



Investors Real Property Fund

Offering Mutual Fund Units



Simplified Prospectus for Investors Real Property Fund Offering Mutual Fund Units* June 30, 2009

No securities regulatory authority has expressed an opinion about these mutual fund units and it is an offence to claim otherwise.

Neither the mutual fund securities described in this document, nor is this Fund registered with the U.S. Securities and Exchange Commission. The securities are being offered in the United States under an exemption from registration.

*Offering Series "A" and Series "C" units. Series "C" units are offered only for switches of units from other Investors Group Funds that were purchased prior to July 28, 2003 or under investment arrangements entered into prior to that date.

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General information about the Fund

Introduction

This Simplified Prospectus* contains selected important information to help you make an informed investment decision and to assist you in understanding your rights as an investor. It contains information about the Fund and the risks of investing in mutual funds generally as well as the names of the firms responsible for the management of the Fund. Information about the investment objective and strategies of the Fund may be found under *Specific information about Investors Real Property Fund* later in this Simplified Prospectus.

Additional information about the Fund is available in the following documents:

- Annual Information Form;
- the most recently filed annual financial statements;
- any interim financial statements of the Fund filed after the annual financial statements were filed;
- the most recently filed annual management report of fund performance; and
- any interim management report of fund performance filed after that annual management report of fund performance.

These documents are incorporated by reference into this Simplified Prospectus, which means that they legally form part of this document, just as if they were printed as part of this document. You can get a copy of any of these documents, at your request, and at no cost by:

- writing to us at 447 Portage Avenue, Winnipeg, Manitoba, R3C 3B6;
- calling us toll free at 1-888-746-6344 (1-800-661-4578 in Quebec); or
- asking your Investors Group Consultant.

These documents and other information about the Fund are also available either:

- on our website at www.investorsgroup.com; or
- at www.sedar.com.

The Fund is available for purchase only through Investors Group Financial Services Inc. and Investors Group Securities Inc. (the “Principal Distributors”). You generally cannot

purchase the Fund through any other dealers or hold units of the Fund through any other dealers.

The Fund offers two classes of units for retail distribution (each class called a “Series”). The Fund also offers other classes of units (presently called Series “P” or “Z” units), which are not offered under this document, that are open for investment by other Investors Group Funds and other qualified institutional investors.

What is a mutual fund and what are the risks of investing in a mutual fund?

What is a mutual fund?

A mutual fund is a convenient way for persons with similar investment goals to combine their money. The mutual fund uses this money to buy different types of investments on behalf of all of the investors. When it buys investments, it follows its investment objective and investment strategies. You and the other investors share in any profits the Fund makes or losses it suffers.

What are the risks of investing in a mutual fund?

There are many potential advantages of investing in mutual funds, but there are also several risks you should know about.

Investing in mutual funds is not like putting your money in a savings account. Unlike a savings account or a Guaranteed Investment Certificate (GIC), the Canada Deposit Insurance Corporation or any other government deposit insurer does not insure the units of mutual funds.

The value of a mutual fund changes as the value of its investments change. As a result, when you sell your units of a mutual fund, you may receive less than the amount you invested when you bought the units.

General risks of investments in mutual funds

There are investment risks that may apply to investments in Investors Group Funds, including the Fund. Additionally, there may not always be available suitable real estate assets in which the Fund may invest, and the portfolio of the Fund may include investments in short term commercial paper, government and corporate bonds and mortgages, subject to the Fund keeping with its objective (please see *Investment*

***DEFINITION** ► In this Simplified Prospectus, *you* and *your* mean the person who invests in the Fund. *We*, *us*, *our* and *Investors Group* mean any one of Investors Group Inc. and its subsidiaries including the Manager, the Trustee or the Principal Distributors, as appropriate.

objective) and other investment restrictions (please see *Other investments*). Accordingly, in addition to *General risks of investments in real property*, the value of the Fund may change due to the following investment risks, which are not listed or ranked by order of importance:

■ CREDIT RISK

This risk is associated with the possibility that the issuer of fixed income securities (including special purpose vehicles) may not make interest payments as required by their securities, or even pay back the mutual fund's original investment. There is also the risk that the value of debt securities (especially lower rated debt securities) may fall if the market determines that a higher return is necessary to compensate for the increased risk of owning those securities. A downgrade in an issuer's credit rating or other adverse news about the issuer can also reduce the value of its fixed income securities. In addition, the value of certain investments (including asset-backed and mortgage-backed securities) may be influenced by the market's perception of the creditworthiness of these securities, the parties involved in structuring the investment or in the underlying assets themselves.

