

**AMENDMENT NO. 1 DATED SEPTEMBER 22, 2016
TO THE SIMPLIFIED PROSPECTUS DATED JUNE 10, 2016**

(the “Prospectus”)

in respect of:

NEXGEN CANADIAN BOND FUND
NEXGEN CANADIAN BOND TAX MANAGED FUND
NEXGEN CORPORATE BOND FUND
(to be renamed, Loomis Sayles Global Diversified Corporate Bond Fund)
NEXGEN CORPORATE BOND TAX MANAGED FUND
(to be renamed, Loomis Sayles Global Diversified Corporate Bond Tax Managed Fund)
NEXGEN TURTLE CANADIAN BALANCED REGISTERED FUND
(to be renamed, Natixis Strategic Balanced Registered Fund)
NEXGEN TURTLE CANADIAN BALANCED TAX MANAGED FUND
(to be renamed, Natixis Strategic Balanced Tax Managed Fund)
NEXGEN CANADIAN DIVERSIFIED INCOME REGISTERED FUND
NEXGEN CANADIAN DIVERSIFIED INCOME TAX MANAGED FUND

(each a “Fund” and, collectively, the “Funds”)

Unless otherwise specifically defined, the terms used in this amendment have the meanings given to those terms in the Prospectus.

1. Introduction

The Prospectus is hereby amended to:

- (1) reflect a reduction in the management fees, effective September 19, 2016, applicable to Regular series, Deferred Load series, Low Load series and Regular F series securities of NexGen Corporate Bond Fund and NexGen Corporate Bond Tax Managed Fund (the “**Corporate Bond Funds**”) and of NexGen Canadian Bond Fund and NexGen Canadian Bond Tax Managed Fund (the “**Canadian Bond Funds**”);
- (2) provide notice that, effective on or about October 17, 2016, the portfolio sub-advisor for each of the Corporate Bond Funds will change from Baker Gilmore & Associates Inc. to Loomis, Sayles & Company, L.P. (“**Loomis Sayles**”), the name of NexGen Corporate Bond Fund will change to Loomis Sayles Global Diversified Corporate Bond Fund, the name of NexGen Corporate Bond Tax Managed Fund will change to Loomis Sayles Global Diversified Corporate Bond Tax Managed Fund and a change in the investment strategies of the Corporate Bond Funds will be made as a result of the sub-advisor change;
- (3) provide notice that, effective on or about October 17, 2016, the portfolio sub-advisor for each of NexGen Turtle Canadian Balanced Registered Fund and NexGen Turtle Canadian Balanced Tax Managed Fund (the “**Turtle Balanced Funds**”) will change

from Rondeau Capital Inc. and J. Zechner Associates Inc. (“**J. Zechner**”) to Cidel Asset Management Inc. (formerly, Toron Asset Management International) (“**Cidel**”), the name of NexGen Turtle Canadian Balanced Registered Fund will change to Natixis Strategic Balanced Registered Fund, the name of NexGen Turtle Canadian Balanced Tax Managed Fund will change to Natixis Strategic Balanced Tax Managed Fund and a change in the investment strategies of these Funds will be made as a result of the sub-advisor change;

- (4) provide notice that, effective on or about October 17, 2016, the portfolio sub-advisors for each of NexGen Canadian Diversified Income Registered Fund and NexGen Canadian Diversified Income Tax Managed Fund (the “**Canadian Income Funds**”) will change from J. Zechner (for the fixed income investments) and from NGAM Canada LP (for the equity investments) to Cidel and a change in the investment strategies of these Funds will be made as a result of the sub-advisor changes;
- (5) provide notice that a special meeting of securityholders of the Canadian Income Funds and of the Turtle Balanced Funds entitled to vote will be called on or about December 2, 2016 to consider a proposal to merge certain Funds (each a “**Terminating Fund**”) into the corresponding Funds (each a “**Continuing Fund**”) as set forth below, effective on or about December 9, 2016, subject to receipt of all necessary approvals:

Terminating Fund	Continuing Fund
NexGen Canadian Diversified Income Registered Fund	NexGen Turtle Canadian Balanced Registered Fund
NexGen Canadian Diversified Income Tax Managed Fund	NexGen Turtle Canadian Balanced Tax Managed Fund

- (6) make a technical amendment relating to the distribution mechanism for the Registered Funds; and
- (7) update the discussion of the tax impact of switching between Tax Managed Funds and classes and series of the Tax Managed Funds.

