SPECIAL MEETING OF THE SHAREHOLDERS

OF

CI CANADIAN ALL CAP EQUITY INCOME CLASS
CI NORTH AMERICAN SMALL/MID CAP EQUITY CLASS
CI U.S. EQUITY CLASS
CI U.S. EQUITY CURRENCY NEUTRAL CLASS
CI GLOBAL REIT CLASS
CI PRECIOUS METALS CLASS
CI RESOURCE OPPORTUNITIES CLASS
CI CORPORATE BOND CLASS
CI GLOBAL INVESTMENT GRADE CLASS
CI MONEY MARKET CLASS
CI MOSAIC BALANCED ETF PORTFOLIO CLASS
CI MOSAIC BALANCED GROWTH ETF PORTFOLIO CLASS
CI MOSAIC BALANCED INCOME ETF PORTFOLIO CLASS
CI MOSAIC GROWTH ETF PORTFOLIO CLASS
CI MOSAIC INCOME ETF PORTFOLIO CLASS

(each, a class of shares of Sentry Corporate Class Ltd., and each, a "**Sentry Fund**", and collectively, the "**Sentry Funds**")

to be held virtually on
April 2, 2025, commencing at 10:00 a.m. (Toronto time)

MANAGEMENT INFORMATION CIRCULAR

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MANAGEMENT INFORMATION CIRCULAR

SOLICITATION OF PROXIES

This management information circular (the "**Circular**") is furnished to shareholders of the Sentry Funds in connection with the solicitation of proxies by CI Investments Inc. (operating as CI Global Asset Management) ("**CI GAM**"), in its capacity as the manager of the Sentry Funds (the "**Manager**") and on behalf of the board of directors of Sentry Corporate Class Ltd. ("**Sentry Corporation**") to be used at the special meeting of the shareholders of the Sentry Funds (the "**Meeting**") to be held on April 2, 2025, commencing at 10:00 a.m. (Toronto time), for the reasons set out in the notice of availability of meeting materials (the "**Notice-and-Access Document**") calling the Meeting. The Meeting will be held solely as a virtual (online) meeting by accessing the following link: https://meet.secureonlinevote.com.

If the Meeting is adjourned, the Notice-and-Access Document shall constitute notice of the adjourned Meeting, which will be held in the same manner and at the same time on April 4, 2025.

To attend the Meeting or any adjournment thereof, shareholders of the Sentry Funds and duly appointed proxyholders must go to https://meet.secureonlinevote.com and enter their 12-digit control number located on their form of proxy. Upon successful registration, a personalized meeting link will be displayed (if registering in advance of the date of the Meeting) or a "Join Meeting" button will appear (if registering on the date of the Meeting). The Meeting is hosted on the Zoom teleconferencing platform. To participate in the Meeting, attendees must install the Zoom client software application on their smartphone, tablet or computer. Attendees will be prompted to install Zoom when they click on the personalized link or "Join Meeting" button.

The Meeting will be held solely as a virtual (online) meeting. Shareholders of the Sentry Funds and duly-appointed proxyholders, regardless of geographic location, will have an equal opportunity to participate virtually at the Meeting as they would at a physical meeting*, provided they remain connected online at all times during the Meeting. Shareholders and duly-appointed proxyholders will be able to listen to the Meeting and ask questions when prompted while the Meeting is being held, and to submit their votes during the assigned voting period at www.secureonlinevote.com by entering the 12-digit control number located on their form of proxy. Shareholders are strongly encouraged to submit their votes or forms of proxy ahead of the Meeting. It is the responsibility of each participant to ensure he or she is connected before, and for the duration of, the Meeting. For any questions regarding a shareholder's ability to participate or vote at the Meeting, please contact Proxy Processing, Doxim Solutions Inc. at info@secureonlinevote.com.

**Please refer to the section entitled* "*Attending the Online Meeting*" *for more information.*

The Manager is using the notice-and-access procedure (the "**Notice-and-Access Procedure**") to reduce the volume of printed materials distributed for the Meeting. The Manager is sending proxy-related materials using the Notice-and-Access Procedure to shareholders.

The Manager is providing this Circular in connection with its solicitation of proxies for use at the Meeting. The Manager makes this solicitation on behalf of the Sentry Funds. The Manager or its agents may solicit these proxies by mail, personally, by telephone, by email or by facsimile transmission. The Manager will bear the costs of soliciting proxies for the Meeting.

The form of amalgamation agreement and resolutions that are to be considered and voted on at the Meeting are set out in Schedules "A" and "B" of this Circular.

Quorum for the Meeting is two shareholders present in person or represented by proxy. If quorum is not achieved at the Meeting, the Meeting shall be adjourned.

Except as otherwise stated, the information contained in this Circular is given as of March 3, 2025.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

Certain statements included in this Circular may constitute "forward-looking statements". All statements, other than statements of historical fact, included in this Circular that address future activities, events, developments or financial performance, are forward-looking statements. These forward-looking statements can be identified by the use of forward-looking words such as "may", "should", "will", "could", "expect", "intend", "plan", "estimate", "anticipate", "believe", "future" or "continue" or the negatives thereof or similar variations. These forward-looking statements are based on certain assumptions and analyses made by the Manager and its management in light of their experiences and their perception of historical trends, current conditions and expected future developments, as well as other factors they believe are appropriate in the circumstances. Shareholders are cautioned not to put undue reliance on such forward-looking statements, which reflect the analysis of management of the Manager only as of the date of this Circular and are not a guarantee of performance. Such forward-looking statements are subject to a number of uncertainties, assumptions and other factors, many of which are outside the control of the Manager that could cause actual results to differ materially from those expressed or implied by such forward-looking statements. All forward-looking statements are expressly qualified in their entirety by the cautionary statements set forth above. The Manager undertakes no obligation, and expressly disclaims any intention or obligation, to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required by applicable law.

PURPOSE OF THE MEETING

PROPOSED CORPORATE AMALGAMATION

Sentry Corporation and CI Corporate Class Limited ("**CI Corporation**" and together with Sentry Corporation, the "**Corporations**", and each, a "**Corporation**") are each a mutual fund corporation incorporated under the *Business Corporations Act* (Ontario) (the "**OBCA**"). Each Corporation is a multi-class mutual fund corporation, with each class of non-voting mutual fund shares or special shares, as applicable, representing a separate mutual fund with a separate investment objective.

Shares of the Sentry Funds are, as of the date hereof, offered for sale pursuant to a simplified prospectus and fund facts, each dated June 26, 2024 and as may be amended from time to time. Shares of the funds that comprise CI Corporation (the "**CI Funds**", and collectively with the Sentry Funds, the "**Funds**") are, as of the date hereof, offered for sale pursuant to a simplified prospectus and fund facts, each dated July 24, 2024 and as may be amended from time to time.

The Manager is proposing that each of the outstanding classes of the Corporations become separate classes of an amalgamated multi-class mutual fund corporation pursuant to an amalgamation of the Corporations (the "**Amalgamation**") under the OBCA. The newly amalgamated corporation ("**Amalco**") will also be called "CI Corporate Class Limited" and will adopt the current terms of the articles and by-laws of CI Corporation. The Manager believes that the Amalgamation offers benefits to shareholders of all Sentry Funds as described below under "*Reasons for the Proposed Amalgamation*".

Provided all necessary approvals are obtained, including the required shareholder approval, the Amalgamation is expected to become effective on or about April 7, 2025.

REASONS FOR THE PROPOSED AMALGAMATION

The Amalgamation is expected to reduce the administrative and operating costs and expenses associated with having multiple mutual fund corporations.

The Amalgamation will not change the fundamental nature of the Sentry Funds at the time of the Amalgamation. The key features of the Amalgamation and of Amalco, as they relate to shareholders of the Sentry Funds, are as follows:

One for One Exchange Ratio – Each existing mutual fund share (or fraction thereof) of each class (i.e. fund) and series of Sentry Corporation will be exchanged for one share (or fraction thereof) of the corresponding class (i.e. fund) and series of Amalco, having the same aggregate value.

Identical Net Asset Values and Valuation Practices – Each special share (i.e. mutual fund share) of Amalco issued on the Amalgamation will have a net asset value per share of the equivalent series of the equivalent class that is identical to the net asset value per share as at the moment immediately prior to the Amalgamation. In addition, the valuation policies and practices of Amalco will be the same as the current valuation policies and practices of Sentry Corporation.

Same Fund Names – The name of each Sentry Fund remains unchanged after the Amalgamation.

Identical Investment Objectives and Portfolios – The investment objective, investment strategy and portfolio assets of each Sentry Fund remain unchanged after the Amalgamation.

Identical Fees – The management, administration and other fees of each series of each Sentry Fund remain unchanged after the Amalgamation.

Identical Manager, Portfolio Managers and Advisors and Other Service Providers – Each Sentry Fund will continue to have CI GAM as the Manager, and will have the identical portfolio manager, portfolio advisor and/or portfolio subadvisor, as applicable, custodian and auditor after the Amalgamation.

Similar Rights and Procedures for Issuance and Redemptions of Shares – There will be no changes to the rights and procedures for the issuance and redemption of shares of each Sentry Fund.

Amalco as a Single Taxpayer – A multi-class mutual fund corporation, such as Amalco, is a single legal entity for tax purposes. A mutual fund corporation is not taxed on a class by class basis. Consequently, all revenues, deductible expenses, capital gains and capital losses of Amalco in connection with all of Amalco's investment portfolios and other items relevant to Amalco's tax position (including the tax attributes of Amalco's portfolio assets) will be taken into account in determining the income or loss of Amalco and applicable taxes payable by Amalco as a whole, including refundable capital gains taxes. For example, capital losses of one fund may be applied against capital gains of another fund in determining any capital gains taxes payable by Amalco as a whole. For a more complete description of the taxation of a multi-class mutual fund corporation, see *Income Tax Considerations* in the simplified prospectus of the Sentry Funds dated June 26, 2024, as amended, and the simplified prospectus of the CI Funds dated July 24, 2024, as amended, each of which are available at www.ci.com and at www.sedarplus.ca.

