Unitholder in that year by the ETF or if the Unitholder is entitled in that year to enforce payment of the amount. The Trust Declaration for the ETFs requires that sufficient amounts be paid or made payable each year so that no ETF is liable for any income tax under Part I of the Tax Act.

If an ETF invests in one or more Other Funds (which are assumed not to be SIFT trusts), such Other Fund may designate a portion of amounts that it distributes to Unitholders, including the ETF, as may reasonably be considered to consist of: (i) taxable dividends (including eligible dividends) received by the Other Fund on shares of taxable Canadian corporations; and (ii) net taxable capital gains realized by the Other Fund. Any such designated amounts will be deemed for tax purposes to be received or realized by the ETF as a taxable dividend or taxable capital gain, respectively. An Other Fund that pays foreign withholding tax may make designations such that its unitholders, including an ETF, may be treated as having paid its share of such foreign tax.

In determining the income of an ETF, gains or losses realized upon transactions in securities undertaken by the ETF will constitute capital gains or capital losses of the ETF in the year realized unless the ETF is considered to be trading or dealing in securities or otherwise carrying on a business of buying and selling securities or the ETF has engaged in a transaction or transactions considered to be an adventure or concern in the nature of trade. BDAY intends to invest in IBIT, which provides exposure to the underlying price movements of the U.S. dollar price of Bitcoin. The CRA has stated that gains (or losses) of a taxpayer resulting from transactions in cryptocurrency (which includes Bitcoin) should generally be treated for tax purposes as capital gains (or capital losses), unless the gains (or losses) result from carrying on a business or an adventure or concern in the nature of trade; however, the CRA has also stated that it generally treats cryptocurrency like a commodity for purposes of the Tax Act and that gains (or losses) of mutual fund trusts resulting from transactions in commodities should generally be treated for income tax purposes as ordinary income rather than as capital gains, although the treatment in each particular case remains a question of fact to be determined having regard to all the circumstances. Although there is no specific authority to this effect and it is subject to considerable uncertainty, the Manager intends that BDAY will take the position that an investment in IBIT is analogous to an investment in Bitcoin and will treat gains and losses on the disposition of securities of IBIT as capital gains and losses. The Manager has advised counsel that each ETF that holds "Canadian securities" (as defined in the Tax Act) will elect in accordance with the Tax Act to have each such security treated as capital property. Such election will ensure that gains or losses realized by the ETF on the disposition of Canadian securities are taxed as capital gains or capital losses. Premiums received on covered call options written by an ETF that are not exercised prior to the end of a year will constitute capital gains of the ETF in the year received, unless such premiums are received by the ETF as income from a business of buying and selling securities or the ETF has engaged in a transaction or transactions considered to be an adventure or concern in the nature of trade.

The Manager has advised counsel that the ETFs will purchase their portfolio of securities with the objective of gaining exposure to the underlying securities, and in so doing, expect, in most instances, to earn dividends and income thereon over the life of the ETF and will write covered call options with the objective of hedging or mitigating some of risks associated with owning the underlying securities. The premiums earned in writing such options, may be expected to increase the yield on the securities beyond the income received on such securities. Based on the foregoing and in accordance with the CRA's published administrative practices, transactions undertaken by the ETFs in respect of securities comprising the portfolio and covered call options on such securities will be treated and reported by the ETFs as arising on capital account. The Manager has advised counsel that, as BDAY intends to treat gains and losses on the disposition of securities of IBIT as capital gains and losses, transactions undertaken by BDAY in respect of options on such securities will be treated and reported as arising on capital account.

Premiums received by the ETFs on covered call options that are subsequently exercised will be added in computing the proceeds of disposition to the ETFs of the securities disposed of by the ETF upon the exercise of such call options. In addition, where the premium was in respect of an option granted in a previous year so that it constituted a capital gain of the ETF in the previous year, such capital gain will be reversed.

The Manager has advised counsel that, generally, each ETF will include gains and deduct losses on income account, rather than as capital gains and capital losses, in connection with investments made through derivative transactions, except where such derivatives are not "derivative forward agreements" (as defined in the Tax Act), and are entered into in order to hedge and are sufficiently linked with securities that are held on capital account by the ETF. Gains or losses on derivatives will be recognized for tax purposes at the time they are realized by the ETF. If an ETF uses derivatives to hedge foreign currency exposure with respect to securities held on capital account and the derivatives are sufficiently linked to such securities, gains or losses realized thereon will be treated as capital gains or capital losses.

An ETF is required to include in its income for each taxation year all interest that accrues to it to the end of the year, or becomes receivable or is received by it before the end of the year, except to the extent that such interest was included in computing its income for a preceding taxation year.

An ETF may derive income (including gains) from investments in countries other than Canada and, as a result, may be liable to pay income or profits tax to such countries. To the extent that such foreign tax paid does not exceed 15% of such income and has not been deducted in computing the ETF's income, the ETF may designate a portion of its foreign source income in respect of a Unitholder so that such income and a portion of the foreign tax paid by the ETF may be regarded as foreign source income of, and foreign tax paid by, the Unitholder for the purposes of the foreign tax credit provisions of the Tax Act. To the extent that such foreign tax paid by the ETF exceeds 15% of the amount included in the ETF's income from such investments, such excess may generally be deducted by the ETF in computing its income for the purposes of the Tax Act.

An ETF will be entitled for each taxation year throughout which it is a mutual fund trust to reduce (or receive a refund in respect of) its liability, if any, for tax on its net realized capital gains by an amount determined under the Tax Act based on the redemption of its Units during the year.

In computing its income under the Tax Act, an ETF may deduct reasonable administrative and other expenses, including interest on borrowings, which are incurred to earn income from property or a business**.** An ETF may not deduct interest on borrowed funds that are used to fund redemptions of its Units.

Each ETF will be required to compute all amounts in Canadian dollars for purposes of the Tax Act. Therefore, the amount of income, cost, proceeds of disposition and other amounts in respect of investments that are not Canadian dollar denominated will be affected by fluctuations in the exchange rate of the Canadian dollar against the relevant foreign currency.

Losses incurred by an ETF in a taxation year cannot be allocated to Unitholders of the ETF, but may be deducted by the ETF in future years in accordance with the Tax Act.

In certain situations, where an ETF disposes of property and would otherwise realize a capital loss, the loss will be deemed to be a "suspended loss". This may occur if the ETF disposes of and acquires the same property (for example, units of an Other Fund) during the period that begins 30 days before and ends 30 days after the disposition of property and holds it at the end of that period.

An ETF may be liable to pay foreign withholding or other taxes in connection with investments in foreign securities.

If an ETF does not qualify as a mutual fund trust under the Tax Act throughout a taxation year, among other things, the ETF's capital losses from dispositions of shares may be reduced in certain circumstances to the extent taxable dividends were received on such shares. If the ETF is not a "mutual fund trust" it may be subject to the "mark-to-market" rules in the Tax Act if more than 50% of its Units are held by a "financial institution".

Taxation of Holders

A Holder will generally be required to include in computing income for a particular taxation year of the Holder such portion of the net income of the ETF for that particular taxation year, including the taxable portion of any net realized capital gains, as is paid or becomes payable to the Holder, including any Management Fee Distributions, (whether in cash or whether such amount is automatically reinvested in additional Units of the ETF). Such amounts are to be computed in Canadian dollars.

The non-taxable portion of an ETF's net realized capital gains that are paid or become payable to a Holder in a taxation year will not be included in computing the Holder's income for the year. Any other amount in excess of a Holder's share of the net income of an ETF for a taxation year that is paid or becomes payable to the Holder in the year (i.e., returns of capital) will not generally be included in the Holder's income for the year, but will reduce the adjusted cost base of the Holder's Units of an ETF. To the extent that the adjusted cost base of a Unit of the ETF would otherwise be a negative amount, the negative amount will be deemed to be a capital gain, and the adjusted cost base of the Unit to the Holder will be increased by the amount of such deemed capital gain.

Provided that appropriate designations are made by an ETF, such portion of the net realized taxable capital gains of the ETF, and the taxable dividends received or deemed to be received by the ETF on shares of taxable Canadian corporations, as is paid or becomes payable to a Holder, if any, will effectively retain their character and be treated as such in the hands of the Holder for purposes of the Tax Act. To the extent that amounts are designated as taxable dividends from taxable Canadian corporations, the gross-up and dividend tax credit rules will apply.

To the extent that an ETF designates its income from a foreign source and taxes it paid on that income to a foreign jurisdiction in respect of a Holder, the Holder will, for the purposes of computing its foreign tax credits, be entitled to treat the Holder's proportionate share of foreign taxes paid by the ETF in respect of such income as foreign taxes paid by the Holder. The availability of foreign tax credits in respect of foreign source income designated to a Holder by an ETF is subject to the foreign tax credit rules under the Tax Act and the Holder's particular circumstances. Holders should consult their own tax advisors for information regarding their potential ability to claim foreign tax credits in respect of a particular taxation year.