2. Management Fee Reductions

Effective September 19, 2016, the management fees applicable to: (i) Regular series, Deferred Load series and Low Load series securities of the Corporate Bond Funds will be lowered from 1.45% to 1.25%; (ii) Regular F series securities of the Corporate Bond Funds will be lowered from 0.95% to 0.75%; (iii) Regular series, Deferred Load series and Low Load series securities of the Canadian Bond Funds will be lowered from 1.35% to 1.25%; and (iv) Regular F series securities of the Canadian Bond Funds will be lowered from 0.85% to 0.75%.

The following technical amendments are made to the Prospectus, effective September 19, 2016, to reflect these changes:

- (1) In the “Fees and Expenses Payable by the Funds” table on page 36 in respect of Deferred Load series and Low Load series securities, the rows relating to NexGen Canadian Bond Fund, NexGen Canadian Bond Tax Managed Fund, NexGen Corporate Bond Fund and

NexGen Corporate Bond Tax Managed Fund are deleted and replaced with the following:

NexGen Canadian Bond Fund	1.25%
NexGen Canadian Bond Tax Managed Fund	1.25%
NexGen Corporate Bond Fund	1.25%
NexGen Corporate Bond Tax Managed Fund	1.25%

- (2) In the “Fees and Expenses Payable by the Funds” table on page 37 in respect of Regular series and Regular F series securities, the rows relating to NexGen Canadian Bond Fund, NexGen Canadian Bond Tax Managed Fund, NexGen Corporate Bond Fund and NexGen Corporate Bond Tax Managed Fund are deleted and replaced with the following:

NexGen Canadian Bond Fund	1.25%	0.75%
NexGen Canadian Bond Tax Managed Fund	1.25%	0.75%
NexGen Corporate Bond Fund	1.25%	0.75%
NexGen Corporate Bond Tax Managed Fund	1.25%	0.75%

3. Changes to Portfolio Management and Related Investment Strategy Changes

Effective on or about October 17, 2016, the portfolio sub-advisor for each of the Corporate Bond Funds will change to Loomis Sayles, these Funds will be renamed and their investment strategies will change to allow greater investments in foreign and high yield fixed income securities.

Effective on or about October 17, 2016, the portfolio sub-advisor for each of the Turtle Balanced Funds and the Canadian Income Funds will change to Cidel and their investment strategies will change to reflect the investment style of Cidel and to provide for increased flexibility in achieving their investment objectives. The Turtle Balanced Funds will be renamed on the same date.

The following technical amendments are made to the Prospectus, effective on or about October 17, 2016, to reflect these changes:

- (1) The references to “NexGen Corporate Bond Funds”, “NexGen Corporate Bond Fund”, “NexGen Corporate Bond Tax Managed Fund”, “NexGen Turtle Canadian Balanced Funds”, “NexGen Turtle Canadian Balanced Registered Fund” and “NexGen Turtle Canadian Balanced Tax Managed Fund” on the front and back covers of the Prospectus are deleted and replaced with the following:

Loomis Sayles Global Diversified Corporate Bond Funds

Loomis Sayles Global Diversified Corporate Bond Fund (*formerly, NexGen Corporate Bond Fund*)

Loomis Sayles Global Diversified Corporate Bond Tax Managed Fund (*formerly, NexGen Corporate Bond Tax Managed Fund*)

Natixis Strategic Balanced Funds

Natixis Strategic Balanced Registered Fund (*formerly, NexGen Turtle Canadian Balanced Registered Fund*)