Dividend Policy of Amalco – As a result of the single taxpayer status of Amalco, if dividends of Amalco are declared, they will generally be declared amongst the classes of Amalco at the sole discretion of Amalco's board of directors acting on a reasonable basis based upon the recommendation of the Manager. Similar to before the Amalgamation, dividends will not be paid at regular times and Amalco's board of directors will determine when and if a dividend is paid based upon the recommendation of the Manager. Amalco may pay ordinary dividends or capital gains dividends. Amalco may also make distributions of return of capital. Similar to Sentry Corporation, the taxation year end of Amalco will be March 31.

Additional information on existing series of each Sentry Fund – For a further description of the existing series available for each Sentry Fund, investment objectives and strategies, manager, portfolio managers, advisors, other service providers, management and other fees and expenses, dividend and distribution policies and valuation policies of each Sentry Fund, which will remain identical, see the simplified prospectus of the Sentry Funds dated June 26, 2024, as amended, which are available at www.ci.com and at www.sedarplus.ca.

BENEFIT OF THE AMALGAMATION

The Manager believes that the Amalgamation is in the best interests of the shareholders of the Sentry Funds.

A primary benefit of investing in a fund within a mutual fund corporation is the corporation's ability to offset the income and capital gains of one fund with the expenses and capital losses of another. A mutual fund corporation is a single, taxable entity consisting of several classes of shares, with each class representing a different mutual fund. As the corporation computes its net income and net capital gains as a single entity, it can offset the income and capital gains

of one fund with those of another as described above, providing more flexibility in reducing potential taxable distributions and accordingly providing greater potential to accelerate the growth rate of an investor's portfolio. This allows mutual fund corporations to offer tax benefits to investors who hold non-registered investments (i.e. outside of registered plans that already offer tax-deferred growth). However, a drawback of a mutual fund corporation (unlike trusts) is that it can only distribute dividends from Canadian corporations and capital gains to investors. Any remaining interest and foreign income earned by the corporation that cannot be offset by expenses stays within the corporation and may be subject to corporate tax. This is often referred to as "trapped income". Tax paid on the trapped income by the corporation can reduce the performance of the corporate class fund relative to a comparable trust fund. Both Corporations currently have trapped income and are in taxable positions.

The proposed Amalgamation will result in a larger base of taxable gains, losses, income and expenses from an increased number of funds and assets, from which Amalco can use to offset income and capital gains and potentially reduce potential taxable distributions to shareholders of Amalco.

We encourage you to review this information and support our initiatives by voting in favour of the Amalgamation at the Meeting or when returning your proxy.

PROCEDURES FOR THE AMALGAMATION

Sentry Corporation is authorized to issue 10 voting common shares of a class and an unlimited number of non-voting mutual fund shares. Currently, the voting common shares of Sentry Corporation are owned 50% by CI GAM, holding 5 shares, and 50% by SCCL Voting Trust, also holding 5 shares.

CI Corporation is authorized to issue an unlimited number of voting common shares and an unlimited number of non-voting special shares (i.e. mutual fund shares), each designated in the articles of CI Corporation. Currently, the voting common shares of CI Corporation are owned 50% by CI GAM, holding 101 shares, and 50% by CI Corporate Class Holding Trust, also holding 101 shares.

Adopting the same articles as CI Corporation, the articles of Amalco will be authorized to issue an unlimited number of voting common shares and an unlimited number of non-voting special shares (i.e. mutual fund shares), each designated in the articles of Amalco.

For full details on the rights attaching to the shares of Amalco, see Annex I to the Amalgamation Agreement which is attached as Schedule "A" to this Circular.

The Amalgamation will be structured as follows:

1. The Corporations will enter into an amalgamation agreement (the "**Amalgamation Agreement**") substantially in the form attached as Schedule "A" to this Circular.

2. A resolution will be signed by the board of directors of each Corporation, approving the Amalgamation and the Amalgamation Agreement.

3. Shareholders of Sentry Corporation will be asked to approve the Amalgamation on the basis of the Amalgamation Agreement and the other matters set out in the special resolutions in respect of the Amalgamation (the "**Resolutions**"), attached as Schedule "B" to this Circular.

4. A resolution will be signed by each of CI GAM and the trustees of SCCL Voting Trust and CI Corporate Class Holding Trust approving the completion of the Amalgamation.

5. Articles of Amalgamation will be filed with the Ministry of Government Services to allow for the completion of the Amalgamation.

6. Each non-voting special share (i.e. mutual fund share) of Amalco issued on the Amalgamation will have a net asset value per share of the equivalent series of the equivalent class that is identical to the net asset value per share at the moment immediately prior to the Amalgamation.

7. The articles of Amalco will authorize classes of non-voting special shares (i.e. mutual fund shares), issuable in series with an unlimited number of shares as determined by the Manager. Amalco will issue non-voting special shares (i.e. mutual fund shares) in all series and classes, corresponding to the existing series and classes of the Corporations as outlined in the simplified prospectus of the Sentry Funds dated June 26, 2024, as amended, and of the simplified prospectus of the CI Funds dated July 24, 2024, as amended, at the time of the Amalgamation.

8. The rights, privileges, restrictions and conditions of each class of non-voting special shares of Amalco will be identical to those of the existing classes of non-voting special shares of CI Corporation. Although the rights, privileges, restrictions and conditions of each series of each class of mutual fund shares of Sentry Corporation will change, the rights, privileges, restrictions and conditions of each series of each class of non-voting special shares (i.e. mutual fund shares) of Amalco will be substantially similar to those of the existing series and classes of mutual fund shares of Sentry Corporation, including:

   (a) The right to one vote per share as provided by applicable corporate and securities laws, except with respect to matters for which only holders of another class or series of shares are entitled to vote separately as a class or series;

   (b) The right to receive dividends or distributions (including return of capital distributions), if, declared by the board of directors of Amalco;

   (c) The right to participate in a liquidation, dissolution or wind-up of Amalco or other distribution of the assets of Amalco among its shareholders for the purpose of winding-up its affairs; and

   (d) The right to redeem shares at the net asset value per share of the relevant series of the relevant class.

9. SCCL Voting Trust and CI GAM will exchange each voting common share of Sentry Corporation on a tax-deferred basis for one voting common share of Amalco, having the same aggregate value as the voting common share of Sentry Corporation.

10. CI Corporate Class Holding Trust and CI GAM will exchange each voting common share of CI Corporation on a tax-deferred basis for one voting common share of Amalco, having the same aggregate value as the voting common share of CI Corporation.

11. Each issued and outstanding non-voting mutual fund share of Sentry Corporation will be exchanged on a tax-deferred basis for one (or a fraction thereof) equivalent non-voting special share (i.e. mutual fund share) of Amalco.

12. Each issued and outstanding non-voting special share (i.e. mutual fund share) of CI Corporation will be exchanged on a tax-deferred basis for one (or a fraction thereof) equivalent non-voting special share (i.e. mutual fund share) of Amalco.

The Amalgamation will not be effective unless approved by a two-thirds majority of the votes cast by the shareholders of Sentry Corporation voting as a whole at the relevant meeting.

Notwithstanding the receipt of shareholder approval, the Manager may, in its discretion, decide not to proceed with, or delay, the proposed Amalgamation for any reason.

If approved, the Corporations intend to amalgamate on or about April 7, 2025, by filing articles of amalgamation under the OBCA.

Prior to the Amalgamation, in order to minimize each Corporation's tax liability, the Corporations will determine to either declare and pay ordinary dividends and/or capital gains dividends, if any, in accordance with their respective dividend policies to shareholders of record prior to giving effect to the Amalgamation or to have the Corporations accrue any taxes in lieu of such dividends, having regard to the materiality thereof. It is expected that the Amalgamation will not result in an acquisition of control of Sentry Corporation or CI Corporation with the result that their unused capital losses for purposes of the *Income Tax Act* (Canada) (the "**Tax Act**") will be carried forward and, subject to the detailed rules of the Tax Act, be available to be used against capital gains realized by Amalco after the Amalgamation. Shareholders of the Corporations with accrued losses on their shares will continue to have such losses which they may realize and use to offset capital gains after the Amalgamation.

Immediately after the Amalgamation, the management agreements, portfolio advisory agreements, custodian agreements and any other agreements of the Corporations will be assumed by Amalco, with no changes to the agreements.

The by-laws of Amalco will be the same as the by-laws of CI Corporation.

None of the Funds will bear any of the costs and expenses associated with the Amalgamation. Such costs will be borne by the Manager. These costs may include legal and accounting fees, proxy solicitation, printing and mailing costs and regulatory fees.

For the reasons set out above, the Manager believes that the Amalgamation is in the best interest of the Sentry Funds and recommends that shareholders of the Sentry Funds vote FOR the Amalgamation.

RECOMMENDATION OF THE INDEPENDENT REVIEW COMMITTEE

The independent review committee (the "**IRC**") of the Sentry Funds has reviewed the potential conflict of interest matters relating to the proposed Amalgamation and has provided the Manager with a positive recommendation, having determined that the proposed Amalgamation will achieve a fair and reasonable result for the Sentry Funds.

While the IRC has considered the proposed Amalgamation from a conflict of interest perspective, it is not the role of the IRC to recommend that shareholders vote in favour or against the proposed Amalgamation. Shareholders should review the proposed Amalgamation and make their own decision.

APPROVALS FOR THE AMALGAMATION

In order to implement the Amalgamation, applicable legislation requires that approval must be given by the affirmative vote of at least a two-thirds majority of the votes cast at the Meeting by or on behalf of shareholders of Sentry Corporation by voting in favour of the Resolutions, as set out in Schedule "B" of this Circular.

Shareholders of Sentry Corporation have the right to dissent (under the OBCA in respect of the Amalgamation) in respect of the Resolutions. All of such dissent rights are described in further detail below under "*Right of Dissent*".

If the Amalgamation is approved, it is proposed that the Amalgamation will occur after the close of business on or about April 7, 2025 or such later date as may be determined by the Manager. Notwithstanding the receipt of shareholder approval, the Manager may, in its discretion, decide not to proceed with, or delay, the proposed Amalgamation for any reason.

Shareholders of a Sentry Fund who do not wish to participate in the Amalgamation can at any time up to the close of business on the business day immediately preceding the effective date of the Amalgamation redeem their shares of the Sentry Fund and receive the net asset value of such shares in accordance with the procedures for such Sentry Fund.