Any loss of an ETF for purposes of the Tax Act cannot be allocated to, and cannot be treated as a loss of, a Holder.

Under the Tax Act, an ETF is permitted to deduct in computing its income for a taxation year an amount that is less than the amount of its distributions for the year. This will enable an ETF to use, in a taxation year, losses from prior years without affecting the ability of the ETF to distribute its income annually. In such circumstances, the amount distributed to a Holder of an ETF, but not deducted by the ETF, will not be included in the Holder's income. However, the adjusted cost base of a Holder's Units in the ETF will be reduced by such amount.

On the disposition or deemed disposition of a Unit of an ETF, including on a redemption, a Holder will realize a capital gain (or capital loss) to the extent that the Holder's proceeds of disposition (other than any amount payable by the ETF which represents an amount that is otherwise required to be included in the Holder's income as described herein), net of any reasonable costs of disposition, exceed (or are less than) the adjusted cost base of the Unit of the ETF. For the purpose of determining the Holder's adjusted cost base of a Holder's Units of an ETF, when additional Units of the ETF are acquired by the Holder, the cost of the newly acquired Units of the ETF will be averaged with the adjusted cost base of all Units of the ETF owned by the Holder as capital property immediately before that time. For this purpose, the cost of Units of the ETF that have been issued on a distribution will generally be equal to the amount of the net income or capital gain distributed to the Holder of the ETF that has been distributed in the form of additional Units of the ETF. A consolidation of Units of an ETF following a distribution paid in the form of additional Units of the ETF will not be regarded as a disposition of Units of the ETF and will not affect the aggregate adjusted cost base to a Holder. Any additional Units acquired by a Holder on the reinvestment of distributions will generally have a cost equal to the amount reinvested.

In the case of an exchange of Units for a Basket of Securities, a Holder's proceeds of disposition of Units would generally be equal to the aggregate of the fair market value of the distributed property and the amount of any cash received, less any capital gain realized by the ETF on the disposition of such distributed property. The cost to a Holder for purposes of the Tax Act of any property received from the ETF upon the exchange will generally be equal to the fair market value of such property at the time of the distribution.

Pursuant to the Trust Declaration, an ETF may allocate and designate any income or capital gains realized by the ETF as a result of any disposition of property of the ETF undertaken to permit or facilitate the redemption of Units to a Unitholder whose Units are being redeemed. In addition, each ETF has the authority to distribute, allocate and designate any income or capital gains of the ETF to a Unitholder who has redeemed Units of the ETF during a year in an amount equal to the Unitholder's share, at the time of redemption, of the ETF's income and capital gains for the year or such other amount that is determined by the ETF to be reasonable. Any such allocations will reduce the redeeming Unitholder's proceeds of disposition. Based on rules contained in the Tax Act, an ETF that is a mutual fund trust for tax purposes throughout the year is prohibited from claiming a deduction in computing its income for amounts of income that are allocated to redeeming Unitholders and, is limited in its ability to claim a deduction in computing its income under the Tax Act for amounts of capital gains that are allocated to redeeming Unitholders.

In general, under the rules in the Tax Act, one-half of any capital gain (a "taxable capital gain") realized by a Holder on the disposition of Units of an ETF or designated by the ETF in respect of the Holder in a taxation year will be included in computing the Holder's income for that year and one-half of any capital loss realized by the Holder on the disposition of Units of an ETF in a taxation year may be deducted from taxable capital gains realized by the Holder or designated by the ETF in respect of the Holder in accordance with the detailed provisions of the Tax Act.

In certain situations where a Holder disposes of Units of an ETF and would otherwise realize a capital loss, the loss will be denied. This may occur if the Holder, the Holder's spouse or another person affiliated with the Holder (including a corporation controlled by the Holder) has acquired Units of the same ETF (which are considered to be "substituted property") within 30 days before or after the Holder disposed of the Holder's Units of the ETF and holds the substituted property at the end of that period. In these circumstances, the Holder's capital loss may be deemed to be a "superficial loss" and denied. The amount of the denied capital loss will be added to the adjusted cost base to the owner of the Units of the ETF, which are substituted property.

Amounts designated by an ETF to a Holder of the ETF as taxable capital gains or dividends from taxable Canadian corporations, and taxable capital gains realized on the disposition of Units of the ETF, may increase the Holder's liability for alternative minimum tax. Holders are advised to consult their own tax advisers regarding the application of the alternative minimum tax in their particular circumstances.

For Canadian tax reporting purposes, a Holder must compute and report all dividends, capital gains and other amounts in respect of an investment in Units of an ETF in Canadian dollars.

Taxation of Registered Plans

Distributions received by a Plan on Units of an ETF while the Units are a qualified investment for the Plan will be exempt from income tax in the Plan, as will capital gains realized by the Plan on the disposition of such Units. Withdrawals from Plans (other than a TFSA and certain withdrawals from a RESP, FHSA or RDSP) are generally subject to tax under the Tax Act.

If the Units are "prohibited investments" for a trust governed by a TFSA, RRSP, RDSP, FHSA, RESP or RRIF, a Holder who is a holder of a TFSA, FHSA or RDSP, an annuitant of a RRSP or RRIF, or a subscriber of a RESP that holds Units will be subject to a penalty tax as set out in the Tax Act. A "prohibited investment" includes a Unit of an ETF which does not deal at arm's length with the holder, or in which the holder has a significant interest, which, in general terms, means the ownership of 10% or more of the value of an ETF's outstanding Units by the holder, either alone or together with persons and partnerships with whom the holder does not deal at arm's length. In addition, the Units of an ETF will not be a prohibited investment if such Units are "excluded property" as defined in the Tax Act.

Holders are advised to consult their own tax advisers regarding the application of the "prohibited investment" rules in their particular circumstances.

Exchange of Tax Information

The Tax Act and the Canada-United States Enhanced Tax Information Exchange Agreement contain due diligence and reporting obligations in respect of "US reportable accounts" invested in funds such as the ETFs. However, as long as Units continue to be registered in the name of CDS, an ETF should not have any US reportable accounts and, as a result, should not be required to provide information to the CRA in respect of its Unitholders. However, dealers through which Unitholders hold their Units are subject to due diligence and reporting obligations with respect to financial accounts they maintain for their clients. Unitholders may be requested to provide information to their dealer to identify US persons holding Units. If a Unitholder is a US person (including a US citizen) or if a Unitholder does not provide the requested information and indicia of US status is identified, the Tax Act will generally require information about the Unitholder's investments held in the financial account maintained by the dealer to be reported to the CRA, unless the investments are held within a Plan. Under the terms of the Canada-United States Enhanced Tax Information Exchange Agreement, the CRA is required to provide such information to the US Internal Revenue Service on an annual basis.

In addition, the Tax Act requires "Canadian financial institutions" to have procedures in place to identify accounts held by residents of foreign countries (other than the U.S.) that have agreed to bilateral information exchange with Canada ("**Participating Jurisdictions**") or by certain entities, the "controlling persons" of which are resident in a Participating Jurisdiction and to report required information to the CRA. Such information will be exchanged by the CRA on a reciprocal, bilateral basis with the Participating Jurisdictions in which the account holders or such controlling persons are resident. Under these rules, Unitholders are required to provide certain information regarding their investment in an ETF for the purpose of such information exchange, unless the investment is held within a Plan.

Tax Implications of an ETF's Distribution Policy

The net asset value per Unit of an ETF will, in part, reflect any income and gains of the ETF that have accrued or been realized, but have not been made payable at the time Units of the ETF were acquired. Accordingly, a Holder of an ETF who acquires Units of the ETF, including on a reinvestment of distributions, may become taxable on the Holder's share of income and gains of the ETF that accrued before Units of the ETF were acquired.

ORGANIZATION AND MANAGEMENT DETAILS OF THE ETFS

Manager of the ETFs

The Manager, Hamilton Capital Partners Inc., is a corporation incorporated under the laws of the Province of Ontario. The Manager is the manager and trustee of the ETFs. The Manager is responsible for providing or arranging for the provision of administrative and third-party services required by the ETFs. The principal office of the Manager is located at 121 King Street West, Suite 1601, Toronto, ON, M5H 3T9.