Natixis Strategic Balanced Tax Managed Fund (*formerly, NexGen Turtle Canadian Balanced Tax Managed Fund*)

- (2) All other references in the Prospectus to each of “NexGen Corporate Bond Fund”, “NexGen Corporate Bond Tax Managed Fund”, “NexGen Turtle Canadian Balanced Registered Fund” and “NexGen Turtle Canadian Balanced Tax Managed Fund” are deleted and replaced with reference to “Loomis Sayles Global Diversified Corporate Bond Fund”, “Loomis Sayles Global Diversified Corporate Bond Tax Managed Fund”, “Natixis Strategic Balanced Registered Fund” and “Natixis Strategic Balanced Tax Managed Fund”, respectively.
- (3) In the “Organization and Management of the NexGen Funds” table on page 21 of the Prospectus, the rows relating to the portfolio sub-advisors are deleted and replaced with the following:

Sub-Advisors	
J. Zechner Associates Inc. Toronto, Ontario	As sub-advisors, J. Zechner Associates Inc., Galibier Capital Management Ltd., Cidel Asset Management Inc., Loomis, Sayles & Company, L.P., Ziegler Capital Management LLC and JPMorgan Asset Management (Canada) Inc. manage the investment portfolios of certain Funds, provide analysis and make decisions relating to the investment of certain Funds’ assets.
Galibier Capital Management Ltd. Toronto, Ontario	
Cidel Asset Management Inc. (formerly, Toron Asset Management International) Toronto, Ontario	
Loomis, Sayles & Company, L.P. Boston, Massachusetts	As Loomis, Sayles & Company, L.P. is resident in the United States and all of its assets are outside Canada, it may be difficult to enforce legal rights against it.
Ziegler Capital Management LLC (“Ziegler”) Chicago, Illinois	As Ziegler is resident in the United States and all of its assets are outside Canada, it may be difficult to enforce legal rights against it.
JPMorgan Asset Management (Canada) Inc. (“JPMAMC”) Vancouver, British Columbia	As sub-advisor to the NexGen U.S. Growth Tax Managed Fund, JPMAMC gives advice and makes recommendations to the NexGen U.S. Growth Tax Managed Fund’s portfolio manager. Given that the NexGen U.S. Growth Registered Fund invests substantially all of its

	assets in the NexGen U.S. Growth Tax Managed Fund, its returns will be determined by the performance of the Tax Managed Fund in which all the active management is conducted.
J.P. Morgan Investment Management Inc. (“JPMIM”) New York, New York	JPMAMC has retained JPMIM to act as an advisor to it in respect of the NexGen U.S. Growth Tax Managed Fund’s investment portfolio. JPMAMC, as the sub-advisor to the NexGen U.S. Growth Tax Managed Fund, has responsibility for the investment advice provided to it by JPMIM. As JPMIM is resident in the United States and all of its assets are outside Canada, it may be difficult to enforce legal rights against it.

- (4) In the “Fund Details” table of the NexGen Corporate Bond Funds on page 69 of the Prospectus, the row relating to the portfolio sub-advisor is deleted and replaced with the following:

Portfolio Sub-Advisor	Loomis, Sayles & Company, L.P.
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- (5) The six bullets under the sub-heading “NexGen Corporate Bond Fund” in the “Investment Strategies” section on pages 69 and 70 of the Prospectus are deleted and replaced with the following:

- Loomis, Sayles & Company, L.P. (“**Loomis Sayles**”) employs a value-driven, benchmark-aware approach implemented within a risk-budgeting framework. The investment process seeks to create a diversified portfolio with undervalued and preferably discount securities across relevant risk factors, including sector, country, currency, curve and specific credit.
- The Fund is actively managed and uses a research-driven strategy in selecting sectors and securities as its primary return sources. Country or currency of issue allocations, and yield curve positioning are typically secondary sources of excess return.
- The Fund invests primarily in investment grade securities.
- The Fund may invest up to 20% of its assets in securities of below investment grade credit quality. Investment grade fixed income securities are securities rated at least BBB- (Standard & Poor’s Ratings Services), Baa3 (Moody’s Investors Services, Inc.), or BBB- (Fitch Ratings) or if unrated, determined by the Loomis Sayles to be equivalent. If the ratings assigned to an instrument by Standard & Poor’s Ratings Services, Moody’s Investors Services Inc. or Fitch Ratings are not the same, the highest rating of these rating agencies will be used.