INCOME TAX CONSIDERATIONS REGARDING THE AMALGAMATION

This is a general summary of the principal Canadian federal income tax consequences of the Amalgamation relevant to a shareholder who, for purposes of the Tax Act, at all relevant times, is an individual (other than a trust) resident in Canada who deals with the Fund at arm's length and who holds shares of a Fund as capital property. This summary is based on the current provisions of the Tax Act and the regulations thereunder (the "**Tax Regulations**"), all specific proposals to amend the Tax Act and the Tax Regulations publicly announced by or on behalf of the Minister of Finance (Canada) prior to the date hereof ("**Tax Proposals**") and the current administrative practices and assessing policies published by the Canada Revenue Agency ("**CRA**"). The summary does not otherwise take into account or anticipate any changes in law, whether by judicial, governmental or legislative action or decision, or changes in the administrative practices of the CRA, nor does it consider other federal, provincial, territorial or foreign income tax consequences.

The 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 particular shareholder. Accordingly, shareholders should consult with their own tax advisors for advice with respect to the tax consequences of the Amalgamation having regard to their own particular circumstances.

In this summary, a trust governed by a registered retirement savings plan, registered retirement income fund, registered education savings plan, registered disability savings plan, tax-free savings account, deferred profit sharing plan or first home savings account, all as defined in the Tax Act, are collectively referred to as "**Registered Plans**" and individually referred to as a "**Registered Plan**."

REDEMPTION BEFORE AMALGAMATION

A shareholder who redeems shares of Sentry Corporation or CI Corporation before the Amalgamation will realize a capital gain (or capital loss) to the extent that the proceeds of redemption exceed (or are exceeded by) the aggregate of the shareholder's adjusted cost base of the shares redeemed and any reasonable costs of disposition. A shareholder who holds shares directly, rather than in a Registered Plan, must include one-half of such capital gain (a "**taxable capital gain**") in the shareholder's income. Currently and subject to the Capital Gains Proposals defined and discussed below, one-half of a capital loss (an "**allowable capital loss**") realized by a shareholder in the year must first be deducted against taxable capital gains realized by the shareholder in that year. Allowable capital losses in excess of taxable capital gains realized in any year may, subject to certain limitations under the Tax Act, be carried-back three years or forward indefinitely for deduction against taxable capital gains realized in those years.

Tax Proposals released on September 23, 2024 (the "**Capital Gains Proposals**") propose to increase the capital gains inclusion rate for capital gains realized on or after June 25, 2024. Specifically, the Capital Gains Proposals will generally increase the capital gains inclusion rate from one-half to two-thirds for individuals on the portion of net capital gains realized in a taxation year that exceed $250,000. Under the Capital Gains Proposals, two-thirds of capital losses realized prior to June 25, 2024, will be deductible against capital gains included in income at the two-thirds inclusion rate such that a capital loss will offset an equivalent capital gain regardless of the inclusion rate. However, the status of the Capital Gains Proposals is uncertain, as Governor-General Mary Simon granted Prime Minister Justin Trudeau's request to prorogue Parliament on January 6, 2025, which will delay any fiscal action on the Capital Gains Proposals until at least March 24, 2025, when parliament is scheduled to resume. Furthermore, on January 31, 2025, the Honourable Dominic LeBlanc, Minister of Finance and Intergovernmental Affairs, announced that the federal government is deferring, from June 25, 2024 to January 1, 2026, the date on which the capital gains inclusion rate will increase from one-half to two-thirds on capital gains realized annually above $250,000 by individuals.

If shares are held in a Registered Plan, gains realized on a redemption of shares will be exempt from tax. Withdrawals from the Registered Plan, other than withdrawals from a tax-free savings account and first home savings account, are generally taxable.

TAX CONSEQUENCES OF THE AMALGAMATION

Tax Implications of Year End Dividends

The completion of the Amalgamation will cause a taxation year-end for each Corporation immediately prior to the Amalgamation. Prior to the Amalgamation, the Corporations may declare and pay ordinary dividends and/or capital gains dividends to shareholders of record as of the business day prior to the year-end in order to obtain a refund of capital gains and Part IV taxes payable under the Tax Act by each Corporation. Taxable dividends and eligible dividends paid by a Corporation, other than capital gains dividends, whether received in cash or reinvested in additional shares of a corporate fund, will be included in computing the shareholder's income. The dividend gross-up and tax credit mechanism normally applicable to taxable dividends paid by a taxable Canadian corporation and eligible dividends will apply to such dividends. Capital gains dividends paid by a Corporation will be treated as realized capital gains in the hands of the shareholders and will be subject to the general rules relating to the taxation of capital gains which are described above under the heading "*Redemption Before Amalgamation*".

Tax Implications of the Amalgamation

The Amalgamation of the Corporations will be a tax-deferred transaction and the Corporations will not experience an acquisition of control for tax purposes. A shareholder of either Corporation will not realize a capital gain or capital loss as a result of the exchange of shares on the Amalgamation and will receive shares of the relevant class of Amalco with a cost equal to the aggregate adjusted cost base of the shares that were exchanged. Where a shareholder receives shares of a class of shares of Amalco on the Amalgamation, the shareholder's cost of those shares will be equal to the adjusted cost base of his or her shares of the corporate fund of either Corporation in respect of which such shares were received.

Amalco is expected to be at all material times a mutual fund corporation under the Tax Act.

Tax Consequences of Investing in Amalco

For shareholders of the Corporations, the tax consequences of acquiring, holding and disposing of their shares of Amalco will be substantially the same as the tax consequences of acquiring, holding and disposing of their current shares.

Dissenting Shareholders

The tax consequences to a shareholder who exercises his or her dissent rights, as described herein, will generally be the same as the tax consequences of the redemption of shares described above under "*Redemption Before Amalgamation*". Any interest awarded by a court to a dissenting shareholder will be included in the dissenting shareholder's income for the purposes of the Tax Act.

Eligibility for Registered Plans

Shares of each of the Corporations as they currently exist are qualified investments under the Tax Act for trusts governed by Registered Plans. Shares of the Funds received on the effective date of the Amalgamation are expected to continue to be qualified investments under the Tax Act for Registered Plans.

ATTENDING THE ONLINE MEETING

The Meeting will be held solely as a virtual (online) meeting. Shareholders of the Sentry Funds and duly-appointed proxyholders, regardless of geographic location, will have an equal opportunity to participate virtually at the Meeting as they would at a physical meeting, provided they remain connected online at all times during the Meeting. Shareholders and duly-appointed proxyholders will be able to listen to the Meeting and to ask questions when prompted while the Meeting is being held, and to submit their votes during the assigned voting period at www.secureonlinevote.com by entering the 12-digit control number located on their form of proxy. It is the responsibility of each participant to ensure he or she is connected before, and for the duration of, the Meeting. Shareholders currently planning to participate in the Meeting should consider submitting their votes or form of proxy in advance so that their votes will be counted in the event of technical difficulties.

For any questions regarding a shareholder's ability to participate or vote at the Meeting, please contact Proxy Processing, Doxim Solutions Inc. at info@secureonlinevote.com. Following the Meeting, a report of voting results will be filed on the website of SEDAR+ (the System for Electronic Document Analysis and Retrieval) at www.sedarplus.ca.

GENERAL PROXY INFORMATION AND VOTING PROCEDURES

If you are entitled to vote but unable to attend the Meeting, you may exercise your voting rights via one of the following methods prior to the Meeting:

1. access www.secureonlinevote.com online and enter the 12-digit control number that is located on your form of proxy and follow the simple instructions on that website;

2. fax your completed form of proxy to 1 (888) 496-1548 (toll free); or

3. sign, date and return your completed form of proxy in the postage-paid return envelope provided for that purpose.

Please refer to the directions on your form of proxy for instructions on how to vote using these methods.

In order to be voted at the Meeting or an adjournment thereof, your completed form of proxy must be deposited with Proxy Processing Department, 1160-2375 Fremont Street, Port Coquitlam, BC, V3B 9Z9 by no later than 10:00 a.m. (Toronto time) on March 31, 2025 or 48 hours, excluding Saturdays, Sundays and holidays, preceding any adjourned Meeting.

The person(s) named in the form of proxy sent to shareholders are representatives of management of the Manager and are directors and/or officers of the Manager. The management representatives designated in the form of proxy will vote the shares for which they are appointed proxy in accordance with the shareholder's instructions as indicated on the form of proxy.

A shareholder has the right to appoint a person (who need not be a shareholder) other than the person(s) specified in the form of proxy to attend and act for and on behalf of such shareholder at the applicable Meeting. Such right may be exercised by striking out the name(s) of the person(s) specified in the form of proxy, inserting the name of the person to be appointed in the blank space so provided, signing the form of proxy and submitting it. **In addition, shareholders must also provide their proxy with the 12-digit control number located on their form of proxy and the link to the meeting website: https://meet.secureonlinevote.com.**

A shareholder who executes and returns the form of proxy may revoke it at any time prior to its use. In addition to revocation in any other manner permitted by law, you or your duly authorized attorney may revoke your proxy by delivering written notice:

- to the head office of the Manager at 15 York Street, Second Floor, Toronto, Ontario M5J 0A3 at any time up to and including the last business day preceding the day of the Meeting or adjournment thereof; or

- to the Chair of the Meeting, on the day of the Meeting or adjournment thereof.

Where no direction with respect to how to vote particular shares of a Sentry Fund is given by a shareholder submitting a proxy, the persons named therein will vote the shares IN FAVOUR of each of the matters to be voted upon. The form of proxy confers discretionary authority upon the persons named therein with respect to amendments or variations to the matters identified in the Notice-and-Access Document and with respect to other matters which may properly come before the Meeting in respect of which the proxy is granted or any adjournment of the Meeting. As of the date hereof, the Manager knows of no such amendments, variations or other matters to come before the Meeting.

RECORD DATE

February 11, 2025 is the record date for the purpose of determining those shareholders entitled to receive notice of and vote at the Meeting. You are only entitled to receive notice of and vote at the Meeting if you were a shareholder of a Sentry Fund as at the close of business on the record date.