The Manager is registered as: (i) an investment fund manager in Ontario, Quebec and Newfoundland & Labrador; (ii) an exempt market dealer in Ontario; (iii) a portfolio manager in Ontario; and a commodity trading manager in Ontario

Officers and Directors of the Manager

The name, municipality of residence, office and principal occupation of the executive officers and directors of the Manager are as follows:

Name and Municipality of Residence	Principal Occupation with the Manager
ROBERT WESSEL Oakville, Ontario	Director, Executive Chairman & Co-Founder
JENNIFER MERSEREAU Toronto, Ontario	Director, Co-Chief Executive Officer & Co-Founder and Ultimate Designated Person
PATRICK SOMMERVILLE Toronto, Ontario	Director, Co-Chief Executive Officer
DEREK SMITH Mississauga, Ontario	Partner, Chief Financial Officer, acting Corporate Secretary, and Chief Compliance Officer
HOWARD ATKINSON Toronto, Ontario	Independent Director
PETER JELLEY Toronto, Ontario	Independent Director
DAMIR HOT Vancouver, British Columbia	Independent Director
IRA GLUSKIN Toronto, Ontario	Independent Director

Where a person has held multiple positions within a company, the above table sets out only the current or most recently held position or positions held at that company. During the past five years, all of the directors and executive officers of the Manager have held the principal occupations noted opposite their respective names, or other occupations with their current employer. The exceptions are Peter Jelley, who joined the Manager’s board of directors effective April 22, 2025, and Damir Hot and Ira Gluskin, both of whom joined the Manager’s board of directors effective April 14, 2026.

Mr. Jelley has over 25 years of experience in the investment banking and private equity industry. He is the President and Chief Executive Officer of Bulldog Capital Partners Inc., a Toronto-based merchant bank focused on private equity investments for growth-oriented businesses. Peter is Chair of Venture Ontario also serves on the board of a number of private companies, including the Bourn Hall Fertility Clinics, Legion Partners (Ottawa Senators) and Bluwatr Canada Inc. Peter holds an Honours Bachelor of Arts from the University of King’s College, a Master of Science (Economics) from the London School of Economics and a Master of Business Administration from the Harvard Business School.

Mr. Hot is an entrepreneur and investor with two decades of experience in high-growth financial technology and enterprise software ventures. As co-founder and CEO of Canalyst, an investment research software and data provider, he built a 250+ person organization and raised over $100 million in venture capital over six years, culminating in a successful acquisition by Tegus in 2022. Damir co-manages Alphaninja Partners, investing permanent family capital across private and public markets globally, while serving on select corporate boards spanning finance and technology. Damir holds a Bachelor of Applied Science in Engineering Physics, with a specialization in Computer Science, from the University of British Columbia.

Mr. Gluskin has over 20 years of experience in the investment industry. He serves as Chief Investment Officer of Irager + Associates Inc. and is the co-founder of Gluskin Sheff + Associates Inc., where he held the roles of President and Chief Investment Officer from 1984 to 2009, followed by Vice-Chairman until 2013. Ira currently sits on the boards of European Residential Real Estate Investment Trust and First Capital REIT and is an active member of several advisory boards and committees, including those affiliated with the University of Toronto and Sinai Health System. He has also held distinguished leadership roles across both investment management and nonprofit organizations throughout his career. Ira received a Bachelor of Commerce degree from the University of Toronto in 1964. In 2019, he received an Honorary Doctorate of Laws degree from Wilfrid Laurier University, in 2019 and, an Honorary Doctorate of Laws, honoris causa, from the University of Toronto in 2022.

Duties and Services Provided by the Manager

Pursuant to the Trust Declaration, the Manager has full authority and responsibility to manage and direct the business and affairs of the ETFs, to make all decisions regarding the business of the ETFs and to bind the ETFs. The Manager may delegate certain of its powers to third parties where, in the discretion of the Manager, it would be in the best interests of the ETFs to do so.

The Manager is entitled to the Management Fee in consideration of the services it provides the ETFs. Such services include negotiating contracts with certain third party service providers, including, but not limited to, portfolio advisers, administrators, counterparties, custodians, registrars, transfer agents, the Designated Broker, Dealers, auditors and printers; authorizing the payment of operating expenses incurred on behalf of the ETFs; maintaining accounting records for the ETFs; preparing the reports to Unitholders of the ETFs and to the applicable securities regulatory authorities; calculating the amount and determining the frequency of distributions by the ETFs; preparing financial statements, income tax returns and financial and accounting information as required by the ETFs; ensuring that Unitholders of the ETFs are provided with financial statements and other reports as are required from time to time by applicable law; ensuring that the ETFs comply with all other regulatory requirements including the continuous disclosure obligations of the ETFs under applicable securities laws; administering purchases, redemptions and other transactions in Units of the ETFs; arranging for any payments required upon termination of the ETFs; and dealing and communicating with Unitholders of the ETFs. The Manager provides office facilities and personnel to carry out these services, if not otherwise furnished by any other service provider to the ETFs. The Manager also monitors the investment strategy of each ETF to ensure that each ETF complies with its investment objective, investment strategies and investment restrictions and practices.

The Manager is required to exercise its powers and discharge its duties honestly, in good faith and in the best interests of the Unitholders of the ETFs, and to exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances. The Trust Declaration provides that the Manager will not be liable to an ETF or to any Unitholder of the ETF or any other person for any loss or damage relating to any matter regarding the ETF, including any loss or diminution of value of the assets of the ETF if it has satisfied its standard of care set forth above.

The Manager and each of its directors, officers, employees and agents may be indemnified out of the assets of an ETF from and against all claims whatsoever, including costs, charges and expenses in connection therewith, brought, commenced or prosecuted against it for or in respect of any act, deed, matter or thing whatsoever made, done or omitted in or in relation to the execution of its duties to the ETF as long as the person acted honestly and in good faith with a view to the best interests of the ETF.

The Manager may resign upon 90 days' prior written notice to the Trustee or upon such lesser notice period as the Trustee may accept. The Manager may also be removed by the Trustee on at least 90 days' written notice to the Manager. The Trustee shall make every effort to select and appoint a successor manager prior to the effective date of the Manager's resignation. As noted above, as compensation for the management services it provides to each ETF, the Manager is entitled to receive a Management Fee from that ETF. See "Fees and Expenses" on page 24.

Duties and Services Provided by the Portfolio Adviser

The Portfolio Adviser acts as portfolio adviser of the ETFs and is responsible for implementing an ETF's investment strategies pursuant to the Trust Declaration. Decisions as to the purchase and sale of securities and as to the execution of all portfolio and other transactions will be made by the Portfolio Adviser. In the purchase and sale of securities for the ETF, the Portfolio Adviser will seek to obtain overall services and prompt execution of orders on favourable terms.

The Portfolio Adviser is required to act at all times on a basis that is fair and reasonable to each ETF, to act honestly and in good faith with a view to the best interests of the ETF and, in connection therewith, to exercise the degree of care, diligence and skill that a reasonably prudent investment counsellor would exercise in comparable circumstances. The Portfolio Adviser shall not be liable in any way for any default, failure or defect in any of the securities of an ETF, nor shall it be liable if it has satisfied the duties and standard of care, diligence and skill set forth above.

Hamilton ETFs, as trustee and manager, may appoint a successor portfolio adviser to carry out the activities of the Portfolio Adviser at its discretion.

Certain Officers and Directors of the Portfolio Adviser

The name, municipalities of residence and position of the senior officers and directors of the Portfolio Adviser principally responsible for investment decisions on behalf of the ETFs are as follows:

Name and Municipality of Residence	**Principal Occupation with the Portfolio Adviser**
BABAK ASSADI Toronto, Ontario	Partner, Head of Product Strategy and Trading
NICOLAS PIQUARD Toronto, Ontario	Chief Options Strategist
RAJHKUMAR SINNAPPU Scarborough, Ontario	Portfolio Manager
VERNON ROBERTS Toronto, Ontario	Senior Portfolio Manager

Where a person has held multiple positions within a company, the above table sets out only the current or most recently held position or positions held at that company. During the past five years, all of the persons noted above, apart from Nicolas Piquard, Rajhkumar Sinnappu, and Vernon Roberts, have held the principal occupations noted opposite their respective names, or other occupations with their current employer.

With respect to Mr. Piquard, he joined the Portfolio Adviser in June 2023, as Chief Options Strategist. Prior to joining the Portfolio Adviser, Mr. Piquard worked for ten years at Horizons ETFs Management (Canada) Inc. as Vice President, Portfolio Manager and Options Strategist.

With respect to Mr. Sinnappu, he joined the Portfolio Advisor in November 2025. Prior to joining the Portfolio Adviser, Mr. Sinnappu spent over a decade at Global X Investments Canada (previously known as Horizons ETFs Management (Canada) Inc.), where he served most recently as Portfolio Manager, Investment Operations from 2022 to 2025.

With respect to Mr. Roberts, he joined the Portfolio Adviser in January 2025, assisting the firm's covered call ETFs. Prior to joining the Portfolio Adviser, Mr. Roberts worked for three years at Global X Investments Canada (previously known as Horizons ETFs Management (Canada) Inc.) as Vice President, Associate Portfolio Manager and Options Strategist. Prior to joining Horizons, Mr. Roberts spent nearly a decade at Imperial College London as an Academic Advisor.