- Eligible instruments for the Fund include but are not limited to, public or private debt obligations issued or guaranteed by corporations, governments (including their agencies, instrumentalities and sponsored entities), supranational entities, partnerships and trusts. Mortgage-backed, asset-backed, convertible, preferred, hybrid, or equity instruments issued by any of the above-named entities. Such obligations may be issued at fixed, variable, adjustable or zero coupon rates.
 - The Fund may invest in instruments issued or guaranteed by Canadian or foreign issuers worldwide, including emerging markets securities.
 - The Fund will not invest more than 20% of its assets in mortgage backed securities and asset backed securities.
 - The Fund will not invest more than 25% of its assets in convertible bonds.
 - The Fund will not invest more than 5% of its total assets in equities and other equity-type securities.
 - The Fund may invest up to 10% of its assets in bank loans.
 - The Fund may invest up to 95% of its assets in foreign fixed income securities.
 - The Fund may use derivatives for both hedging and non-hedging purposes. This could include swaps, futures, forward contracts and options. The Fund may engage in the credit derivatives market by entering into, among other things, credit default swaps in order to sell and buy protection.
 - The Fund may use derivatives to seek to hedge some or all of its foreign currency exposure back to the Canadian dollar, but may cease hedging such exposure or increase the amount of its hedge at any time in the discretion of Loomis Sayles.
 - The Fund may engage in securities lending, repurchase and reverse repurchase transactions to earn additional income for the Fund.
- (6) In the “Fund Details” table of the NexGen Canadian Diversified Income Funds on page 76 of the Prospectus, the row relating to the portfolio sub-advisor is deleted and replaced with the following:

Portfolio Sub-Advisor	Cidel Asset Management Inc.
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- (7) The first four bullets under the sub-heading “NexGen Canadian Diversified Income Tax Managed Fund” in the “Investment Strategies” section on page 77 of the Prospectus are deleted and replaced with the following:
- Cidel Asset Management Inc. (“**Cidel**”) seeks to invest in a broadly diversified portfolio of fixed income investments and equity securities of companies with attractive cash flow and valuation profiles, a track record of returning rising levels of

cash flow to securityholders.

- Cidel seeks to invest in companies with quality management, a practice of increasing dividends or share buybacks, and identifiable growth opportunities.
 - Cidel utilizes a blend of interest rate anticipation, yield curve management, sector allocation, and credit analysis to reduce volatility and generate income and more consistent returns.
 - For the equity securities component, Cidel follows a security selection process consisting of company screening, bottom up fundamental research/valuation and a final decision making phase based on perceived margin of safety and portfolio and risk management considerations.
 - For the fixed income component, Cidel seeks to be diversified by industry sectors, types of issues, as well as individual issuers.
- (8) In the “Fund Details” table of the NexGen Turtle Canadian Balanced Funds on page 80 of the Prospectus, the row relating to the portfolio sub-advisor is deleted and replaced with the following:

Portfolio Sub-Advisor	Cidel Asset Management Inc.
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- (9) The first three bullets under the sub-heading “NexGen Turtle Canadian Balanced Tax Managed Fund” in the “Investment Strategies” section on pages 80 and 81 of the Prospectus are deleted and replaced with the following:
- Cidel seeks to invest in a broadly diversified portfolio of fixed income investments and equity securities of companies with attractive cash flow and valuation profiles, a track record of returning rising levels of cash flow to securityholders with a conservative bias.
 - Cidel seeks to invest in companies with quality management, a practice of increasing dividends or share buybacks, and identifiable growth opportunities.
 - Cidel utilizes a blend of interest rate anticipation, yield curve management, sector allocation, and credit analysis to reduce volatility and generate income and more consistent returns with a view to meeting the Fund’s investment objectives.
 - For the equity securities component, Cidel follows a security selection process consisting of company screening, bottom up fundamental research/valuation and a final decision making phase based on perceived margin of safety and portfolio and risk management considerations.
 - For the fixed income component, Cidel seeks to be diversified by industry sectors, types of issues, as well as individual issuers.