■ DILUTION RISK

When a mutual fund has significant cash flows relative to its size, it may be difficult for the portfolio manager to fully invest its assets pursuant to the mutual fund's investment strategy. This could result in the mutual fund holding a larger than expected proportion of its assets in cash. This could decrease relative performance of any mutual fund in a rising market.

■ FIXED INCOME INVESTMENT RISK

There are certain general investment risks applicable to fixed income investments in addition to *Credit risk* and *Interest rate risk*. The value of fixed income investments may be affected by developments relating to the issuer as well as by general financial, political and economic conditions (aside from changes in the general level of interest rates), and by conditions in the fixed income markets. If a mutual fund purchases investments that represent an interest in a pool of assets (for example, mortgages in the case of mortgage-backed securities), then changes in the market's perception of the issuers of these investments (or in the value of the underlying assets) may cause the value of these investments to fall.

The ability of a mutual fund to sell a particular fixed income security at its fair value may change from time to time based on prevailing market conditions, and perceptions

about the issuer or other recent events (such as market disruptions, company takeover, and changes in tax policy or regulatory requirements). This can result in the mutual fund not being able to sell that fixed income security, or having to sell it at a reduced price.

In addition, given that most fixed income securities may have a predetermined maturity date, there is a risk that a mutual fund may have to reinvest the principal at lower prevailing market interest rates at maturity. There also exists the risk that certain fixed income securities may be prepaid unexpectedly prior to maturity. In either event, this could result in less income and a lower potential for capital gains.

■ INTEREST RATE RISK

The price of fixed income debt securities fluctuates with movements in market interest rates. Therefore, if interest rates change, some mutual funds are affected and the value of their investments may change. Generally, the values of debt securities fall when interest rates increase (and debt securities with longer maturities will have a greater interest rate risk than investments with shorter maturities).

■ MULTI-SERIES RISK

The Fund offers different Series of units. Each Series will have its own fees and expenses that are specifically attributable to it. Those expenses will be deductible in calculating the unit price only for that Series thereby reducing the value of the Fund's assets attributable to that Series. Those expenses, however, continue to be liabilities of the Fund as a whole. Accordingly, the investment performance, expenses or liabilities of one Series may affect the value of the securities of another Series.

■ RISK OF NOT BEING ABLE TO SELL YOUR UNITS

In exceptional circumstances we won't accept any orders to sell units of the Fund. These circumstances are explained in the section *Purchases, switches and redemptions*.

■ TAX POLICY RISK

All mutual funds may be affected by changes in the tax legislation that affect the entities in which the funds invest or the taxation of mutual funds.

What are the risks of investing in this Fund?

In addition to *General risks of investments in mutual funds*, the value of the investment in the Fund may change due to the following investment risks that apply to the Fund, which are not listed or ranked by order of importance:

■ COMPETITION FOR REAL PROPERTY INVESTMENTS

The Fund competes for suitable real property investments with individuals, corporations and institutions (both Canadian and foreign) seeking similar investments. These investors may have greater financial resources than the Fund, or may operate without the Fund's investment restrictions or according to more flexible conditions. The Fund could therefore be placed at a competitive disadvantage in acquiring properties.

An increase in the availability of investment funds and an increase in interest in real property could increase future competition for real property investments. Although any increase in demand could result in an increase in the price of real property generally, which may increase the value of properties held, it could also have a negative effect on the profitability of subsequent investments.

■ GENERAL RISKS OF INVESTMENTS IN REAL PROPERTY

- financial markets affect investment returns, availability of funds and liquidity;
- supply and demand affect occupancy levels, rental rates, market value and availability of real property investments; and
- property location, quality and tenancy affect performance.

■ GOVERNMENT REGULATIONS

The Fund's operations may be adversely affected in the future by governmental policies relating to the economy. In some provinces, for example, provincial governments have instituted various programs of rent control on residential buildings. These controls may limit the ability of the owners of such buildings to adjust rents to pay for increased operating costs and as a result, the net return may be reduced.

In recent years, agencies of the federal, provincial and local governments, as well as the general public, have become increasingly concerned with the effect of real property developments upon the environment. While the Fund does not believe that ecological and environmental concerns will have a material impact on its investments, particularly since it does not intend to engage in construction and development of new projects, other than as basket-clause investments that are limited to 15% of the net asset value of the Fund (as disclosed under the heading *What specific investment restrictions apply? – Paragraph (v)*), there can be no assurance that the Fund will not be adversely affected in the future either by governmental policies or by public attitudes toward the ecological impact of real property investments.