The Designated Broker

The Manager, on behalf of each ETF, has entered into a Designated Broker Agreement with the Designated Broker pursuant to which the Designated Broker agrees to perform certain duties relating to the ETFs including, without limitation: (i) to subscribe for a sufficient number of Units of an ETF to satisfy the Designated Exchange's original listing requirements; (ii) to subscribe for Units of an ETF on an ongoing basis, and (iii) to post a liquid two way market for the trading of Units of an ETF on the Designated Exchange. Payment for Units of an ETF must be made by the Designated Broker, and Units of an ETF will be issued, by no later than the first Trading Day after the subscription notice has been delivered.

The Designated Broker may terminate a Designated Broker Agreement at any time by giving the Manager at least six months' prior written notice of such termination. The Manager may terminate a Designated Broker Agreement at any time, without prior notice, by sending a written notice of termination to the Designated Broker.

Units of an ETF do not represent an interest or an obligation of the Designated Broker or Dealer or any affiliate thereof, and a Unitholder of an ETF will not have any recourse against any such parties in respect of amounts payable by the ETF to such Designated Broker or Dealers.

Conflicts of Interest

The Manager and its principals and affiliates (each an **"ETF Manager**") do not devote their time exclusively to the management of the ETFs. The ETF Managers perform similar or different services for others and may sponsor or establish other investment funds (public and private) during the same period that they act on behalf of the ETFs. The ETF Managers, therefore, will have conflicts of interest in allocating management time, services and functions to the ETFs and the other persons for which they provide similar services.

The ETF Managers may trade and make investments for their own accounts, and such persons currently trade and manage and will continue to trade and manage accounts other than an ETF's accounts, utilizing trading and investment strategies which are the same as, or different from, the ones to be utilized in making investment decisions for the ETF. In addition, in proprietary trading and investment, the ETF Managers may take positions the same as, different from, or opposite to those of an ETF. Furthermore, all of the positions held by accounts owned, managed or controlled by the Manager will be aggregated for purposes of applying certain exchange position limits. As a result, an ETF may not be able to enter into or maintain certain positions if such positions, when added to the positions already held by the ETF and such other accounts, would exceed applicable limits. All such trading and investment activities may also increase the level of competition experienced with respect to priorities of order entry and allocations of executed trades. See "Risk Factors" on page 26.

The ETF Managers may at times have interests on behalf of their other clients that differ from the interests of the Unitholders of the ETFs.

In evaluating these conflicts of interest, potential investors should be aware that the ETF Managers have a responsibility to the Unitholders to exercise good faith and fairness in all dealings affecting the ETFs. In the event that a Unitholder of an ETF believes that one of the ETF Managers has violated its duty to such

Unitholder, the Unitholder may seek relief for itself or on behalf of the ETF to recover damages from, or to require an accounting by, the applicable ETF Manager. Unitholders should be aware that the performance by an ETF Manager of its responsibilities to an ETF will be measured in accordance with: (i) the provisions of the agreement by which the ETF Manager has been appointed to its position with the ETF; and (ii) applicable laws.

One or more registered dealers act or may act as the Designated Broker, a Dealer and/or a market maker. These relationships may create actual or perceived conflicts of interest, which investors should consider in relation to an investment in an ETF. In particular, by virtue of these relationships, these registered dealers may profit from the sale and trading of Units. The Designated Broker, as market maker of an ETF in the secondary market, may therefore have economic interests which differ from and may be adverse to those of Unitholders.

Any such registered dealer and its affiliates may, at present or in the future, engage in business with an ETF, the issuers of securities making up the investment portfolio of an ETF, or with the Manager or any funds sponsored by the Manager or its affiliates, including by making loans, entering into derivative transactions or providing advisory or agency services. In addition, the relationship between any such registered dealer and its affiliates, and the Manager and its affiliates, may extend to other activities, such as being part of a distribution syndicate for other funds sponsored by the Manager or its affiliates.

No Designated Broker or Dealer has been involved in the preparation of this prospectus or has performed any review of the contents of this prospectus. The Designated Broker and Dealers do not act as underwriters of the ETFs in connection with the distribution by the ETFs of Units under this prospectus. Units do not represent an interest or an obligation of the Designated Broker, any Dealer or any affiliate thereof, and a Unitholder does not have any recourse against any such parties in respect of amounts payable by an ETF to such Designated Broker or Dealers. The securities regulatory authorities have provided the ETFs with a decision exempting the ETFs from the requirement to include a certificate of any underwriter in the prospectus.

Independent Review Committee

NI 81-107 requires that all publicly offered investment funds, such as the ETFs, establish an IRC and that the Manager must refer all conflict of interest matters in respect of the ETFs for review or approval by the IRC. NI 81-107 also requires the Manager to establish written policies and procedures for dealing with conflict of interest matters, to maintain records in respect of these matters and to provide the IRC with guidance and assistance in carrying out its functions and duties. According to NI 81-107, the IRC must be comprised of a minimum of three (3) independent members, and is subject to requirements to conduct regular assessments of its members and provide reports, at least annually, to an ETF and to its Unitholders in respect of those functions. The most recent report prepared by the IRC will be available on the ETFs' designated website (www.hamiltonetfs.com), or at a Unitholder's request, at no cost, by contacting the Manager by email at etf@hamiltonetfs.com.

Leslie Wood (appointment effective January 1, 2025), Martin Guest (appointment effective July 1, 2025) and James Sinclair (chair and appointment effective April 1, 2025) are the current members of the IRC.

Bruce Friesen resigned as a member and chair of the IRC effective March 11, 2025. In addition, effective December 31, 2024 and June 30, 2025, respectively, Warren Law and Geoff Salmon each ceased to be members of the IRC.

The IRC:

- reviews and provides input on the Manager's written policies and procedures that deal with conflict of interest matters;
- reviews conflict of interest matters referred to it by the Manager and makes recommendations to the Manager regarding whether the Manager's proposed actions in connection with the conflict of interest matter achieve a fair and reasonable result for the ETFs;

- considers and, if deemed appropriate, approves the Manager's decision on a conflict of interest matter that the Manager refers to the IRC for approval; and
- performs such other duties as may be required of the IRC under applicable securities laws.

The ETFs compensate the IRC members for their participation on the IRC through member fees and, if applicable, meeting fees.

Martin Guest and Leslie Wood each receive $12,500 per year in member fees, while James Sinclair, as chairperson of the IRC, receives $15,000 per year. Each IRC member receives $750 for each IRC meeting in excess of four per year. The total fees payable in respect of the IRC by a particular ETF is calculated by dividing the total net assets of the particular ETF by the total net assets of all of the ETFs of the Manager for which the IRC is responsible, and then multiplying the resulting value by the total dollar value due to the IRC by the ETF for that particular period. During each of the two most recently completed financial years, amounts paid to members of the IRC were: (i) Martin Guest - $6,250 (ii) Leslie Wood - $12,500; (iii) James Sinclair - $11,250; (iv) Bruce Friesen - $20,000; (v) Warren Law - $15,000; and (vi) Geoff Salmon - $18,750.

The Trustee

Hamilton ETFs is also the trustee of the ETFs pursuant to the Trust Declaration. The Trustee may resign and be discharged from all further duties under the Trust Declaration upon 90 days' prior written notice to the Manager or upon such lesser notice as the Manager may accept. The Manager shall make every effort to select and appoint a successor trustee prior to the effective date of the Trustee's resignation. If the Manager fails to appoint a successor trustee within 90 days after notice is given or a vacancy occurs, the Manager shall call a meeting of Unitholders of the ETFs within 60 days thereafter for the purpose of appointing a successor trustee. If there is no manager, five Unitholders of an ETF may call a meeting of Unitholders of the ETF within 31 days after notice is given or a vacancy occurs for the purpose of appointing a successor trustee. In each case, if, upon the expiry of a further 30 days, neither the Manager nor the Unitholders of an ETF have appointed a successor trustee, the ETF shall be terminated, and the property of the ETF shall be distributed in accordance with the terms of the Trust Declaration.

The Trustee is required to exercise its powers and discharge its duties honestly, in good faith and in the best interests of the ETFs, and to exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances. The Trust Declaration provides that the Trustee will not be liable in carrying out its duties under the Trust Declaration as long as the Trustee has adhered to its standard of care set out above. In addition, the Trust Declaration contains other customary provisions limiting the liability of the Trustee and indemnifying the Trustee in respect of certain liabilities incurred by it in carrying out its duties.

The Trustee does not receive any fees from the ETFs but is reimbursed for all expenses and liabilities that it properly incurs in carrying out activities on behalf of the ETFs.