4. Proposed Fund Mergers

The Manager proposes to merge each Terminating Fund into its corresponding Continuing Fund, effective on or about December 9, 2016, subject to obtaining regulatory and any necessary securityholder approvals of the Terminating Funds and the Continuing Funds, at special meetings of securityholders of such Funds to be held on or about December 2, 2016.

The Independent Review Committee of each of the Terminating Funds and the Continuing Funds has reviewed the potential conflict of interest matters related to the proposed mergers and has provided a positive recommendation that the proposed mergers, if implemented, would achieve a fair and reasonable result for each of the Terminating Funds and the Continuing Funds.

Securities of each of the Terminating Funds will cease to be available for sale effective the close of business on September 26, 2016, except for purchases through pre-authorized investment plans. Pre-authorized investment plans of the Terminating Funds will be re-established with each Continuing Fund, as applicable, unless an investor advises the Manager otherwise. Investors may change or cancel a pre-authorized investment plan at any time.

The Manager intends to wind up or cancel, as applicable, each Terminating Fund as soon as reasonably possible following its merger.

Securityholders of each series (and class, in the case of NexGen Canadian Diversified Income Tax Managed Fund) of the Terminating Funds will receive securities of the equivalent series (and class, in the case of NexGen Turtle Canadian Balanced Tax Managed Fund), as applicable, up to the close of business on the business day immediately before the effective date of the merger, all determined on a dollar-for-dollar basis.

If the requisite approvals are obtained, no further notice will be provided to securityholders.

5. Other Technical Amendment

The following technical amendment is hereby made to the Prospectus:

- (1) Under the sub-heading “Registered Funds” on page 57 of the Prospectus, the second sentence in the second paragraph is deleted.

6. Tax Deferred Switching

The Prospectus is being amended to reflect the impact of the Federal Government’s draft legislation released for public consultation on July 29, 2016 (the “**Draft 2016 Budget Legislation**”). Effective for switches that occur on or after January 1, 2017, the Draft 2016 Budget Legislation, if enacted as proposed, will eliminate tax-deferred switching between Tax Managed Funds as well as tax-deferred switching between classes or series of a Tax Managed Fund. NGAM is seeking clarification from the Department of Finance that an appropriate amendment will be made to the Draft 2016 Budget Legislation to allow switches between series of the same class of a Tax Managed Fund to continue to occur on a tax-deferred basis after 2016 consistent with the proposals announced in the 2016 Budget. However, there is no assurance that an appropriate amendment will be made.

The following technical amendments are made to the Prospectus to reflect these changes:

- (1) The first paragraph under the heading “NexGen Tax Managed Funds” on page 4 of the Prospectus is deleted and replaced with the following:

The Corporation is a tax-efficient investment structure. It facilitates investment by taxable investors whose goal is to maximize the after-tax value of their investment portfolio and its distributions in a structure not currently offered by any other publicly offered Canadian mutual fund. The March 22, 2016 Federal Budget (the “**2016 Budget**”) and the draft legislation released for public consultation on July 29, 2016 (the “**Draft 2016 Budget Legislation**”) do not affect the ability of taxable investors to achieve such tax planning objectives by investing in the Corporation.