■ LARGE ORDER RISK

Some Investors Group Funds, including certain Portfolios and the *iProfile* Fixed Income Pool, invest some of their assets in the Fund. This could result in these Investors Group Funds holding a significant percentage of the units of the Fund. If investors in a Portfolio or the *iProfile* Fixed Income Pool make significant purchases or redemptions, the Fund might have to buy or sell a significant portion of its assets. This could result in the Fund being forced to sell investments at unfavourable prices or keep a larger amount of its assets in cash than would otherwise be the case. These conditions could reduce its performance.

■ LEVERAGE

Leveraging is a method of structuring the financing of a real property by assuming or incurring mortgage indebtedness. It increases the potential for capital gains and increased income, but at the same time increases the possibility of sustaining losses. Leveraging is normally not appropriate during periods of high or escalating interest rates and should be utilized with due consideration for the volatility of mortgage interest rates. Other factors that should be considered are the relatively illiquid nature of real property investments and the cash flow requirements for the operation and maintenance of real property. Accordingly, the Trustee intends to pursue a conservative policy as to leveraging of real property assets of the Fund.

The Trustee intends to leverage the Fund's real property portfolio by assuming or incurring mortgage indebtedness only when it is advantageous, such as assuming a favourable existing mortgage or when general economic conditions make financing by way of mortgage indebtedness relatively attractive. On such occasions, the Fund may assume or incur mortgage indebtedness on any real property only to the extent that all indebtedness on any individual property does not exceed 75% of the market value of the property and the total overall mortgage indebtedness of the Fund does not exceed 50% of its current total asset value.

■ LIQUIDITY

Units may be redeemed at the demand of the unitholder with at least 30 days prior notice and are payable according to certain conditions (please see *Selling units of the Fund*).

Real estate by nature is not a liquid asset. There is no formal market for trading in real property and very few records are available to the public which give terms and conditions of real property transactions. A mutual fund, on the other hand, is considered to be relatively liquid, and its

units are often purchased by investors who prefer the higher level of liquidity offered by such an investment. To provide some degree of liquidity in order to satisfy the needs of the investors, within the inherent restrictions of real property, it is the intention of the Trustee to hold sufficient liquid assets in the portfolio to meet normal redemption requirements (please see *Liquid assets*).

As disclosed under the heading *Selling units of the Fund*, if the Fund were presented with a high number of redemption requests at the same time, it is possible that the liquid assets of the Fund would be insufficient to meet all redemption requests. In such a situation the Trustee may decide to delay or suspend redemptions. Accordingly, investors who may require quick access to their funds should bear this in mind when considering an investment in the Fund.

■ NO MARKET FOR UNITS

Units of the Fund are distributed by the Principal Distributors. Units of the Fund are assignable and may be transferred on the books of the Fund by delivery to the Trustee of all certificates representing units to be transferred together with any documents that the Trustee may require. Therefore, value for units except where assigned, may only be recovered at the demand of the unitholder when redeeming such units within the specific liquidity restrictions of the Fund (please see *Selling units of the Fund*). These restrictions could affect the timing and amount of allowable redemptions and subsequently restrict the financial maneuverability of the investor. Consequently, an investment in the Fund's units is recommended for long-term investors.

■ ONGOING COSTS

Certain significant costs relating to real property investments, such as real estate taxes, maintenance costs and mortgage payments, must be paid regardless of any drop in income from a property. If the Fund is unable to pay the mortgage on any property, a loss could result if the mortgagee exercises its rights under the mortgage. In order to limit such risk, the Fund intends to normally have a significant equity investment in any real property. The Fund will, however, incur or assume mortgage indebtedness where the Manager believes it is advantageous to the Fund to do so (please see *What specific investment restrictions apply?*).

■ POTENTIAL CONFLICTS OF INTEREST

The Trustee, the Manager and the Principal Distributors are all related companies. To ensure that this lack of independence does not have an adverse consequence on the Fund or its unitholders, the Trustee, the Manager and the Principal

Distributors are subject to an extensive set of restrictions, which are set out under the heading *Investment restrictions*. In addition, where any services are provided to the Fund, the rates charged must be lower than or equal to the prevailing market rates for such services.