Custodian

CIBC Mellon Trust is the custodian of the assets of the ETFs pursuant to the Custodian Agreement. The Custodian is located in Toronto, Ontario and is independent of the Manager. Pursuant to the Custodian Agreement, the Custodian is required to exercise its duties with the degree of care, diligence and skill that a reasonably prudent person would exercise in the same circumstances, or, if higher, the degree of care, diligence and skill that the Custodian uses in respect of its own property of a similar nature in its custody (the "**Custodial Standard of Care**"). Under the Custodian Agreement, the Manager shall pay the Custodian's fees at such rate as determined by the parties from time to time and shall reimburse the Custodian for all reasonable expenses and disbursements incurred in the performance of its duties under the Custodian Agreement. The Custodian may have recourse against the assets of the ETF if the Manager fails to pay such fees and expenses. The ETF shall indemnify the Custodian for any loss, damage, or expense it incurs in connection with the Custodian Agreement, except to the extent caused by a breach of the Custodial Standard of Care. A party may terminate the Custodian Agreement on at least 90 days' written notice or immediately in the event of certain bankruptcy events in respect of another party. The Custodian shall have no responsibility or liability for the actions or inactions of any sub-custodian appointed at the request of the Manager and which is not part of the Custodians' normal network of sub-custodians.

In respect of BDAY, the ETF does not hold Bitcoin. Bitcoin to which BDAY is indirectly exposed will therefore be held by the appointed custodian and/or sub-custodian of the underlying fund in which BDAY may invest or otherwise be exposed to. For greater certainty, CIBC Mellon Trust is not the custodian of any underlying fund in which BDAY may invest or otherwise be exposed to which holds physical digital assets, has not appointed any sub-custodian to custody digital assets of such underlying fund, has not guaranteed any sub-custodian's obligations to hold digital assets of such underlying fund, nor performed any form of diligence on the custodian or sub-custodian of such underlying fund.

Prime Broker

National Bank Financial Inc., through its National Bank Independent Network division ("**NBF**"), at its principal offices in Toronto, Ontario, is the prime broker. The Manager, on behalf of the Alternative ETFs, has entered into a Custody and Securities Services Agreement with NBF, in its capacity as custodian and prime broker. The Custody and Securities Services Agreement acts as a margin agreement in connection with the Alternative ETFs' cash borrowing. The Custody and Securities Services Agreement may be terminated at any time at the option of either party upon ninety business days' prior notice to the other party.

The Manager may appoint additional prime brokers from time to time.

Auditor

KPMG LLP is the independent auditor of the Manager and the ETFs. The principal office of the auditor is located at 333 Bay Street, Suite 4600, Toronto, Ontario, M5H 2S5.

Valuation Agent

The Manager has retained CIBC Mellon Trust, to provide accounting and valuation services in respect of the ETFs pursuant to a valuation services agreement. CIBC Mellon Trust is located in Toronto, Ontario.

Registrar and Transfer Agent

TSX Trust Company, at its principal offices in Toronto, Ontario, is the registrar and transfer agent for the ETFs pursuant to registrar and transfer agency agreements. TSX Trust Company is independent of the Manager.

Promoter

The Manager took the initiative in founding and organizing the ETFs and is accordingly the promoter of the ETFs within the meaning of securities legislation of certain provinces and territories of Canada. The Manager, in its capacity as manager of the ETFs, receives compensation from the ETFs. See "Fees and Expenses" on page 24.

Securities Lending Agent

The Bank of New York Mellon will be the securities lending agent of the ETFs pursuant to a securities lending agency agreement (the "**SLAA**"). The Bank of New York Mellon is located in New York City, New York. The SLAA requires that the collateral delivered in connection with a securities loan have an aggregate value of not less than 102% of the value of the loaned securities (or, if higher, the percentage of the aggregate market value of loaned securities in accordance with prevailing market practice). Subject to certain exceptions, the SLAA requires The Bank of New York Mellon to indemnify the ETFs against any loss suffered directly by the ETFs as a result of a securities loan effected by The Bank of New York Mellon. A party to the SLAA may terminate the SLAA upon 5 business days' notice, or immediately upon an event of default by the other party.

Designated Website

An investment fund is required to post certain regulatory disclosure documents on a designated website. The designated website of the ETFs this document pertains to can be found at the following location: www.hamiltonetfs.com.

CALCULATION OF NET ASSET VALUE

The net asset value per Unit of an ETF is computed by adding up the cash, securities and other assets of the ETF, less the liabilities and dividing the value of the net assets of the ETF by the total number of Units of the ETF that are outstanding. The net asset value per Unit of an ETF so determined is adjusted to the nearest cent per Unit and remains in effect until the time as at which the next determination of the net asset value per Unit of the ETF is made. The net asset value per Unit of an ETF is calculated on each Valuation Day.

Typically, the net asset value per Unit of an ETF is calculated at its applicable Valuation Time. The net asset value per Unit of an ETF may be determined at an earlier Valuation Time if the Designated Exchange and/or the principal exchange for the securities held by the ETF closes earlier on that Valuation Day.

Valuation Policies and Procedures of the ETFs

An ETF's "**net asset value**" and its "**net asset value per Unit**" is calculated using the "**fair value**" of the ETF's assets and liabilities. The Manager uses the following valuation procedures in determining an ETF's net asset value and net asset value per Unit on each Valuation Day:

1. The value of any cash on hand, on deposit or on call, bills and notes and accounts receivable, prepaid expenses, cash dividends to be received and interest accrued and not yet received, is deemed to be the face amount thereof, unless the Manager determines that any such deposit, call loan, bill, note or account receivable is not worth the face amount thereof, in which event the value thereof will be deemed to be such value as the Manager determines, on such basis and in such manner as may be approved by the Manager to be the reasonable value thereof.

2. The value of any security, commodity or interest therein which is listed or dealt in upon a stock exchange is typically determined by:

   (a) in the case of securities which were traded on that Valuation Day, the price of such securities as determined at the applicable Valuation Time(s); and

   (b) in the case of securities not traded on that Valuation Day, a price estimated to be the true value thereof by the Manager on such basis and in such manner as may be approved of by the Manager, using such available market data as the closing asked and bid prices, net asset value per share or per unit, or other such data as provided by any report in common use or authorized as official by a stock exchange or other pricing service.

3. Long positions in clearing corporation options, options on futures, over-the-counter options, debt-like securities and listed warrants are valued at the current market value thereof. Where a covered clearing corporation option, option on futures or over-the-counter option is written, the premium received shall be reflected as a deferred credit, which shall be valued at an amount equal to the current market value of the clearing corporation option, option on futures or over-the-counter option that would have the effect of closing the position. Any difference resulting from any revaluation shall be treated as an unrealized gain or loss on investment. The deferred credit shall be deducted in arriving at the net asset value of such instrument. The securities, if any, which are the subject of a written clearing corporation option or over-the-counter option, shall be valued at the current market value. The value of a future contract or a swap or forward contract is the gain or loss with respect thereto that would be realized if, on that Valuation Day, the position in the futures contract, or the forward contract, as the case may be, were to be closed out unless "daily limits" are in effect, in which case fair value shall be based on the current market value of the underlying interest. Margin

paid or deposited in respect of futures contracts and forward contracts is reflected as an account receivable, and margin consisting of assets other than cash are noted as held as margin.

4. In the case of any security or property for which no price quotations are available as provided above, the value thereof is determined from time to time by the Manager, where applicable, in accordance with the principles described in paragraph 2(b) above, except that the Manager may use, for the purpose of determining the sale price or the asked and bid price of such security or interest, any public quotations in common use which may be available, or where such principles are not applicable, in such manner as may be approved of by the Manager.

5. The liabilities of an ETF include:

    - all bills, notes and accounts payable of which the ETF is an obligor;
    - all brokerage expenses of the ETF;
    - all Management Fees of the ETF;
    - all contractual obligations of the ETF for the payment of money or property, including the amount of any unpaid distribution credited to Unitholders of the ETF on or before that Valuation Day;
    - all allowances of the ETF authorized or approved by the Manager for taxes (if any) or contingencies; and
    - all other liabilities of the ETF, excluding unitholders' equity classified as a liability, of whatsoever kind and nature.

6. The exchange rates used by the ETFs will be prevailing market rates as determined by the Manager.

7. Each transaction of purchase or sale of a portfolio asset effected by the ETF shall be reflected by no later than the next time that the net asset value of the ETF and the net asset value per Unit of the ETF is calculated.

8. In calculating the net asset value of an ETF, the ETF generally values its investments based on the market value of its investments at the time the net asset value of the ETF is calculated. If no market value is available for an investment of the ETF or if the Manager determines that such value is inappropriate in the circumstances (i.e., when the value of an investment of the ETF has been materially changed by effects occurring after the market closes), the Manager will value such investments using methods that have generally been adopted by the marketplace. Fair valuing the investments of an ETF may be appropriate if: (i) market quotations do not accurately reflect the fair value of an investment; (ii) an investment's value has been materially affected by events occurring after the close of the exchange or market on which the investment is principally traded; (iii) a trading halt closes an exchange or market early; or (iv) other events result in an exchange or market delaying its normal close. The risk in fair valuing an investment of an ETF is that the value of the investment may be higher or lower than the price that the ETF may be able to realize if the investment had to be sold.

9. In determining the net asset value of an ETF, Units of the ETF subscribed for will be deemed to be outstanding and an asset of the ETF as of the time a subscription for such Units is received, accepted and valued by the Manager. Units of an ETF that are being redeemed will only be deemed to be outstanding until (and not after) the close of business on the day on which such Units of the ETF are redeemed, and the redemption proceeds thereafter, until paid, will be a liability of the ETF.