VOTING SHARES AND PRINCIPAL HOLDERS

As at February 4, 2025, the Sentry Funds had the following shares outstanding:

Name of Fund	Number of Outstanding Shares
CI Canadian All Cap Equity Income Class	14,415,478.665
CI North American Small/Mid Cap Equity Class	6,150,829.486
CI U.S. Equity Class	17,927,836.672
CI U.S. Equity Currency Neutral Class	1,294,150.252
CI Global REIT Class	3,754,589.356
CI Precious Metals Class	961,403.620
CI Resource Opportunities Class	790,905.361
CI Corporate Bond Class	31,946,001.019
CI Global Investment Grade Class	110,565,762.144
CI Money Market Class	45,262,882.824
CI Mosaic Balanced ETF Portfolio Class	13,904,198.430
CI Mosaic Balanced Growth ETF Portfolio Class	11,447,372.995
CI Mosaic Balanced Income ETF Portfolio Class	8,476,177.418
CI Mosaic Growth ETF Portfolio Class	2,268,808.237
CI Mosaic Income ETF Portfolio Class	674,395.357

Each whole share of a Sentry Fund entitles the shareholder thereof to one vote on all matters coming before the Meeting.

Quorum for the Meeting is two (2) shareholders present in person or represented by proxy. If quorum is not achieved at such Meeting, the Meeting will be adjourned.

Other than as listed below, as at February 4, 2025, to the knowledge of the directors and officers of the Manager and Sentry Corporation, no person or company beneficially owned, directly or indirectly, or exercised control or direction over, shares carrying more than 10% of the voting rights attached to the shares of any of the Sentry Funds then outstanding.

Name of Shareholder	Fund	Type of Ownership	# of Shares	% of Outstanding Shares
INVESTOR NO. 1	CI Mosaic Income ETF Portfolio Class	Nominee	77,687.025	11.22

**To protect the privacy of individual investors, we have omitted their names. This information is available on request by contacting us at the telephone number under the heading* "*Additional Information*".

Shares of a Sentry Fund that are held by the Manager or by other mutual funds managed by the Manager or its affiliates will not be voted at the Meeting.

RIGHT OF DISSENT

Under section 185 of the OBCA*,* shareholders of the Sentry Funds have the right to dissent in respect of the Resolutions set out in Schedule "B" hereof and, if the action approved by the Resolutions becomes effective, to receive the fair value of the shares in respect of which the shareholder dissents, determined as of the close of business on the day before the Resolutions are adopted. The board of directors of the Corporations consider the fair value of the shares of a Sentry Fund to be the net asset value thereof (less any applicable redemption fees) determined on the relevant valuation date and therefore intends to offer, if necessary, such value determined on April 1, 2025 or, if the Meeting is adjourned, April 3, 2025 to any shareholder who exercises his or her right to dissent if the Resolutions are adopted ("**Dissenting Shareholder**").

Shareholders of the Sentry Funds currently have the right to redeem their shares on any business day. Shareholders who exercise such right of redemption up to the close of business on a business day receive the net asset value per share determined at the close of business on such day and thereafter are deemed not to be shareholders of a Sentry Fund and may not exercise any rights of dissent in respect of its proposal. Payment for shares redeemed is made not later than the first business day following the date of redemption.

As a result of the procedures set out in section 185 of the OBCA, Dissenting Shareholders who exercise their right to dissent in accordance with such procedures (as summarized below) will receive the fair value for their shares later than would be the case if the Dissenting Shareholder redeems his or her shares in accordance with the normal redemption procedures described above. Dissenting Shareholders who do not wish to authorize the Resolutions should therefore consult with an advisor before exercising his or her right to dissent, to confirm whether redemption in the ordinary course is the preferred procedure to follow.

In order to exercise the right of dissent, Dissenting Shareholders must follow the procedures set out in section 185 of the OBCA. The following is a brief summary of those procedures. The Dissenting Shareholder is required to send a written objection to the Resolutions to Sentry Corporation at or prior to the Meeting. A vote against the Resolutions or an abstention does not constitute a written objection. Within 10 days after the Resolutions are adopted by the shareholders, Sentry Corporation must so notify the Dissenting Shareholder, who is then required, within 20 days after receipt of such notice (or if he or she does not receive such notice, within 20 days after he or she learns of the adoption of the Resolutions), to send to Sentry Corporation a written notice containing his or her name and address, the number of shares in respect of which he or she dissents (which must be not less than all of his or her shares of the applicable Sentry Fund in respect of which the shareholder has exercised dissent rights) and a demand for payment of the fair value of such shares. Within 30 days after sending such written notice, the Dissenting Shareholder also must send to Sentry Corporation the certificate(s) (if any) representing his or her shares or the right of dissent will be forfeited. Within 7 days after the action approved by the Resolutions becomes effective, Sentry Corporation is required to determine the fair value of the shares and to make a written offer to pay such amount to the Dissenting Shareholder. If such offer is not made, or is not accepted by the Dissenting Shareholder within 30 days, Sentry Corporation may apply to the court to fix the fair value of the shares, failing which the Dissenting Shareholder may make such application. If an application is made by either party, the Dissenting Shareholder will be entitled to be paid the amount fixed by the court, which may be greater or less than the value previously offered by Sentry Corporation. **Failure to strictly comply with the**

provisions of Section 185 of the OBCA and to adhere to the procedures established therein may result in the loss of all rights thereunder.

AUDITOR

The independent auditor of each Sentry Fund is Ernst & Young LLP of Toronto, Ontario.

ADDITIONAL INFORMATION

Additional information regarding the Sentry Funds is contained in the simplified prospectus, fund facts, the interim and annual management reports of fund performance and annual audited and interim unaudited financial statements for each of those Sentry Funds. Investors of the Sentry Funds may obtain a copy of the simplified prospectus and other public disclosure documents of the Sentry Funds at no cost by contacting the Manager at 15 York Street, Second Floor, Toronto, Ontario M5J 0A3, toll-free at 1-800-792-9355, by fax at 1-800-567-7141, or by e-mail at service@ci.com or by downloading from the internet at www.sedarplus.ca or www.ci.com.

Interest of Insiders

The Manager provides management services to each Sentry Fund. If the business to be conducted at the Meeting is approved, the Manager will continue to provide management services to each Sentry Fund and to receive management and administration fees as described in the simplified prospectus, which is available at no cost by contacting the Manager toll free at 1-800-792-9355, by fax at 1-800-567-7141, by email at service@ci.com or by downloading from the internet at www.sedarplus.ca or www.ci.com.

CI Global Asset Management is a registered business name of CI Investments Inc.

To request an alternative format of this document, please contact us through our website at www.ci.com, or by calling 1-800-792-9355.

CERTIFICATES

The contents of this Circular and its distribution have been approved by the board of directors of CI GAM as Manager of the Sentry Funds, and by the board of directors of Sentry Corporation in respect of the Sentry Funds.

Each of the Sentry Funds has provided the information contained in this Circular that relates specifically to it and assumes no responsibility for the accuracy or completeness of the information provided by any other Sentry Fund, nor for any omission on the part of any other Sentry Fund to disclose facts or events that may affect the accuracy of any information provided by such Sentry Fund.

DATED at Toronto, Ontario, this 3rd day of March, 2025.

BY ORDER OF THE BOARD OF DIRECTORS OF CI GLOBAL ASSET MANAGEMENT, AS MANAGER OF THE FUNDS

"*Marc-André Lewis*"
Marc-André Lewis
President, acting as Chief Executive Officer,
CI Global Asset Management

BY ORDER OF THE BOARD OF DIRECTORS OF SENTRY CORPORATE CLASS LTD.

"*Duarte Boucinha*"
Duarte Boucinha
Chief Executive Officer, Sentry Corporate Class Ltd.

SCHEDULE "A"

AMALGAMATION AGREEMENT

THIS AMALGAMATION AGREEMENT is made as of this 7th day of April, 2025.

BETWEEN:

SENTRY CORPORATE CLASS LTD., a corporation incorporated under the laws of the Province of Ontario ("**Sentry**")

- and –

CI CORPORATE CLASS LIMITED, a corporation incorporated under the laws of the Province of Ontario ("**CICC**")

RECITALS:

A Sentry and CICC are corporations existing under the *Business Corporations Act* (Ontario) (defined below as the "**Act**") and have agreed to amalgamate pursuant to the Act;

B Sentry and CICC have each made disclosure to the other of their respective assets and liabilities;

C the authorized capital of Sentry consists of 10 voting common shares and an unlimited number of non-voting mutual fund shares. The authorized capital of CICC consists of an unlimited number of voting common shares and an unlimited number of non-voting special shares; and

D it is desirable that this amalgamation should be effected.

NOW THEREFORE in consideration of the mutual covenants and agreement herein contained and other good valuable consideration (the receipt and sufficiency of which are hereby acknowledged) the parties agree as follows:

1 Interpretation

In this Agreement, the following terms shall have the following meanings:

"**Act**" means the *Business Corporations Act* (Ontario);

"**Agreement**" means this amalgamation agreement and Annex I attached hereto;

"**Amalco**" or "**Corporation**" means the corporation continuing from the amalgamation of the Amalgamating Corporations;

"**Amalgamating Corporations**" means, collectively, Sentry and CICC;

"**Amalgamation**" means the amalgamation of the Amalgamating Corporations as contemplated in this Agreement;

"**Dissenting Shareholder**" means a shareholder of Sentry, who, in connection with the special resolutions of the shareholders of Sentry entitled to vote thereon, which approve and adopt this Agreement, has sent to Sentry, a written objection and a demand for payment within the time limits

and in the manner prescribed by sections 185(6) and 185(10) of the Act, respectively, with respect to such shareholder's shares;

"**Effective Date**" means the date of the Amalgamation as set forth in the certificate of amalgamation issued to Amalco, which is expected to be on or about April 7, 2025.

Words and phrases used in this Agreement and defined in the Act shall have the same meaning in this Agreement as in the Act unless the context otherwise requires.

2 Agreement to Amalgamate

The Amalgamating Corporations do hereby agree to amalgamate pursuant to the provisions of section 174 of the Act at the earliest possible time on the Effective Date and to continue as one corporation on the terms and conditions set out in the Agreement.