The Manager may act as manager of a specific property where it is in a position to provide such services at a rate which is equal to or lower than the prevailing market rate, but it is expected that it will be necessary to engage the services of other real estate management companies in many cases. The real estate management services that these other companies provide may parallel those which they provide to other clients. Where the Manager acts as the property manager for a given property it will obtain the opinion of an independent expert as to the capitalization rate to be used for the valuation of that property (as further described under the heading *Valuation of portfolio assets* in the Annual Information Form).

In addition, we have appointed an independent review committee (referred to as the "IG Funds Independent Review Committee"), which reviews conflicts of interest (please see heading *Organization and management of the Fund*).

■ PROPERTY VALUATIONS

Unit values for each series of the Fund are derived from the collective value of all of the Fund's net assets including real property. As further described under the heading *Calculation of net asset value* in the Annual Information Form, the value of each real property asset is based on an independent appraisal and is verified monthly by capitalizing the projected net operating income of that property at the appropriate capitalization rate applicable to that property. Although changes in real property value are generally less volatile than changes in the value of marketable securities, it is conceivable that changes in value could occur that would not be reflected in either the adjusted values of individual properties or in the eventual value of units being offered for sale or redemption. Under certain circumstances, therefore, an investor could face the risk of buying or selling units at values that do not reflect their true worth.

The Trustee has the right in its sole discretion to obtain an independent appraisal of a real property held by the Fund at any time and, in addition, will cause an independent appraisal of each real property held by the Fund to be made prior to its acquisition and on each anniversary of its acquisition by the Fund or as provided for elsewhere in this Simplified Prospectus.

Appraisal values obtained on each anniversary of a real property's acquisition and any appraisal values obtained at the direction of the Trustee, other than upon a property's acquisition, will be reflected in the net asset value per unit commencing with the first valuation day following the anniversary date in the case of annual appraisals and with the first valuation day after the independent appraisal is made or updated in all other cases. In order to spread the timing of reappraisals over a year so as to avoid undue fluctuations in net asset values, the requirement that each property be reappraised annually and that the annual reappraisal be performed on a date no later than the anniversary date of the acquisition of the property shall take into account that the Fund shall not perform annual reappraisals of properties representing more than 50% of the market value of the Fund's real estate portfolio in the same calendar quarter.

■ UNITHOLDER LIABILITY

The Trust Agreement provides that certain documents signed for the Fund (including mortgages, leases and other documents creating a material obligation of the Fund) must contain a provision to the effect that the obligation created by them is not binding upon any of the unitholders personally. No personal liability will attach in Canada to the holders of units for contract claims under any document containing a provision disclaiming personal liability as set forth above. In conducting its affairs the Fund will be acquiring real property investments subject to existing contractual obligations,

including obligations under mortgages and leases. The Fund will use its best efforts to have any such obligations modified so as not to have such obligations binding upon any of the unitholders personally. However, the Fund may not be able to assure such modification if it is to maintain its competitive position in purchasing such investments.

There is a risk that a holder of a unit will be held personally liable for obligations of the Fund to the extent that claims are not satisfied by the Fund in respect of contract claims against the Fund, where the liability is not disavowed as described above and in respect of claims against the Fund that do not arise under contracts (including claims in tort, claims for taxes and possible certain other statutory liabilities). It is considered that the risk of any liability of this nature arising is limited because of the nature of the Fund's activities are such that most of its potential obligations arise by contract where personal liability can be disavowed (to the extent practicable as aforesaid) and that non-contractual potential obligations are largely insurable.

In the event a unitholder pays any such obligations, the unitholder is entitled to reimbursement from the available assets of the Fund. In accordance with prudent real property ownership practice, the Fund carries insurance which the Trustee considers adequate to cover any foreseeable non-contractual liability. The Trustee operates the Fund, with the advice of counsel, in such a way and in such jurisdictions as to avoid, as far as possible, any material risk of ultimate liability on unitholders for claims against the Fund.

Organization and management of the Fund

The table below shows the companies responsible for providing important services to the Fund, as well as the functions of the IG Funds Independent Review Committee. IGM Financial Inc. owns, directly or indirectly, all of the companies listed below, except the custodian and the auditors.