10. For the purposes of financial statement reporting, an ETF is required to calculate net assets in accordance with IFRS Accounting Standards and National Instrument 81-106 *Investment Fund Continuous Disclosure.*

Reporting of Net Asset Value

Persons or companies that wish to be provided with the most recent net asset value per Unit of an ETF may call the Manager at 416 941 9888, or check the ETFs' designated website at www.hamiltonetfs.com.

ATTRIBUTES OF THE SECURITIES

Description of the Securities Distributed

Each ETF is authorized to issue an unlimited number of redeemable, transferable Units pursuant to this prospectus, each of which represents an equal, undivided interest in the net assets of that ETF.

Cboe Canada Inc. ("Cboe Canada") has conditionally approved the listing of the Units of the New ETF. The listing is subject to the New ETF fulfilling all of the requirements of Cboe Canada on or before June 9, 2027. Units of the ETFs, other than the Units of the New ETF, are currently listed and trading on Cboe.

On December 16, 2004, the *Trust Beneficiaries' Liability Act, 2004* (Ontario) came into force. This statute provides that holders of Units of a trust are not, as beneficiaries, liable for any, default, obligation or liability of the trust if, when the default occurs or the liability arises: (i) the trust is a reporting issuer under the *Securities Act* (Ontario); and (ii) the trust is governed by the laws of Ontario. Each ETF is a reporting issuer under the *Securities Act* (Ontario), and each ETF is governed by the laws of Ontario by virtue of the provisions of the Trust Declaration.

Each Unit of an ETF entitles the owner to one vote at meetings of Unitholders of the ETF. Each Unit of an ETF is entitled to participate equally with all other Units of the ETF with respect to all payments made to Unitholders of the ETF, other than Management Fee Distributions, whether by way of income or capital distributions and, on liquidation, to participate equally in the net assets of the ETF remaining after satisfaction of any outstanding liabilities that are attributable to Units of the ETF. All Units are fully paid, when issued, in accordance with the terms of the Trust Declaration. Unitholders of an ETF are entitled to require the ETF to redeem their Units of the ETF as outlined under the heading "Exchange and Redemption of Units" at page 46.

Redemptions of Units for Cash

On any Trading Day, Unitholders may redeem Units for cash at a redemption price per Unit equal to 95% of the closing price for the Units on the Designated Exchange on the effective day of the redemption. See "Exchange and Redemption of Units" on page 46.

Modification of Terms

Any amendment to the Trust Declaration that creates a new class of Units of an ETF will not require notice to existing Unitholders of the ETF unless such amendment in some way affects the existing Unitholders' rights or the value of their investment. An amendment such as the re-designation of a class of an ETF, or the termination of a class of the ETF, which has an effect on a Unitholder's holdings, will only become effective after 30 days' notice to Unitholders of the applicable classes of the ETF.

All other rights attached to the Units of an ETF may only be modified, amended or varied in accordance with the terms of the Trust Declaration. See "Unitholder Matters – Amendments to the Trust Declaration" at page 66.

UNITHOLDER MATTERS

Meetings of Unitholders

Meetings of Unitholders of an ETF will be held if called by the Manager or upon the written request to the Manager of Unitholders of the ETF holding not less than 25% of the then outstanding Units of the ETF.

Matters Requiring Unitholder Approval

NI 81-102 requires a meeting of Unitholders of an ETF to be called to approve certain changes as follows:

(a) the basis of the calculation of a fee or expense that is charged to the ETF or its Unitholders is changed in a way that could result in an increase in charges to the ETF or to its Unitholders, except where:

  (i) the ETF is at arm's length with the person or company charging the fee; and

  (ii) the Unitholders have received at least 60 days' notice before the effective date of the change;

(b) a fee or expense, to be charged to an ETF or directly to its Unitholders by the ETF or the Manager in connection with the holding of Units of the ETF that could result in an increase in charges to the ETF or its Unitholders, is introduced, except where:

  (i) the ETF is at arm's length with the person or company charging the fee; and

  (ii) the Unitholders have received at least 60 days' notice before the effective date of the change;

(c) the Manager is changed, unless the new manager of the ETF is an affiliate of the Manager;

(d) the fundamental investment objective of the ETF is changed;

(e) the ETF decreases the frequency of the calculation of its net asset value per Unit;

(f) the ETF undertakes a reorganization with, or transfers its assets to, another issuer, if the ETF ceases to continue after the reorganization or transfer of assets and the transaction results in the Unitholders of the ETF becoming securityholders in the other issuer, unless:

  (i) the IRC of the ETF has approved the change in accordance with NI 81-107;

  (ii) the ETF is being reorganized with, or its assets are being transferred to, another investment fund to which NI 81-102 and NI 81-107 apply, and that is managed by the Manager, or an affiliate of the Manager;

  (iii) the Unitholders have received at least 60 days' notice before the effective date of the change; and

  (iv) the transaction complies with certain other requirements of applicable securities legislation;

(g) the ETF undertakes a reorganization with, or acquires assets from, another issuer, if the ETF continues after the reorganization or acquisition of assets, the transaction results in the securityholders of the other issuer becoming Unitholders of the ETF, and the transaction would be a material change to the ETF;

(h) the ETF implements a restructuring into a non-redeemable investment fund or a restructuring into an issuer that is not an investment fund; or

(i) any matter which is required by the constitutive documents of the ETF; by the laws applicable to the ETF, or by any agreement to be submitted to a vote of the Unitholders of the ETF.

In addition, the auditor of an ETF may not be changed unless:

(a) the IRC of the ETF has approved the change; and

(b) Unitholders have received at least 60 days' notice before the effective date of the change.

Approval of Unitholders of an ETF will be deemed to have been given if expressed by resolution passed at a meeting of Unitholders of the ETF, duly called on at least 21 days' notice and held for the purpose of considering the same, by at least a majority of the votes cast.

Amendments to the Trust Declaration

If a Unitholder meeting is required to amend a provision of the Trust Declaration, no change proposed at a meeting of Unitholders of an ETF shall take effect until the Manager has obtained the prior approval of not less than a majority of the votes cast at a meeting of Unitholders of the ETF or, if separate class meetings are required, at meetings of each class of Unitholders of the ETF.

Subject to any longer notice requirements imposed under securities legislation, the Trustee is entitled to amend the Trust Declaration by giving not less than 30 days' notice to Unitholders of each ETF affected by the proposed amendment in circumstances where:

(a) the securities legislation requires that written notice be given to Unitholders of that ETF before the change takes effect; or

(b) the change would not be prohibited by the securities legislation; and

(c) the Trustee reasonably believes that the proposed amendment has the potential to adversely impact the financial interests or rights of the Unitholders of that ETF, so that it is equitable to give Unitholders of that ETF advance notice of the proposed change.

All Unitholders of an ETF are bound by an amendment affecting the ETF from the effective date of the amendment.

The Trustee may amend the Trust Declaration, without the approval of or prior notice to any Unitholders of an ETF, if the Trustee reasonably believes that the proposed amendment does not have the potential to adversely impact the financial interests or rights of Unitholders of the ETF or that the proposed amendment is necessary to:

(a) ensure compliance with applicable laws, regulations or policies of any governmental authority having jurisdiction over the ETF or the distribution of Units of the ETF;

(b) remove any conflicts or other inconsistencies which may exist between any terms of the Trust Declaration and any provisions of any applicable laws, regulations or policies affecting the ETF, the Trustee or its agents;

(c) make any change or correction in the Trust Declaration, which is a typographical correction or is required to cure or correct any ambiguity or defective or inconsistent provision, clerical omission or error contained therein;

(d) facilitate the administration of the ETF as a mutual trust or make amendments or adjustments in response to any existing or proposed amendments to the Tax Act or its administration which might otherwise adversely affect the tax status of the ETF or its Unitholders; or

(e) for the purposes of protecting the Unitholders of the ETF.

Reporting to Unitholders

The Manager, on behalf of each ETF and in accordance with applicable laws, furnishes to each Unitholder of that ETF, unaudited semi-annual financial statements and an interim management report of fund performance for that ETF within 60 days of the end of each semi-annual period and audited annual financial statements and an annual management report of fund performance for that ETF within 90 days of the end of each financial year. Both the semi-annual and the annual financial statements of each ETF contain a statement of financial position, a statement of comprehensive income, a statement of changes in financial position, a statement of cash flows and a schedule of investments. The semi-annual and the annual financial statements of each ETF also disclose the minimum and maximum levels of leverage experienced by that ETF in the period covered by such statements, together with a brief explanation of how that ETF used leverage and the significance of the minimum and maximum levels of leverage to that ETF.