3 Conditions of Amalgamation

The Amalgamation shall be subject to the satisfaction of each of the following conditions:

a) the Amalgamation shall have been approved by the shareholders entitled to vote thereon of each of the Amalgamating Corporations;

b) all consents, orders, regulations and approvals, including regulatory approvals and orders, required, necessary or desirable for the completion of the Amalgamation and the issuance of the shares of Amalco shall have been obtained or received, each in the form acceptable to the applicable Amalgamating Corporations; and

c) there shall not be in force any order or decree restraining or enjoying the consummation of the transactions contemplated by this Agreement.

4 Name

The name of Amalco shall be CI Corporate Class Limited/Catégorie de société CI limitée.

5 Registered Office

The registered office of Amalco shall be in the Province of Ontario and shall be located therein at 15 York Street, Second Floor, Toronto, Ontario M5J 0A3.

6 Prior Agreements

Amalco shall ensure that prior to or as soon as practicable following the Amalgamation of the parties on the Effective Date, the material contracts of the parties are amended as necessary to reflect the Amalgamation.

7 By-Laws

The by-laws of CICC shall, to the extent not inconsistent with this Agreement, be the by-laws of Amalco until repealed or amended. A copy of the proposed by-laws may be examined at the offices of Amalco.

8 Authorized Capital

Amalco is authorized to issue an unlimited number of shares designated as voting common shares (the "**Common Shares**") and an unlimited number of non-cumulative, redeemable, restricted voting, convertible

special shares (the "**Special Shares**"). The Common Shares and each class of Special Shares shall have the rights, privileges, restrictions and conditions substantially as set out in Annex I to this Agreement.

The initial classes of Special Shares shall be referred to as follows:

- CI Canadian All Cap Equity Income Class
- CI North American Small/Mid Cap Equity Class
- CI U.S. Equity Class
- CI U.S. Equity Currency Neutral Class
- CI Global REIT Class
- CI Precious Metals Class
- CI Resource Opportunities Class
- CI Corporate Bond Class
- CI Global Investment Grade Class
- CI Money Market Class
- CI Mosaic Balanced ETF Portfolio Class
- CI Mosaic Balanced Growth ETF Portfolio Class
- CI Mosaic Balanced Income ETF Portfolio Class
- CI Mosaic Growth ETF Portfolio Class
- CI Mosaic Income ETF Portfolio Class
- CI Auspice Alternative Diversified Corporate Class
- CI Canadian Banks Covered Call Income Corporate Class
- CI Global Leaders Corporate Class
- CI International Equity Corporate Class
- CI Canadian Dividend Corporate Class
- CI Canadian Equity Growth Corporate Class
- CI Global Dividend Opportunities Corporate Class
- CI Global Equity Corporate Class
- CI Global Small/Mid Cap Equity Corporate Class
- CI Canadian Small/Mid Cap Equity Corporate Class
- CI U.S. Small/Mid Cap Equity Corporate Class
- CI U.S. Stock Selection Corporate Class
- CI Canadian Investment Corporate Class
- CI Global Health Sciences Corporate Class
- CI Global Value Corporate Class
- CI International Value Corporate Class
- CI Emerging Markets Corporate Class
- CI Global Dividend Corporate Class
- CI Global Energy Corporate Class
- CI Select Global Equity Corporate Class
- CI Global Resource Corporate Class
- CI Global Alpha Innovators Corporate Class
- CI Select Canadian Equity Corporate Class
- CI Synergy American Corporate Class
- CI Synergy Canadian Corporate Class
- CI Synergy Global Corporate Class
- CI Global Balanced Corporate Class
- CI Canadian Asset Allocation Corporate Class
- CI Canadian Balanced Corporate Class
- CI Global Income & Growth Corporate Class
- CI Canadian Income & Growth Corporate Class

- CI Dividend Income & Growth Corporate Class
- CI Money Market Corporate Class
- CI U.S. Money Market Corporate Class
- CI Canadian Bond Corporate Class
- CI Corporate Bond Corporate Class
- CI Diversified Yield Corporate Class
- CI Global Bond Corporate Class
- CI Gold Corporate Class
- CI High Income Corporate Class
- CI High Yield Bond Corporate Class
- CI Select 80i20e Managed Portfolio Corporate Class
- CI Select 70i30e Managed Portfolio Corporate Class
- CI Select 60i40e Managed Portfolio Corporate Class
- CI Select 50i50e Managed Portfolio Corporate Class
- CI Select 40i60e Managed Portfolio Corporate Class
- CI Select 30i70e Managed Portfolio Corporate Class
- CI Select 20i80e Managed Portfolio Corporate Class
- CI Select 100e Managed Portfolio Corporate Class
- CI Select Canadian Equity Managed Corporate Class
- CI Select Income Managed Corporate Class
- CI Select International Equity Managed Corporate Class
- CI Select U.S. Equity Managed Corporate Class
- Canadian Equity Alpha Corporate Class
- Canadian Equity Growth Corporate Class
- Canadian Equity Small Cap Corporate Class
- Canadian Equity Value Corporate Class
- Canadian Fixed Income Corporate Class
- Emerging Markets Equity Corporate Class
- Strategic Fixed Income Corporate Class
- Global Fixed Income Corporate Class
- International Equity Alpha Corporate Class
- International Equity Growth Corporate Class
- International Equity Value Corporate Class
- International Equity Value Currency Hedged Corporate Class
- Real Estate Investment Corporate Class
- Short Term Income Corporate Class
- US Equity Alpha Corporate Class
- US Equity Growth Corporate Class
- US Equity Small Cap Corporate Class
- US Equity Value Corporate Class
- US Equity Value Currency Hedged Corporate Class
- CI North American Corporate (C) Class

Each class of Special Shares shall initially be issued in up to fifty-eight series referred to as A shares, AH shares, AT5 shares, AT6 shares, AT8 shares, B shares, B4 shares, B5 shares, B6 shares, B7 shares, B8 shares, D shares, DA shares, DF shares, E shares, EF shares, EFT5 shares, EFT8 shares, ET5 shares, ET8 shares, F shares, FH shares, FT4 shares, FT5 shares, FT6 shares, FT7 shares, FT8 shares, I shares, IH shares, IT5 shares, IT8 shares, L shares, O shares, OF shares, OT5 shares, OT8 shares, P shares, PCW shares, PCWT8 shares, PH shares, PP shares, PT5 shares, PT8 shares, T4 shares, T5 shares, T6 shares, T7 shares, T8 shares, U shares, V shares, W shares (public), W shares (private), WH shares, WT8 shares, X shares, Y shares, Z shares and Special Shares.

9 Number of Directors

The board of directors of Amalco shall, until otherwise changed in accordance with the Act, consist of a minimum number of 3 and a maximum number of 15 directors and the board of directors are empowered to set the number between the minimum and maximum number from time to time in accordance with the Act.

10 Business

There shall be no restrictions on the business which Amalco is authorized to carry on or on the powers Amalco may exercise.

11 Initial Directors

There shall be 3 initial directors and the first directors of Amalco shall be the persons listed below:

Name	Residence
Elsa Li	Toronto, Ontario
Marc-André Lewis	Toronto, Ontario
Yvette Zhang	Toronto, Ontario

Such directors shall hold office until the first annual meeting of voting shareholders of Amalco or until their successors are elected or appointed.

12 Initial Officers

There shall be 3 initial officers and the first officers of Amalco shall be the persons listed below:

Name	Position	Residence
Elsa Li	Secretary	Toronto, Ontario
Duarte Boucinha	Chief Executive Officer	Toronto, Ontario
Yvette Zhang	Chief Financial Officer	Toronto, Ontario

13 Financial Year End

The financial year end of Amalco shall, until changed by the board of directors of Amalco, be March 31 in each year.

13A Other Provisions

The board of directors of Amalco may from time to time appoint a person (the "**Manager**") to provide management, portfolio advisory and administration services to Amalco and, subject to the Act, may delegate to the Manager such rights, powers and responsibilities respecting management of the business and affairs of Amalco as the board may, in its sole discretion, consider to be in the best interests of Amalco. The board of directors of Amalco may allocate and charge the fees of the Manager among the various classes and/or series, as applicable, of shares of Amalco on such basis as the board may determine. The initial Manager of Amalco shall be CI Global Asset Management.

14 Redemption and Exchange Ratio

On the Amalgamation:

a) each issued and outstanding voting common share (or fraction thereof) of Sentry shall be exchanged for one (or fraction thereof) Common Share of Amalco, having the same aggregate value as the voting common share (or fraction thereof) of Sentry;

b) each issued and outstanding voting common share (or fraction thereof) of CICC shall be exchanged for one (or fraction thereof) Common Share of Amalco, having the same aggregate value as the voting common share (or fraction thereof) of CICC;

c) each issued and outstanding non-voting mutual fund share (or fraction thereof) of each series of each class (i.e. fund) of Sentry, outstanding as of the Effective Date, shall be exchanged for one (or fraction thereof) of such equivalent series and class (i.e. fund) of Special Shares of Amalco, having the same aggregate value as the non-voting mutual fund shares of Sentry;

d) each issued and outstanding non-voting special share (i.e. mutual fund share) (or fraction thereof) of each series of each class (i.e. fund) of CICC, outstanding as of the Effective Date, shall be exchanged for one (or fraction thereof) of such equivalent series and class (i.e. fund) of Special Shares of Amalco, having the same aggregate value as the non-voting special shares of CICC; and

e) a Dissenting Shareholder will be entitled to be paid the fair value for the issued shares of Sentry held by him, or Amalco in accordance with the Act.

15 Termination

This Agreement may, prior to the issuance of a certificate of amalgamation, be terminated by the board of directors of Sentry and/or CICC, notwithstanding the approval of the terms and conditions hereof by the shareholders of Sentry and CICC entitled to vote thereon.

16 Filing of Documents

Subject to sections 3 and 15 hereof, the Amalgamating Corporations shall jointly file with the Director (as such term is defined under the Act) under the Act articles of amalgamation and such other documents as may be required so that the Amalgamation is effective the earliest possible time on the Effective Date.