Under current Canadian tax laws, taxable investors can switch between classes or series of a Tax Managed Fund, or to another Tax Managed Fund, including a Natixis Tax Managed Fund, without triggering a taxable disposition of their shares. If the Draft 2016 Budget Legislation is enacted as proposed, beginning January 1, 2017 all such switches would trigger a taxable disposition. Although, under the Draft 2016 Budget Legislation, switches between series of the same class of a Tax Managed Fund trigger a taxable disposition of shares, this is not consistent with the 2016 Budget proposal and NGAM is seeking clarification from the Department of Finance in this regard. However, there is no assurance that an appropriate amendment will be made to the Draft 2016 Budget Legislation to allow switches between series of the same class of a Tax Managed Fund to continue to occur on a tax-deferred basis after 2016.

- (2) The last two sentences in the paragraph entitled “Taxation Structure Risk” on page 17 of the Prospectus are deleted and replaced with the following:

It is expected that if the Draft 2016 Budget Legislation is enacted as proposed, beginning January 1, 2017 all switches between classes or series of a Tax Managed Fund, or to another Tax Managed Fund, including a Natixis Tax Managed Fund, would trigger a taxable disposition.

- (3) The last two sentences in the paragraph under the sub-heading “Tax Class Choices for Investors” on page 27 of the Prospectus are deleted and replaced with the following:

It is expected that if the Draft 2016 Budget Legislation is enacted as proposed, beginning January 1, 2017 all switches between classes or series of a Tax Managed Fund, or to another Tax Managed Fund, would trigger a taxable disposition.

- (4) The last two sentences in the second paragraph under the sub-heading “Mechanics of a Switch” on page 32 of the Prospectus are deleted and replaced with the following:

However, if the Draft 2016 Budget Legislation is enacted as proposed, it is expected that a switch on or after January 1, 2017 between classes or series of a Tax Managed Fund, or to another Tax Managed Fund, including a Natixis Tax Managed Fund, will be treated as a disposition for tax purposes of the shares switched for proceeds of disposition equal to

the fair market value thereof and taxable investors will be required to include any resulting capital gain in income for tax purposes.

- (5) The second sentence in the first paragraph under the heading “Income Tax Considerations for Investors” on page 46 is deleted and replaced with the following:

The comments are based on the current provisions of the Income Tax Act (Canada) (the “**Tax Act**”) and the regulations thereunder, proposed amendments to the Tax Act and such regulations publicly announced by the Minister of Finance (Canada) before the date of this prospectus, including those in the 2016 Federal Budget and the Draft 2016 Budget Legislation (and assume that such amendments will be enacted as proposed) and the current administrative practices and policies of the Canada Revenue Agency (“**CRA**”) published in writing before the date of this prospectus.

- (6) The second last sentence in the sixth paragraph under the sub-heading “Taxation of the Funds” on pages 47 and 48 is deleted and replaced with the following:

The Draft 2016 Budget Legislation that will eliminate tax-deferred switching between classes or series of a Tax Managed Fund, or to another Tax Managed Fund, including a Natixis Tax Managed Fund, effective for switches on or after January 1, 2017, could result in increased switches by some investors before that date.

- (7) The third paragraph under the sub-heading “Switching or Redeeming Securities” on pages 50 and 51 of the Prospectus is deleted and replaced with the following:

However, if the Draft 2016 Budget Legislation is enacted as proposed, a switch on or after January 1, 2017 between classes or series of a Tax Managed Fund, or to another Tax Managed Fund, including a Natixis Tax Managed Fund, will be treated as a disposition for tax purposes of the shares switched for proceeds of disposition equal to the fair market value thereof and the cost of the shares received on the switch will be equal to such fair market value.

7. What are your legal rights?

Under securities law in some provinces and territories, you have the right to:

- withdraw from your agreement to buy mutual funds within two business days of receiving the simplified prospectus or fund facts
- cancel your purchase within 48 hours of receiving confirmation of your order, or
- cancel your purchase agreement and get your money back if the simplified prospectus, fund facts, annual information form or financial statements misrepresent any facts about the fund. You may also be entitled to get your money back or make a claim for damages if you have suffered a loss.

The time limit to exercise these rights depends on the governing legislation in your province or territory.

For more information, refer to the securities legislation of your province or territory or consult your lawyer.