Any tax information necessary for Unitholders to prepare their annual federal income tax returns under the Tax Act in connection with their investment in Units is also distributed to them within 90 days after the end of each financial year of the ETFs. Neither the Manager nor the Registrar and Transfer Agent are responsible for tracking the adjusted cost base of a Unitholder's Units. Unitholders should consult with their tax or investment adviser in respect of how to compute the adjusted cost base of their Units and, in particular, how designations made by the ETF to a Unitholder affect the Unitholder's tax position.

The net asset value per Unit of each ETF is determined by the Manager on each Valuation Day and is usually published daily in the financial press.

TERMINATION OF THE ETFS

Subject to complying with applicable securities law, the Manager may terminate an ETF at its discretion. In accordance with the terms of the Trust Declaration and applicable securities law, Unitholders will be provided 60 days' advance written notice of the termination. An Alternative ETF will not be wound up if the NAV per Unit falls below a certain level.

If an ETF is terminated, the Trustee is empowered to take all steps necessary to effect the termination of the ETF. Prior to terminating an ETF, the Trustee may discharge all of the liabilities of the ETF and distribute the net assets of the ETF to the Unitholders of the ETF.

Upon termination of an ETF, each Unitholder of the ETF shall be entitled to receive at the Valuation Time on the termination date out of the assets of the ETF: (i) payment for that Unitholder's Units at the net asset value per Unit for that class of Units of the ETF determined at the Valuation Time on the termination date; plus (ii) where applicable, any net income and net realized capital gains that are owing to or otherwise attributable to such Unitholder's Units that have not otherwise been paid to such Unitholder; less (iii) any applicable redemption charges and any taxes that are required to be deducted. Payment shall be made by cheque or other means of payment payable to such Unitholder and drawn on the ETF's bankers and may be mailed by ordinary post to such Unitholder's last address appearing in the registers of Unitholders of that ETF or may be delivered by such other means of delivery acceptable to both the Manager and such Unitholder.

Procedure on Termination

The Trustee shall be entitled to retain out of any assets of an ETF, at the date of termination of the ETF, full provision for all costs, charges, expenses, claims and demands incurred or believed by the Trustee to be due or to become due in connection with or arising out of the termination of the ETF and the distribution of its assets to the Unitholders of the ETF. Out of the moneys so retained, the Trustee is entitled to be indemnified and saved harmless against all costs, charges, expenses, claims and demands.

PLAN OF DISTRIBUTION

Units of an ETF are offered for sale on a continuous basis by this prospectus and there is no minimum or maximum number of Units of the ETF that may be issued. The Units of an ETF are offered for sale at a price equal to the net asset value of such Units next determined following the receipt of a subscription order. The base currency of the ETFs is Canadian dollars.

Cboe Canada Inc. ("Cboe Canada") has conditionally approved the listing of the Units of the New ETF. The listing is subject to the New ETF fulfilling all of the requirements of Cboe Canada on or before June 9, 2027. Units of the ETFs, other than the Units of the New ETF, are currently listed and trading on Cboe.

BROKERAGE ARRANGEMENTS

Subject to the prior written approval of the Manager, the Portfolio Adviser is authorized to establish, maintain, change and close brokerage accounts on behalf of the ETF. The Portfolio Adviser uses a number of clearing brokers to transact trades in futures contracts on behalf of the ETF. Once such brokerage accounts are established, the Portfolio Adviser is authorized to negotiate commissions and fees to be paid on such brokerage transactions, subject to a continuing obligation to seek and obtain the best price, execution and overall terms.

RELATIONSHIP BETWEEN THE ETFS AND DEALERS

The Manager, on behalf of an ETF, may enter into various Dealer Agreements with registered dealers (that may or may not be the Designated Broker) pursuant to which the Dealers may subscribe for Units of the ETF as described under "Purchase of Units" at page 44.

A Dealer Agreement may be terminated by the registered dealer at any time by notice to Hamilton ETFs, provided that, except in certain conditions, no such termination will be permitted after the registered dealer has subscribed for Units of an ETF and such subscription has been accepted by Hamilton ETFs. No Designated Broker or Dealer has been involved in the preparation of this prospectus, nor has it performed any review of the contents of this prospectus. The Designated Broker and Dealers do not act as underwriters of the ETFs in connection with the distribution of Units under this prospectus.

PRINCIPAL HOLDERS OF UNITS OF THE ETFS

CDS & Co., the nominee of CDS, is the registered owner of the Units of the ETFs, which it holds for various brokers and other persons on behalf of their clients and others. From time to time, a designated broker, an ETF or another investment fund managed by the Manager or an affiliate thereof, may beneficially own, directly or indirectly, more than 10% of the Units of an ETF.

PROXY VOTING DISCLOSURE FOR PORTFOLIO SECURITIES HELD

The proxies associated with the portfolio securities held by ETFs will be voted by the Portfolio Adviser in accordance with the Portfolio Adviser's proxy voting policy (the "**Proxy Voting Policy**"). The Portfolio Adviser is responsible for completing and executing all corporate actions, including the voting of proxies on behalf of the ETFs. The Portfolio Adviser will generally support the management of companies in which they invest, and will accord proper weight to the positions of a company's board of directors. Therefore, in most circumstances, votes will be cast in accordance with the recommendations of the company's board of directors.

The Portfolio Adviser is responsible for maintaining records of all proxies voted.

While serving as a framework, the Proxy Voting Policy cannot contemplate all possible proposals with which the ETFs may be presented. For non-routine matters, in the absence of a specific guideline for a particular proposal (e.g., in the case of a transactional issue or contested proxy), the Portfolio Adviser will evaluate the issue on a case by case basis and cast the ETF's vote in a manner that, in the Portfolio Adviser's view, will maximize the value of the ETF's investment.

Any conflicts of interests which may arise in connection with the voting of proxies must be reported immediately to the Portfolio Adviser's chief compliance officer and the Manager's chief compliance officer, and if necessary, referred to the IRC. The Proxy Voting Policy includes procedures intended to ensure that proxies associated with portfolio securities of the ETF are received and voted by the Portfolio Adviser on behalf of the ETF in accordance with the Proxy Voting Policy. Proxies must be voted in a timely manner and in the best interests of clients.

The Proxy Voting Policy is available on request, at no cost, by calling the Manager at 416 941 9888 or emailing the Manager at etf@hamiltonetfs.com. An ETF's proxy voting record is also available on the ETFs' designated website, www.hamiltonetfs.com.

An ETF's proxy voting record for the annual period from July 1 to June 30 is available free of charge to any investor of the ETF upon request at any time after August 31 following the end of that annual period.

MATERIAL CONTRACTS

The only contracts material to the ETFs are the following:

> (a) *Trust Declaration* - for additional disclosure related to the Trust Declaration, including relevant termination provisions and other key terms of the agreement, see "Organization and Management Details of the ETFs – The Trustee" on page 60, "Attributes of the Securities – Modification of Terms" on page 64, and "Unitholder Matters – Amendments to the Trust Declaration" on page 66;
>
> *(b) Custodian Agreement* - for additional disclosure related to the Custodian Agreement, including relevant termination provisions and other key terms of the agreement, see "Organization and Management Details of the ETFs – Custodian" on page 60.

Copies of these agreements may be examined at the head office of the ETFs, 121 King Street West, Suite 1601, Toronto, ON, M5H 3T9, during normal business hours.

LEGAL AND ADMINISTRATIVE PROCEEDINGS

The ETFs are not involved in any legal proceedings, nor is the Manager aware of existing or pending legal or arbitration proceedings involving the ETFs.

EXPERT

KPMG LLP, the independent auditor of the ETFs, has consented to the use of its reports dated: (i) March 13, 2026 in respect of the ETFs; and (ii) June 18, 2026 in respect of the New ETF. KPMG LLP has confirmed that it is independent with respect to the ETFs within the meaning of the relevant rules and related interpretations prescribed by the relevant professional bodies in Canada and any applicable legislation or regulations.

EXEMPTIONS AND APPROVALS

An ETF may rely on exemptive relief from the Canadian Securities Regulatory Authorities to:

(a) permit a Unitholder to acquire more than 20% of the Units of the ETF through purchases on a Designated Exchange without regard to the takeover bid requirements of applicable Canadian securities legislation; and

(b) relieve the ETF from the requirement that the prospectus of the ETF include an underwriter's certificate.

BDAY has also received exemptive relief to permit it to invest all or substantially all of its assets in securities of IBIT, provided that certain conditions are met, including that: (i) BDAY will only invest in IBIT so long as IBIT continues to be a reporting issuer, and securities of IBIT continue to be distributed in the United States in accordance with all applicable SEC requirements; (ii) BDAY's investment in IBIT is in accordance with it's investment objectives; (iii) BDAY will not invest in IBIT if, at the time of acquisition, IBIT holds more than 10% of its NAV in securities of any other investment fund other than securities of a "money market fund" or a fund that issues "index participation units" as those terms are defined in NI 81-102; (iv) BDAY's investment in IBIT will otherwise remain consistent with the investment restrictions in Part 2 of NI 81-102, as they apply to alternative mutual funds, except to the extent discretionary relief from such requirements has been granted to BDAY.