17 Effect of Amalgamation

At the earliest possible time on the date shown in the certificate of amalgamation:

a) the Amalgamation of the Amalgamating Corporations and their continuance as one corporation shall become effective;

b) the Amalgamating Corporations cease to exist as separate entities from Amalco;

c) Amalco possesses all the property, rights, privileges and franchises and is subject to all the liabilities, including civil, criminal and quasi-criminal and all contracts, disabilities and debts of each of the Amalgamating Corporations;

d) a conviction against, or ruling, order, judgment in favour or against an Amalgamating Corporation may be enforced by or against Amalco;

e) articles of amalgamation are deemed to be the articles of incorporation of Amalco and the certificate of amalgamation shall be deemed to be the certificate of incorporation of Amalco, except as otherwise prescribed by the Act; and

f) Amalco shall be deemed to be the party plaintiff or the party defendant, as the case may be, in any civil action commenced by or against an Amalgamating Corporation before the Amalgamation has become effective.

18 Stated Capital

The amounts to be added at the earliest possible time on the Effective Date to the stated capital accounts to be maintained by Amalco for each class and series of its shares as a consequence of the Amalgamation are as follows:

a) an amount equal to $212 will be added to the stated capital account for the Common Shares; and

b) an amount equal to the "paid-up capital" (within the meaning of the *Income Tax Act* (Canada)) of each class or series (as applicable) of shares of Sentry and CICC immediately prior to the Effective Date will be added to the respective stated capital account of each class or series (as applicable) of Special Shares for which the particular shares of the Amalgamating Corporation are exchanged.

19 Governing Law

This Agreement shall be governed by and construed in accordance with the laws of the Province of Ontario and the laws of Canada applicable therein.

20 Entire Agreement

This Agreement constitutes the entire agreement between the parties to this Agreement relating to the Amalgamation and supersedes all prior agreements and understandings, oral and written, between such parties with respect to the subject matter hereof.

21 Further Assurances

Each party agrees to execute and deliver, or cause to be executed and delivered, such further documents, instruments, and assurances and to take such further actions as may be reasonably necessary or desirable to carry out the full intent and purpose of this Agreement and to give effect to the transactions contemplated herein, including, without limitation, providing any additional information or documentation required by applicable law or any regulatory authority.

22 Enurement

This Agreement shall enure to the benefit of and be binding upon the parties hereto and their respective heirs, executors, administrators, successors, and permitted assigns. No party may assign this Agreement or any of its rights or obligations hereunder without the prior written consent of the other parties, except as expressly permitted herein.

IN WITNESS WHEREOF the parties have executed this Agreement.

CI CORPORATE CLASS LIMITED

c/s ______________________

SENTRY CORPORATE CLASS LTD.

c/s ______________________

ANNEX I

Articles of Amalgamation

Authorized Capital:

The classes and any maximum number of shares that the Corporation is authorized to issue are therefore as follows:

1. an unlimited number of shares designated as voting common shares (the "**Common Shares**"); and

2. an unlimited number of non-cumulative, redeemable, restricted voting, convertible special shares (the "**Special Shares**") designated as a class in English and French (either one which may be used as the designation), in accordance with the general nature of the Class Assets (as defined in subparagraph B(7)(e) of the articles of incorporation).

CI Canadian All Cap Equity Income Class
CI North American Small/Mid Cap Equity Class
CI U.S. Equity Class
CI U.S. Equity Currency Neutral Class
CI Global REIT Class
CI Precious Metals Class
CI Resource Opportunities Class
CI Corporate Bond Class
CI Global Investment Grade Class
CI Money Market Class
CI Mosaic Balanced ETF Portfolio Class
CI Mosaic Balanced Growth ETF Portfolio Class
CI Mosaic Balanced Income ETF Portfolio Class
CI Mosaic Growth ETF Portfolio Class
CI Mosaic Income ETF Portfolio Class
CI Auspice Alternative Diversified Corporate Class
CI Canadian Banks Covered Call Income Corporate Class
CI Global Leaders Corporate Class
CI International Equity Corporate Class
CI Canadian Dividend Corporate Class
CI Canadian Equity Growth Corporate Class
CI Global Dividend Opportunities Corporate Class
CI Global Equity Corporate Class
CI Global Small/Mid Cap Equity Corporate Class
CI Canadian Small/Mid Cap Equity Corporate Class
CI U.S. Small/Mid Cap Equity Corporate Class
CI U.S. Stock Selection Corporate Class
CI Canadian Investment Corporate Class
CI Global Health Sciences Corporate Class
CI Global Value Corporate Class
CI International Value Corporate Class
CI Emerging Markets Corporate Class
CI Global Dividend Corporate Class

CI Global Energy Corporate Class
CI Select Global Equity Corporate Class
CI Global Resource Corporate Class
CI Global Alpha Innovators Corporate Class
CI Select Canadian Equity Corporate Class
CI Synergy American Corporate Class
CI Synergy Canadian Corporate Class
CI Synergy Global Corporate Class
CI Global Balanced Corporate Class
CI Canadian Asset Allocation Corporate Class
CI Canadian Balanced Corporate Class
CI Global Income & Growth Corporate Class
CI Canadian Income & Growth Corporate Class
CI Dividend Income & Growth Corporate Class
CI Money Market Corporate Class
CI U.S. Money Market Corporate Class
CI Canadian Bond Corporate Class
CI Corporate Bond Corporate Class
CI Diversified Yield Corporate Class
CI Global Bond Corporate Class
CI Gold Corporate Class
CI High Income Corporate Class
CI High Yield Bond Corporate Class
CI Select 80i20e Managed Portfolio Corporate Class
CI Select 70i30e Managed Portfolio Corporate Class
CI Select 60i40e Managed Portfolio Corporate Class
CI Select 50i50e Managed Portfolio Corporate Class
CI Select 40i60e Managed Portfolio Corporate Class
CI Select 30i70e Managed Portfolio Corporate Class
CI Select 20i80e Managed Portfolio Corporate Class
CI Select 100e Managed Portfolio Corporate Class
CI Select Canadian Equity Managed Corporate Class
CI Select Income Managed Corporate Class
CI Select International Equity Managed Corporate Class
CI Select U.S. Equity Managed Corporate Class
Canadian Equity Alpha Corporate Class
Canadian Equity Growth Corporate Class
Canadian Equity Small Cap Corporate Class
Canadian Equity Value Corporate Class
Canadian Fixed Income Corporate Class
Emerging Markets Equity Corporate Class
Strategic Fixed Income Corporate Class
Global Fixed Income Corporate Class
International Equity Alpha Corporate Class
International Equity Growth Corporate Class
International Equity Value Corporate Class
International Equity Value Currency Hedged Corporate Class
Real Estate Investment Corporate Class
Short Term Income Corporate Class
US Equity Alpha Corporate Class

US Equity Growth Corporate Class
US Equity Small Cap Corporate Class
US Equity Value Corporate Class
US Equity Value Currency Hedged Corporate Class
CI North American Corporate (C) Class

Each class of Special Shares shall initially be issued in up to fifty eight series referred to as A shares, AH shares, AT5 shares, AT6 shares, AT8 shares, B shares, B4 shares, B5 shares, B6 shares, B7 shares, B8 shares, D shares, DA shares, DF shares, E shares, EF shares, EFT5 shares, EFT8 shares, ET5 shares, ET8 shares, F shares, FH shares, FT4 shares, FT5 shares, FT6 shares, FT7 shares, FT8 shares, I shares, IH shares, IT5 shares, IT8 shares, L shares, O shares, OF shares, OT5 shares, OT8 shares, P shares, PCW shares, PCWT8 shares, PH shares, PP shares, PT5 shares, PT8 shares, T4 shares, T5 shares, T6 shares, T7 shares, T8 shares, U shares, V shares, W shares (public), W shares (private), WH shares, WT8 shares, X shares, Y shares, Z shares and Special Shares.

The Common Shares and each class of Special Shares shall have the rights, privileges, restrictions and conditions substantially as set out below:

A. Common Shares

The holders of Common Shares shall be entitled:

(1) to one (1) vote per share at all meetings of shareholders, except meetings at which only holders of any class of Special Shares or one or more series thereof are entitled to vote;

(2) to receive any dividend declared with respect to the Common Shares by the Corporation; and

(3) subject to the rights, privileges, restrictions and conditions attaching to any class of Special Shares of the Corporation, to receive the remaining property of the Corporation upon dissolution.

B. Special Shares Generally

(1) Each of Special Shares authorized shall have attached thereto as a class the following rights, privileges, restrictions and conditions:

(a) Subject to what is herein, the holders of shares of each class of Special Shares shall not be entitled to vote at any meetings of the shareholders of the Corporation, but shall be entitled to notice of meetings of shareholders called for the purpose of authorizing the dissolution of the Corporation or the sale of its undertaking or a substantial part thereof.

(b) The authorization for an application for the issue of articles of amendment to delete or vary any preference, right, condition, restriction, limitation or prohibition attaching to the Special Shares or to create Special Shares ranking in priority to or on a parity with the Special Shares, in addition to the authorization by a special resolution, may be given by at least two-thirds (2/3) of the votes cast at a meeting of the holders of the Special Shares duly called for that purpose.

(c) The holders of the shares of Special Shares of CI Synergy American Corporate Class, CI Select Global Equity Corporate Class, CI Money Market Corporate Class and CI

Emerging Markets Corporate Class shall be entitled to vote together with the holders of the shares of Common Shares on a proposal to:

(i) effect any material change in the investment management agreement made from time to time between the Corporation, the Manager of the Corporation and the Investment Manager;

(ii) change the existing Investment Manager then in office to a new Investment Manager, unless such new Investment Manager is affiliated with the former Investment Manager;

(iii) effect a material change in the fundamental investment policy of the Corporation as adopted by by-law of the Corporation from time to time;

(iv) change the auditors of the Corporation as appointed from time to time at the annual meeting of the shareholders of the Corporation.

A proposal to effect a change referred to in this subparagraph (c) of subsection (1) of this Part B, is adopted when approved by a majority of votes cast in respect thereof at a meeting of shareholders entitled to vote thereon duly called for that purpose.

In this subparagraph (c) of subsection (1) of this Part B, "**Manager**" means that person with whom the Corporation has contracted to provide certain management and administrative services required by the Corporation in its day to day operations and "**Investment Manager**" means that person with whom the Manager has entered into an investment management contract to provide the management of the investment portfolio of the Corporation including the day-to-day investment decisions, the purchase and sale of the investment portfolio and the brokerage arrangements relating thereto.