Role	Service provided
Trustee I.G. Investment Management, Ltd. 447 Portage Avenue Winnipeg, Manitoba R3C 3B6	Responsible for the supervision of the overall direction of the Fund.
Manager and Registrar I.G. Investment Management, Ltd.	Manages the overall business and operations of the Fund, and provides or arranges for the day to day record-keeping and administrative services for the Fund, and maintenance of unitholder records.
Portfolio Advisor I.G. Investment Management, Ltd.	Provides investment advisory services including selecting investments or reviewing the selection of investments by Sub-advisors (if any) for the Fund.
Principal Distributors Investors Group Financial Services Inc. Winnipeg, Manitoba Investors Group Securities Inc. Winnipeg, Manitoba	Offers the Fund through its Consultants. Offers the Fund through its Consultants or through an Investors Group Securities Inc. Trade Centre.
Custodian Canadian Imperial Bank of Commerce through CIBC Mellon Global Custody Services Toronto, Ontario	Responsible for the safekeeping of the securities of the Fund.
Auditors KPMG LLP Winnipeg, Manitoba	The auditor audits the annual financial statements of the Fund and provides an opinion on whether or not the annual financial statements are fairly presented in accordance with Canadian generally accepted accounting principals.
Investors Group Trust Co. Ltd. Winnipeg, Manitoba	Holds title to certain real property owned by the Fund as bare trustee on behalf of the Trustee for the Fund.
IG Funds Independent Review Committee	The mandate of the IG Funds Independent Review Committee ("IRC") is to review, and provide input on, our written policies and procedures that deal with conflict of interest matters in respect of the Fund, and to review such conflict of interest matters. This includes reviewing trades between Investors Group Funds, as well as the Fund's holdings, purchases and sales of securities of companies related to the Manager. The IRC may also approve certain

IG Funds Independent Review Committee (continued)

mergers involving the Investors Group Funds, and any change in auditor of the Fund.¹

Each member of the IRC is independent of IGIM and any party related to IGIM. The IRC will prepare, at least annually, a report of its activities for unitholders. This report will be available on our website at www.investorsgroup.com or you may request a copy at no cost to you, by contacting us at contact-e@investorsgroup.com (for service in English) or contact-f@investorsgroup.com (for service in French).

Additional information about the IRC, including the names of its members, is available in the Annual Information Form (please see heading *Fund Governance*).

¹The merger or termination of the Fund, and the appointment of different auditors of the Fund when approved by the IRC, may occur after unitholders of the Fund receive 60 days prior written notice.

Purchases, switches and redemptions

The unit price is the amount you pay to buy or receive when you sell a unit of the Fund. Each Series has its own fees and expenses, so each Series has its own price per unit. To determine the unit price of each Series, we calculate the total value of the Fund's assets, minus its liabilities, attributable to that Series. Then we divide that amount by the number of units held by the Fund's investors in that Series.

We determine the net asset value of each Series of the Fund twice during each calendar month on the following days ("valuation day"), namely:

- on the 15th day of the month, unless that day is not a Business Day in which case we will make the calculation the next Business Day; and
- on the last Business Day of the month.

All purchases of Fund units (including switches from another Investors Group Fund) are done at the price calculated at the close of business on the next valuation day following the day a purchase or switch order is submitted. If the Fund receives your complete instructions to buy units of the Fund by 3:00 p.m. Central Time (the "Deadline") on a valuation day, we'll process your order using the price at the close of business that day. Otherwise, we'll process your order the next valuation day, using the price at the close of business on that day. All instructions to sell units (including switches to another Investors Group Fund) must be received

not less than 30 days prior to the valuation day upon which the net asset value for the sale is to be calculated. All instructions to buy or sell the Fund must be made through the Principal Distributors.

We anticipate always having sufficient cash and marketable securities on hand to enable us to pay the redemption price for all units for which redemption has been requested, but we may, in our sole discretion and judgment, suspend the payment of, or from time to time delay the date fixed for payment with respect to, redeemed units under the following circumstances:

- if Canadian chartered banks are closed (other than weekend and holiday closings in the normal course of business), in which case the suspension or delay shall only be for that period of time during which such banks are closed; or
- subject to the consent of the securities regulatory authorities having jurisdiction, when in our opinion circumstances exist which make it not reasonably practicable for the Fund to dispose of investments owned by it or as a result of which any such disposal would be materially prejudicial to unitholders.

In addition, should the total requests for redemption exceed the current liquidity of the Fund, we will honour these requests for redemption on a pro rata basis, up to the current liquidity. Requests for redemption beyond the current liquidity of the Fund that are subject to suspension

or delay of further payments, will be carried forward, and honoured as soon as the liquidity position of the Fund permits. As redemption requests are met, the appropriate number of units will be deducted from the total number of units held by each unitholder on the unit register, and the remaining units shall remain recorded on it.