INTERNATIONAL INFORMATION REPORTING

Pursuant to the Canada-United States Enhanced Tax Information Exchange Agreement entered into between Canada and the United States on February 5, 2014 (the "**IGA**") and related Canadian legislation in the Tax Act, the dealers through which Unitholders hold their Units are required to report certain information with respect to Unitholders who are U.S. residents and U.S. citizens (including U.S. citizens who are residents and/or citizens of Canada), and certain other "U.S. Persons", as defined under the IGA (excluding Plans, as defined above under "Certain Canadian Federal Income Tax Considerations – Status of the ETFs), to the CRA. The CRA is expected to provide the information to the U.S. Internal Revenue Service. Internal Revenue Service.

PURCHASERS' STATUTORY RIGHTS OF WITHDRAWAL AND RESCISSION

Securities legislation in certain of the provinces and territories of Canada provides purchasers with the right to withdraw from an agreement to purchase ETF securities within 48 hours after the receipt of a confirmation of a purchase of such securities. In several of the provinces and territories, the securities legislation further provides a purchaser with remedies for rescission or, in some jurisdictions, revisions of the price or damages if the prospectus and any amendment contains a misrepresentation, or non-delivery of the ETF Facts, provided that the remedies for rescission, revisions of the price or damages are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser's province or territory.

The purchaser should refer to the applicable provisions of the securities legislation of the province or territory for the particulars of these rights or should consult with a legal adviser.

DOCUMENTS INCORPORATED BY REFERENCE

Additional information about an ETF is, or will be, available in the following documents:

(a) the most recently filed comparative annual financial statements of the ETF, together with the accompanying report of the auditor;

(b) any interim financial statements of the ETF filed after the most recently filed annual financial statements of the ETF;

(c) the most recently filed annual management report of fund performance of the ETF;

(d) any interim management report of fund performance of the ETF filed after the most recently filed annual management report of fund performance of the ETF; and

(e) the most recently filed ETF facts of the ETF.

These documents are, or will be, incorporated by reference into this prospectus, which means that they will legally form part of this document just as if they were printed as part of this document. You will be able to obtain a copy of these documents, at your request, and at no cost, by calling 416 941 9888 or by contacting your dealer. These documents are, or will be, available on the ETFs' designated website at www.hamiltonetfs.com. These documents and other information about the ETFs are, or will be, available on the Internet at www.sedarplus.com.

In addition to the documents listed above, any documents of the type described above that are filed on behalf of an ETF after the date of this prospectus and before the termination of the distribution of the ETF are deemed to be incorporated by reference into this prospectus.

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Hamilton Capital Partners Inc.

Re: Hamilton Enhanced Bitcoin DayMAX™ ETF (BDAY)
(the "**ETF**")

Opinion

We have audited the financial statement of the ETF, which comprises:

- the statement of financial position as at June 18, 2026;
- and notes to the financial statement, including a summary of material accounting policy information (hereinafter referred to as the "**financial statement**").

In our opinion, the accompanying statement of financial position presents fairly, in all material respects, the financial position of the ETF as at June 18, 2026, in accordance with IFRS Accounting Standards relevant to preparing such financial statement.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the ***"Auditor's Responsibilities for the Audit of the Financial Statement"*** section of our auditor's report.

We are independent of the ETF in accordance with the ethical requirements that are relevant to our audit of the financial statement 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.

Responsibilities of Management for the Financial Statement

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

In preparing the financial statement, management is responsible for assessing the ETF'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 ETF or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statement

Our objectives are to obtain reasonable assurance about whether the financial statement as a whole is 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 it is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards 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 the financial statement.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial statement, 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 ETF'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 ETF'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 statement 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 ETF to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statement, including the disclosures, and whether the financial statement represent the underlying transactions and events in a manner that achieves fair presentation.

- 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.

(Signed) "*KPMG LLP*"

Chartered Professional Accountants, Licensed Public Accountants

Toronto, Canada

June 18, 2026

CERTIFICATE OF HAMILTON ENHANCED BITCOIN DAYMAX™ ETF, THE MANAGER AND PROMOTER

HAMILTON ENHANCED BITCOIN DAYMAX™ ETF

Statement of Financial Position

June 18, 2026

Assets	
Cash	$ 24
Total Assets	$ 24
Net assets attributable to the holder of redeemable Units: Authorized: Unlimited Units without par value issued and fully paid	
Total net assets attributable to the holder of redeemable Units	$ 24
Issued and fully paid Units	1
Net assets attributable to the holder of redeemable Units per Class E Unit	$ 24

See accompanying notes to statement of financial position.

Approved on behalf of the Board of Directors of
Hamilton Capital Partners Inc., as the Manager and
Trustee of Hamilton Enhanced Bitcoin DayMAX™ ETF

(signed) "*Robert Wessel*"

Robert Wessel, Director

(signed) "*Jennifer Mersereau*"

Jennifer Mersereau, Director

1. Establishment of the ETF and authorized Units:

The following exchange-traded fund was established on June 18, 2026, in accordance with an amended and restated master declaration of trust dated June 18, 2026.

Hamilton Enhanced Bitcoin DayMAX™ ETF
(the "ETF")

The address of the ETF's registered office is:
121 King Street West, Suite 1601
Toronto, ON M5H 3T9

(a) *Legal structure*:

Hamilton Capital Partners Inc. (the "Manager" or the "Trustee") is the manager and trustee of the ETF.

The ETF is an unincorporated open-ended mutual fund trust and is a mutual fund under applicable securities legislation. The ETF is established under the laws of the Province of Ontario by the amended master declaration of trust described above. Class E Units of the ETF, as applicable, are authorized for issuance.

(b) *Statement of compliance*:

The financial statement of the ETF as of June 18, 2026 has been prepared in accordance with IFRS Accounting Standards relevant to preparing such a financial statement.

The financial statement was authorized for issue by the board of directors of the Manager on June 18, 2026.

(c) *Basis of presentation*:

The financial statement of the ETF is expressed in Canadian dollars.

(d) *Net assets attributable to holders of redeemable Units*:

Units of the ETF are redeemable at the option of the holder in accordance with the provisions laid out in its prospectus. If the unitholder holds a prescribed number of units of the ETF, and if accepted by the Manager, the units of the ETF will be redeemed on the valuation day based on the net asset value of the units of the ETF on that valuation day. In accordance with IAS 32 – Financial Instruments: Presentation, the units of the ETF are classified as financial liabilities as there is a requirement to distribute net income and capital gains earned by the ETF in cash.

(e) *Issue of Units*:

One (1) unit of the ETF was issued for cash on June 18, 2026 to the Manager.

(f) *Unitholder transactions*:

The value at which units of the ETF are issued or redeemed is determined by dividing the net asset value of the class by the total number of units outstanding of that class on the valuation date. Amounts received on the issuance of units of the ETF and amounts paid on the redemption of units are included in the statement of changes in financial position.

2. Management of the ETF

Management fees:

Each class of the ETF will pay the Manager an annual management fee (the "**Management Fee**") equal to a percentage of the net asset value of that class of the ETF, together with Sales Tax, as detailed below, calculated and accrued daily and payable monthly. The Manager is responsible for the payment of the fees of the Portfolio Adviser.

ETF	**Management Fee**
BDAY	0.85% of the net asset value of the Class E Units of BDAY, together with Sales Tax

The Manager may reduce the Management Fees that it is entitled to charge to the ETF. Such a reduction or waiver will be dependent upon a number of factors, including the amount invested, the total assets of the ETF under administration and the expected amount of account activity.

CERTIFICATE OF HAMILTON ENHANCED TECHNOLOGY DAYMAX™ ETF, HAMILTON ENHANCED U.S. EQUITY DAYMAX™ ETF, AND HAMILTON ENHANCED CANADIAN EQUITY DAYMAX™ ETF AND HAMILTON ENHANCED BITCOIN DAYMAX™ ETF (COLLECTIVELY, THE "ETFS"), THE MANAGER AND PROMOTER

Dated: June 18, 2026

This prospectus, together with the documents incorporated herein by reference, constitutes full, true and plain disclosure of all material facts relating to the securities offered by this prospectus as required by the securities legislation of all the Provinces and Territories of Canada.

HAMILTON CAPITAL PARTNERS INC.,
AS TRUSTEE, MANAGER AND PROMOTER OF THE ETFS

(signed) *"Jennifer Mersereau"*	(signed) *"Derek Smith"*
Jennifer Mersereau Co-Chief Executive Officer & Co-Founder	Derek Smith Chief Financial Officer

ON BEHALF OF THE BOARD OF DIRECTORS
HAMILTON CAPITAL PARTNERS INC.

(signed) *"Robert Wessel"*	(signed) *"Howard Atkinson"*
Robert Wessel Executive Chairman, Director	Howard Atkinson Director