(2) The holders of shares of each class of Special Shares shall in each year be entitled to such dividends or other distributions as the directors in their discretion may declare in respect of such class, which dividends and distributions shall, however, in the case of each such class of Special Shares, only be payable from Class Assets (as that term is defined in Clause 7(e) of this Part B) of the particular class of Special Shares.

(3) On any day on which the Toronto Stock Exchange is open for trading ("**business day**") a registered holder of shares in any class of Special Shares shall be entitled to require the Corporation to redeem all or any part of such Special Shares at the net asset value thereof established as hereinafter provided. A holder of shares of any class of Special Shares desiring to have all or any part of such Special Shares redeemed shall deliver a notice, in the form satisfactory to such person or corporation designated from time to time by resolution of the directors, requiring redemption of all or a specified number of the Special Shares held by such shareholder, together with the certificate for such Special Shares if a certificate has been issued, duly endorsed and guaranteed or accompanied by a proper instrument of transfer. Such notice shall be delivered directly to such office as may be designated from time to time for the purpose by the board of directors of the Corporation or to investment dealers, brokers and other qualified persons or companies authorized by the board of directors to receive redemption requests, in which case such requests will be forwarded to such office as designated by the board of directors of the Corporation on the day they are received by mail, wire or telephone. Such notice shall be deemed to have been given when actually received at such office and

when so received shall be irrevocable. The effective net asset value of the Special Shares to be redeemed shall be the net asset value next established after receipt of the notice to redeem at such office together with the certificate for such Special Shares, if applicable, signed off as set out above. Within seven (7) days of the date of computation of net asset value upon which that redemption is based, the Corporation shall either pay the redemption price of the Special Shares to be redeemed by cheque payable in Canadian currency to the registered holder thereof, or pay to the shareholder his/her pro rata share of the assets of the Corporation calculated in Canadian currency, provided the written approval of the shareholder is first obtained. Notwithstanding the foregoing, the board of directors, the chief executive officer or the chief financial officer may suspend the right of the Special Shareholders to require the Corporation to redeem their shares: (1) during any period when normal trading is suspended on any stock exchange within or outside of Canada on which securities are listed which represent more than 50% by value of the total assets of the Corporation, without allowance for liabilities; or (2) with the consent of any governmental body having jurisdiction over the Corporation. Such suspension shall take effect at such time as may be specified, but not later than at the close of business on the business day next following the declaration of such suspension, and thereafter, there shall be no issue or redemption of Special Shares until the directors shall declare the suspension at an end except that 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 that it is not inconsistent with official rules and regulations promulgated by any government body having jurisdiction over the Corporation, any such declaration of the directors shall be conclusive.

(4) All Special Shares which the Corporation is required to redeem shall be deemed to be outstanding until notice of redemption is received at such office as may be designated by the directors to receive such notices in satisfactory form to such office and thereafter the said Special Shares shall be deemed to be no longer outstanding and the redemption price shall, until paid, be deemed to be a liability of the Corporation.

(5) The Corporation reserves the right to redeem Special Shares of the Corporation registered in the name of any one shareholder who owns Special Shares with a current total value of less than $1,000 after giving to such shareholder ten (10) days notice by registered mail of the Corporation’s intention to redeem. No certificate will normally be issued for shares with a current total net asset value of less than $1,000.

(6) In the event of the liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, the holders of the Special Shares shall be entitled to receive, before any distribution of any part of the assets of the Corporation among the holders of the Common Shares or any shares of any other class ranking junior to the Special Shares, an amount equal to the net asset value per share of in respect of each particular class of Special Shares (as determined in accordance with subsection (7) of this Part B) but the holders of shares of any particular class of the Special Shares shall not have the right to any further participation in the assets of the Corporation which are not Class Assets (as defined in subparagraph (e) of the said subsection (7) hereof) of such class.

(7) (a) For the purpose of this Part B, the “**Redemption Price**” for a share of any class of Special Shares shall be the effective net asset value of such share as determined in accordance with the following provisions.

(b) The net asset value of a share of any class of Special Shares of the Corporation shall be determined by the board of directors at the close of business of the Toronto Stock Exchange on each business day, and:

(i) The effective net asset value of a share of any class of Special Shares of the Corporation purchased pursuant to an application accepted prior to the time of closing of the Toronto Stock Exchange will be the net asset value established at the close of business on the same business day such application is accepted; and

(ii) The effective net asset value of a share of any class of Special Shares of the Corporation purchased pursuant to an application accepted after the time of closing of the Toronto Stock Exchange will be the net asset value established at the close of business on next succeeding business day on which the application is accepted.

(c) The board of directors, the Chief Executive Officer or the Chief Financial Officer may declare a suspension of the determination of net asset value of any one or more classes of Special Shares: (1) during the period when normal trading is suspended on any stock exchange within or outside of Canada on which securities are listed representing more than 50% by value of the net assets of any class of Fund Shares, without allowance for liabilities; or (2) with the consent of any governmental body having jurisdiction over the Corporation. Such suspension shall take effect at such time as may be specified, but not later than at the close of business on the business day next following the declaration of such suspension, and thereafter there shall be no issue or redemption of Special Shares until the directors shall declare the suspension at an end except that 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 that it is not inconsistent with official rules and regulations promulgated by any governmental body having jurisdiction over the Corporation, any such declaration of the directors shall be conclusive.

(d) The net asset value of each share of any class of Special Shares of the Corporation as of any particular time shall be the quotient obtained by dividing the aggregate net asset value of the particular class by the total number of Shares and fractions thereof of such class then outstanding, all determined and computed as follows:

(i) The assets of the Corporation shall be deemed to include:

(A) All cash on hand or on deposit, including any interest accrued thereon;

(B) All bonds, time notes, shares of stock subscription rights and other securities owned or contracted for by the Corporation;

(C) All stock and cash dividends and cash distributions to be received by the Corporation and not yet received by it when the asset value is being determined as of the record date (or the ex-dividend date if different from the record date) or a date subsequent thereto;

(D) All interest accrued on any interest-bearing securities owned by the Corporation (except interest accrued on securities in default which is included in the quoted price); and

(E) All other property of every kind and nature including prepaid expenses.

(ii) The value of the assets of the Corporation shall be determined and computed by or pursuant to the direction of the directors as follows:

(A) the value of any bond, time note, share, subscription right or other security which is listed or dealt in upon a stock exchange shall be determined by taking the latest available sale price (or lacking any sales or any record thereof a price not higher than the latest available asked price and not lower than the latest available bid price therefor as the directors may from time to time determine) on the date as of which the net asset value is being determined or, if such stock exchange is not open on that day, then on the most recent day on which such stock exchange was open, all as reported by means in common use. The value of interlisted securities shall be computed in a manner which in the opinion of the directors most accurately reflects their fair value. Securities listed on the Toronto Stock Exchange shall be valued at prices on that Exchange, provided that the directors may permit "bid and ask" quotations rather than stock exchange quotations to be used when they appear to the directors to reflect more closely the fair value of any particular security in the portfolio, and provided further that if, in the opinion of the directors, stock exchange or "bid and ask" quotations do not properly reflect the prices which would be received by the Corporation upon the disposal of shares or securities necessary to effect any redemption or redemptions, the directors may place such value upon such shares or securities as appears to them to most closely reflect the fair value of such shares or securities;

(B) the value of any bond, time note, share, subscription right or other security which is not listed or dealt in on a stock exchange, the basis of such price quotations which in the opinion of the directors best reflect its fair value;

(C) the value of any bond, time note, share, subscription right or other security or other property for which no price quotations are available as above provided, shall be the fair value thereof as determined from time to time in such manner as the directors may determine;

(D) all assets of the Corporation valued in terms of foreign currency, funds on deposit and contractual obligations payable to the Corporation in foreign currency and liabilities and contractual obligations payable by the Corporation in foreign currency, shall be taken at the current rate of exchange as nearly as practicable at the time as of which the net asset value is computed.

Transactions of purchase and sale of investments for the Corporation's investment portfolio will be taken into account in the computation of the net asset value per Special Share not later than the first such computation

made after the date on which the transaction becomes binding. Transactions involving the issue or redemption of Special Shares will be taken into account in the computation of net asset value per Special Share made more than twenty-four (24) hours after the time at which the net asset value per Special Share applied to implement the transaction is computed. In determining the net asset value, foreign exchange rate fluctuations may cause the net asset value of the Special Shares to fluctuate independent of market fluctuations.

(iii) The liabilities of the Corporation shall be deemed to include:

(A) All bills and accounts payable;

(B) All administrative and operating expenses payable and/or accrued;

(C) All contractual obligations for the payment of money or property, including the amount of any unpaid dividends upon the shares of the corporation declared to shareholders of record at or before the time as of which the net asset value is being determined;

(D) All reserves authorized or approved by the board of directors for taxes or contingencies; and

(E) All other liabilities of the Corporation of whatsoever kind and nature except liabilities represented by outstanding shares and surplus of the Corporation.

(iv) For the purposes of this subsection (7), shares of any class of Special Shares for which subscriptions have been received shall be deemed to be outstanding as of the time when the subscription is accepted by the Corporation or by its agent for the purpose of determining net asset value, and the net asset value thereof to the Corporation shall be deemed to be an asset of the Corporation and, more specifically a Class Asset of the particular class of Special Shares; shares of any class of Special Shares of the Corporation deposited for purchase by the Corporation under paragraph (4) of this Part B shall be deemed to be outstanding until notice of redemption is received at such office as may be designated by the directors to receive such notices in satisfactory form to such office and thereafter the said Special Shares shall be deemed to be no longer outstanding and the Redemption Price thereof shall be deemed to be a liability of the Corporation and, more specifically, a Class Liability (as defined in subparagraph 7(e) of this Part B) of the particular class of Special Shares; shares of any class of Special Shares of the Corporation for the redemption of which the Corporation has exercised its option under subsection (5) of this Part B shall be deemed to be outstanding only until the time as of which the Redemption Price is determined, and from such time until deposited with a bank or trust company pursuant to said paragraph (5) the Redemption Price thereof shall be deemed to be a liability of the Corporation and, more specifically, a Class Liability of the particular class of Special Shares.

(v) In addition to the foregoing, the board of directors is authorized to determine other bases or times, or both, for the calculation of the net asset value of any class of Special Shares of the Corporation whenever such other bases or times are required or permitted by the governmental bodies having jurisdiction over the Corporation.