If we decide to suspend or delay payment for redeemed units, which will only be done with the consent of the securities regulatory authorities having jurisdiction, we will, within 10 days after such decision, send notice of the decision to every unitholder who has given notice of redemption.

We will not continue any such suspension or delay in payment:

- for more than six months beyond the date on which such redeemed units are otherwise payable unless prior to such six month period the unitholders have approved such suspension or delay by a majority of two-thirds of the votes cast at a meeting of the unitholders called for that purpose; or
- for more than 12 months beyond the date on which such redeemed units are otherwise payable, unless prior to the expiry of such 12 month period the continuation of such suspension or delay has been approved by the securities regulatory authorities having jurisdiction and by 80% of the votes cast at a meeting of unitholders called for that purpose.

If approval for suspension or delay of redemption payments is not achieved by the appropriate majority of the votes cast at a meeting of the unitholders, the Trustee shall inform the Manager of its intention to terminate the Fund in accordance with the Trust Agreement.

The Fund may enter into an agreement with any unitholder, at the time of subscription, to restrict redemption, where the subscriber would become the holder of such number of units that, in our opinion, a demand for redemption of all units at any one time could place the Fund and other unitholders in a position of undue risk. Such agreement would permit payment of redeemed units to be delayed until, or the redemption price to be determined after, the expiration of an agreed period. Payment of redeemed units thereafter would occur according to normal redemption policy.

If we suspend redemption of units or delay payment for redeemed units:

- unitholders retain all rights with respect to their units, including the right to vote and to receive Distributions, notwithstanding the delivery by such unitholder of a redemption request; and

- the redemption price payable to a unitholder who requested redemption prior to or during the period of suspension or delay will be based upon the computation of net asset value immediately prior to the termination of such suspension or delay.

For more details on calculating the unit price, please see *Calculation of net asset value* in the Annual Information Form.

Buying units of the Fund

You can buy units of the Fund from an Investors Group Consultant, or through an Investors Group Securities Inc. Trade Centre, but generally you cannot purchase them through any other dealer nor may you transfer units of the Fund to an account at another dealer if you became an Investors Group client on or after July 1, 2006. You may request another Investors Group Consultant who is registered in your province of residence to service your account. If you wish to transfer your investment to another dealer you may have to redeem it (please see *Selling units of the Fund* for more information).

When you buy units of the Fund, you usually have to give us written instructions and include full payment in Canadian dollars for your units with your order, unless your account is held by Investors Group Securities Inc. in which event your purchase must be settled within three Business Days.

In the case of purchases of \$1 million or more, your order may not be deemed to be received unless the full amount of the payment in cash is received by us by 10:00 a.m. Central Time. If the cash is received after 10:00 a.m., the Fund may not accept your order until the next Business Day.

You can also give us instructions to buy the units over the telephone, or in some circumstances by email, if you arrange this in advance with your Investors Group Consultant, provided that suitable payment arrangements are in place. If your account is with Investors Securities Inc., you may submit a trade request directly through an Investors Group Securities Inc. Trade Centre.

If your cheque is returned because of insufficient money in your bank account or for any other reason, we sell the units that you bought on the next valuation day. If we sell them for more than you paid, the Fund keeps the difference. If we sell them for less than you paid, we charge you the difference plus any costs and interest.

We may decline any order to buy units within one Business Day of receiving it. If we do decline your order, we will promptly return all of your money to you, but no interest is payable.

We will not issue units in the Fund as consideration for real property or services nor will the Fund acquire real property on the condition or understanding that the seller of the real property will purchase units in the Fund.

Purchase options

You may purchase Series “A” units for new investments. Series “C” units are reserved for investment arrangements entered into prior to July 28, 2003, or for switches of units from other Investors Group Funds purchased prior to July 28, 2003 or under investment arrangements entered into prior to that date. Please see *Automatic regular investments by Pre-Authorized Contributions (PACs)* for more details. Each of these Series is described in more detail below:

Series “A” Units

The Series “A” units may have a redemption fee should you redeem within seven years of the date of purchase (other than when you switch your investment to another Investors Group Fund under the Deferred Sales Charge purchase option). The Series “A” units have a different annual service fee than Series “C” units, as described under *Fees and expenses*. The Deferred Sales Charge is the only option available for investments in the Fund within a Group Plan. For other Investors Group Funds, the Deferred Sales Charge purchase option is not available for investments that are made within a Group TFSA (further details are described in the prospectuses of the other Investors Group Funds).

Series “C” Units

Series “C” units are available for investment arrangements entered into prior to July 28, 2003, or for switches of units from other Investors Group Funds purchased prior to July 28, 2003 or under investment arrangements entered into prior to that date.

If you redeem Series “C” units, the redemption fee schedule in effect at the time of the original investment into the Fund will continue to apply. But, if you continue to acquire Series “C” units through an investment arrangement, the units

you purchase will be subject to the same redemption fees as Series “A” units. Furthermore, the units may be entitled to a refund of service fees paid as explained later under *Service Fee Refunds*.

Minimum Initial Investment

If you are a member of a Group Plan, you can invest in any Investors Group Funds without the requirement to have a minimum investment by your Household of \$15,000.

After making an investment in the Fund (subject to the minimums indicated in this Simplified Prospectus), we may redeem your investment in the Fund if the amount invested falls below \$250, in which event we will return the money less any redemption fees and withholding tax. To buy additional units in the Fund, you must invest at least \$50, but there is no minimum amount for reinvested Distributions (or reinvested service fee refunds in the case of Series “C” units, please see *Service Fee Refunds* for more details).

Selling units of the Fund

You must give us complete written instructions (unless you’ve made arrangements with your Investors Group Consultant to provide instructions over the telephone, or in some circumstances by email or other permitted ways) to sell your units not less than 30 days prior to the valuation day upon which the net asset value for the sale is to be calculated. If your account is with Investors Group Securities Inc., you may submit a trade request directly through one of its Trade Centres. You can sell some or all of your units, or you can sell a certain dollar amount of units. The minimum amount you can sell is \$100 worth of units in the same Series of the Fund.

When you sell units of the Fund you may have to pay a fee and applicable taxes. For more details about fees, please see *Fees and expenses*. Also, a withholding tax may apply if you are taking money out of a Registered Plan (other than a TFSA).

If the amount of your purchase, together with other investments in Investors Group Funds held by you and members of your Household is less than \$15,000 you cannot invest directly in the Fund. You can, however, invest in other mutual funds offered by Investors Group which are sold under a separate prospectus. For more information about purchasing these mutual funds please speak to your Investors Group Consultant. If your investments and those of your Household are \$15,000 or more, the minimum initial investment amount required to buy units of the Fund is outlined in the table that follows:

TYPE OF INVESTMENT

Group RRSP
RRSP, LIRA or Locked-in RRSP
RESP
RRIF or similar Registered Plan
All other investments

MINIMUM INITIAL INVESTMENT

None
None
None
\$5,000
None

When you sell your units, unless we have the consent of The Manitoba Securities Commission not to process redemptions, we will pay the proceeds to you within three Business Days of the day the units are sold, or if your investment is held in Nominee Name the redemption proceeds will be paid into the cash position of your account from which you can make a subsequent withdrawal, unless:

- we have not received complete instructions from you;
- you have not returned any unit certificates issued for the units you are selling;
- there are other applicable restrictions on our records; or
- your payment for buying the units being sold has not yet cleared your bank account.

If any of the above conditions apply, we will either repurchase the units which may have been redeemed as part of your redemption request or not process your order. If we repurchase the units and the redemption proceeds exceed the repurchase amount, the Fund will keep the excess. If the redemption proceeds are less than the repurchase amount, we will pay the difference and you will then be required to reimburse us for this amount and our expenses (including interest).

At any time you may ask to have your account serviced by another Investors Group Consultant who is registered in your province of residence. However, you may not hold units of the Fund in accounts with a dealer other than the Principal Distributors, if you became an Investors Group client on or after July 1, 2006. If you wish to transfer your investment to another dealer, you may have to redeem your units of the Fund and your investment will be subject to any applicable redemption fees.

Switching between Investors Group Funds

When you switch, you sell units of one Investors Group Fund to buy units of another Investors Group Fund.

Unlike other Investors Group Funds, which are valued every Business Day, the units of the Fund are valued only twice per month (please see *Calculation of net asset value* in the Annual Information Form). If you wish to switch your investment from another Investors Group Fund to the Fund on a day other than a valuation day of the Fund, your switch will not occur until the next valuation day of the Fund. During the interim you may elect to switch your investment into Investors Canadian Money Market Fund (or any other Investors Group Fund), subject to the minimum requirements of such fund, pending the investment of these monies into the Fund. Please speak to your Investors Group Consultant for more details.

The same minimum investment and other rules for buying and selling units of the Fund (including the requirement to submit sell instructions not less than 30 days in advance of the applicable valuation day) also apply to switches, except that you can:

- switch any amount of your investment in one Investors Group Fund to another Investors Group Fund in your Investors Group Plan; and
- switch an investment from your Investors Group Plan in any amount to another Registered Plan investment if you no longer qualify to remain as a member of the Group Plan.