(e) For purposes of this Part B, "**Class Assets**" means, with respect to any class, that portion of the assets of the Corporation which have been acquired, designated or classified in the records of the Corporation as assets exclusively underlying the shares of such class in accordance with the investment policy attaching to such class, as determined from time to time by the board of directors of the Corporation. For the purposes of this Part B, "**Class Liabilities**" means, with respect to any class, that portion of the total liabilities of the Corporation which have been incurred, designated or classified in respect of the assets exclusively underlying the shares of such class (for each class, the "**Specific Liabilities**"), together with that portion of the total liabilities of the Corporation not otherwise exclusively allocated to any one or more class which corresponds to the portion of the aggregate net asset value of all classes of Special Shares represented by the net asset value of such class (which portion shall be calculated after giving effect to the Specific Liabilities).

(8) Any holder of fully paid shares of any class of Special Shares shall be entitled at his/her option at any time (subject as hereinafter provided) to have all or any of the Special Shares of any class held by him/her converted into shares of any other class of Special Shares, which the holder is eligible to hold based on eligibility criteria established from time to time by the board of directors and stated in the Disclosure Documents (as defined in subsection (15) of this Part B), as the same shall be constituted at the time of conversion upon the following basis:

(a) the product of the effective net asset value (as defined in subsection (7) of this Part B above) per share of the shares of the class of Special Shares to be converted (the "**Old Shares**") times the number of Old Shares shall be calculated as at the date on which the conversion is to be effected.

(b) the number of shares of the class of Special Shares into which the Old Shares are to be converted (the "**New Shares**") which number may include a fraction of a share, shall be calculated as at the date on which the conversion is to be effected by dividing the amount determined under the immediately foregoing paragraph (a) of this subsection (8) by the net asset value of one New Share.

(c) the Old Shares shall be converted into such number of New Shares as is calculated pursuant to paragraph (b) of this subsection (8) at the close of business on the date set for conversion.

The conversion privilege herein provided for may only be exercised by notice in writing delivered in form satisfactory to such person or corporation designated from time to time by resolution of the directors to receive such notice by the holder of the Old Shares, together with the certificate for the Old Shares if a certificate has been issued, duly endorsed and guaranteed or accompanied by a proper instrument of transfer. Such notice shall be signed by the person registered on the books of the Corporation as the holder of the Old Shares or by his/her duly authorized attorney and shall specify the number of Old Shares which the holder desires to have converted and the class of New Shares into which he/she wishes them to be converted. Such notice shall be delivered directly to such office as may be designated from time to time for this purpose by the board of directors of the Corporation or to investment dealers, broker and other qualified persons or companies authorized by the board of directors to receive conversion requests, in which case such requests will be forwarded to such office as designated by the board of directors of the Corporation on the day they are received by mail, wire or telephone. Such notice shall be deemed to have been given when actually received at such office and when so received shall be irrevocable. The effective net asset value of the Old Shares shall be the net asset value next established after receipt of the notice to convert such office together with the certificate

of Old Shares. When satisfied, the Corporation shall issue new evidence of ownership for New Shares at the conversion rate prescribed hereinabove and in accordance with the Old Shares represented by the evidence of ownership accompanying such notice.

In connection with the above conversions, if less than all the Special Shares represented by any evidence of ownership are to be converted, the holder shall be entitled to receive new evidence of ownership representing the Special Shares comprised in the original evidence of ownership which are not to be converted.

(9) Fractions or parts of shares of any class of Special Shares shall carry and be subject to the rights, privileges, restrictions and conditions respectively applicable to shares of such class in the proportions which they bear to one share of such class and, in particular, a holder of a fraction or part of a share of any class of Special Shares issued by the Corporation shall be entitled to receive a dividend when declared and paid on the relevant class, in respect of such fraction or part.

(10) The holders of shares of any class of Special Shares shall not, as such, be entitled as of right to subscribe for or purchase or receive any part of any issue of shares or other securities of the Corporation now or hereafter authorized.

(11) The provisions set out in these articles of incorporation may be repealed, altered, modified or amended by articles of amendment. Where the approval of the holders of any class or classes of Special Shares is required by the Ontario Business Corporations Act in respect of any such amendment, such approval shall be given in the manner hereinafter specified.

(12) Where required, the approval of the holders of any class of the Special Shares as to any and all matters referred to herein may be given by special resolution sanctioned at a meeting of holders of such class of Special Shares duly called and held upon at least twenty-one (21) days' notice, at which the holders of at least ten percent (10%) of the outstanding shares of such class are present or represented by proxy and carried by the affirmative votes of the holders of not less than two-thirds of the shares of such class represented and voted at each such meeting cast on a poll. On every poll taken at each such meeting, every holder of shares of such class of Special Shares shall be entitled to one (1) vote in respect of each such share held. If holders of at least ten percent (10%) of the outstanding shares of such class are not present within thirty minutes after the time set for the opening of a meeting, the persons present and entitled to vote shall adjourn the meeting to a date which is seven days later (or, if such date is a public holiday, to the next day on which The Toronto Stock Exchange is open for business) to take place at the same time and place, at which time any or all shareholders of such class present or represented by proxy shall be entitled to transact such business as was placed before the adjourned meeting regardless of the aggregate percentage of shareholdings of such class which they hold or represent. In the alternative, the approval of the holders of any class of Special Shares as to any and all matters referred to herein may be given by an instrument or instruments in writing signed by the holders of a majority of the outstanding shares of such class.

(13) The directors of the Corporation, may by resolution, reduce the stated capital of a class of Special Shares for any purpose including, without limiting the generality of the foregoing, for the purpose of distributing to the holders of the issued Special Shares of such class an amount not exceeding the stated capital of such class of Special Shares; provided that any such distribution shall be payable only from the Class Assets of such class of Special Shares.

(14) None of the following shall occur unless duly approved by at least a majority, or such greater or lesser percentage as may be required or permitted by Securities Legislation or other applicable law, of the votes cast by the holders of the Special Shares present in person or by proxy at a meeting of holders of the Special Shares which has been duly called and held for that purpose:

(a) amendments to the articles of incorporation, changes to the Corporation or any matters relating to the management of the Corporation for which the approval of the holders of the Special Shares is required by Securities Legislation; and

(b) any other matter or thing stated in the articles of incorporation to be required to be consented to or approved by the holders of the Special Shares under other applicable law.

In this section, "**Securities Legislation**" means the laws and regulations in each province and territory of Canada which are applicable to the Corporation and the requirements, rules and policies of the Securities Authorities which are applicable to the Corporation and "**Securities Authorities**" means the Ontario Securities Commission and equivalent regulatory authorities in each province and territory of Canada in which the Special Shares are qualified for distribution to the public.

Notwithstanding the provisions of subsection (11) of this Part B, the holders of shares of any class of Special Shares shall not be entitled to vote separately as a class or series upon any proposal to amend the articles of the Corporation to:

(a) increase or decrease any maximum number of shares of such class, or increase any maximum number of authorized shares of a class having rights or privileges equal or superior to the shares of such class;

(b) effect an exchange, reclassification or cancellation of all or part of the shares of such class; or

(c) to create a new class of shares equal or superior to the shares of such class.

(15) Subject to the restrictions and conditions determined from time to time by the board of directors and stated in the Disclosure Documents, the Corporation may effect, at any time or from time to time, the reclassification of an eligible holder's shares of any class of Special Shares into another class of Special Shares based on the applicable net asset value per share for the two classes of Special Shares on the date of the reclassification, upon the holder meeting the eligibility criteria established from time to time by the board of directors and stated in the Disclosure Documents. For greater certainty, the Corporation may also effect, at any time or from time to time, the reclassification of a holder's shares of any class of Special Shares into another class of Special Shares in a similar manner as described herein if the holder no longer meets the eligibility criteria of the relevant class, subject to the restrictions and conditions determined from time to time by the board of directors and stated in the Disclosure Documents.

In this subsection (15) of this Part B, "**Disclosure Documents**" means any prospectus, including a simplified prospectus, relating to the distribution of Special Shares, and all documents incorporated by reference therein, including an annual information form, fund facts documents, annual and interim financial statements and annual and interim management reports of fund performance, and all amendments thereto.

All capitalized terms which are not otherwise defined herein have the respective meanings ascribed thereto in the articles of amalgamation.

SCHEDULE "B"

AMALGAMATION RESOLUTIONS

WHEREAS Sentry Corporate Class Ltd. and CI Corporate Class Limited (together, the "**Corporations**" and each, a "**Corporation**") are each a mutual fund corporation;

AND WHEREAS each Corporation is a multi-class corporation, with each class representing a separate mutual fund with a separate investment objective (the "**Funds**" and each, a "**Fund**");

AND WHEREAS CI Global Asset Management (the "**Manager**") is the investment fund manager of each Fund;

BE IT RESOLVED AS A SPECIAL RESOLUTION THAT:

1. the amalgamation of the Corporations (the "**Amalgamation**"), on substantially the terms set out in the form of amalgamation agreement attached as Schedule "A" to the management information circular dated March 3, 2025 (the "**Circular**"), and all matters relating to the Amalgamation as more particularly described in the Circular, are hereby approved with any such changes thereto as may be approved by any one officer or director of the Corporations (such approval to be evidenced by the execution of the amalgamation agreement);

2. the Manager and the directors of the Corporations are hereby authorized to revoke these resolutions and/or delay the implementation of the Amalgamation for any reason whatsoever in their sole and absolute discretion, without further approval of the shareholders of the Corporations; and

3. any one officer or director of the Manager or the Corporations is authorized and directed to execute or cause to be executed and to deliver, file and issue or cause to be delivered, filed and issued, all such documents, agreements, media releases and other instruments and to do or cause to be done all such other acts and things as such officers or directors shall determine to be necessary or desirable in order to carry out the intent of the foregoing resolutions and the matters authorized thereby, including, without limitation, the delivery of articles of amalgamation in the prescribed form to the Director appointed under the *Business Corporations Act* (Ontario) and any amendments to the material agreements of a Fund, such determination to be conclusively evidenced by their execution and delivery of such document, agreement, media release or other instrument or their doing of any such act or thing.