When you switch between the Fund and another Investors Group Fund you usually must switch between the same Series. For example, you can switch Series “A” units of the Fund to Series “A” units of another Investors Group Fund and vice versa. In addition to Series “A” and “C” units, some Investors Group Funds that have a No-Load purchase option may offer Series “B” units. You can switch from Series “B” units of another Investors Group Fund to Series “A” units of the Fund, but the units will be subject to the redemption fee schedule applicable to new purchases of Series “A” units of the Fund. You cannot switch Series “A” units of the Fund to Series “B” units of another Investors Group Fund. You generally cannot switch from Series “C” units of the Fund to Series “A” or Series “B” units of another Investors Group Fund, except in circumstances disclosed in the prospectus of that other Investors Group Fund. You cannot switch between Series “A” units and Series “C” units of the Fund or another Investors Group Fund.

Other Investors Group Funds may have different purchase options or Series of units than those described above. For example, the Alto Monthly Income Portfolios also offer “TDSC”, “TNL” and “TC” Series units. The permitted switches to and from these other funds and the Fund are disclosed in the prospectus for these other funds.

Generally, you don’t have to pay a fee for switching units of the Fund to another Investors Group Fund under the Deferred Sales Charge purchase option, however, investments in the Fund are recommended for long term investors. As a result, we may charge a switch fee of up to 2% of the net asset value of units switched from the Fund to another Investors Group Fund, if the switch occurs less than 18 months (548 days) from the date such units were acquired. Please see *Fees and expenses* for more details.

The switch fee will not apply to Series “A” or Series “C” units in the Fund:

- switched by the unitholder into a Registered Retirement Income Fund established for the benefit of the unitholder;
- switched in connection with the death of the unitholder; or
- acquired by way of reinvestment of income or service fee refund.

The switch fee will be calculated based on the net asset value of the units on the date of the switch. Any switch fee charged by us will be remitted to the Fund.

We may amend this switch fee at any time in which event we will provide 30 days notice to unitholders.

Permission to switch from one Investors Group Fund to another at no extra charge is a privilege and not a right and may be cancelled at any time and a switch fee, in addition to the switch fee set forth above, may be charged as determined by us, in which case we will provide 30 days notice to the unitholders.

Optional services

Investors Group offers a variety of optional services to clients. To apply for these optional services, complete an application available from your Investors Group Consultant. As at the date of this Simplified Prospectus, some of the optional services may not be available if your account is held in Nominee Name, including at Investors Group Financial Services Inc.

Registered Plans

We offer a number of Registered Plans including but not limited to the following types:

- Registered Retirement Savings Plan (RRSP);
- Registered Retirement Income Fund (RRIF);
- Registered Education Savings Plan (RESP);
- Life Income Fund (LIF);
- Locked-in RRSP;
- Locked-in Retirement Income Fund (LRIF);
- Prescribed Retirement Income Fund (PRIF);
- Restricted Life Income Funds (RLIF);
- Locked-in Retirement Account (LIRA);
- Tax-Free Savings Account (TFSA);
- Group RRSPs; and
- Group TFSAs.

Employers, unions and formal associations generally consisting of at least five members can also open a Group RRSP or Group TFSA (both referred to as “Group Plan”) with us. If you participate in a Group Plan sponsored by

your employer, remember that your employer doesn’t monitor the performance of any of the funds in the Group Plan. Therefore, you must make your own decisions to purchase units of the Fund based on your review of the performance and any other information available to you.

Automatic regular investments by Pre-Authorized Contributions (PACs)

PACs enable you to make regular investments without writing cheques or sending in written requests. We can arrange with you to withdraw money from your bank, trust company or credit union account to make investments (on the applicable valuation day for the Fund) quarterly, monthly or more often. However, you must invest at least \$50 among your Investors Group Funds with each investment.

We can set up a PAC for you to purchase Series “A” units of the Fund. You can increase or decrease your regular investments under a Series “A” PAC and make additional lump sum investments at any time.

PACs to acquire Series “C” units of the Fund are generally only permitted if you had established a PAC arrangement to purchase Series “C” units of the Fund or another Investors Group Fund prior to July 28, 2003. The total dollar amount of your investment in Series “C” units of Investors Group Funds through a PAC cannot be increased, but we do allow you from time to time to re-allocate which Investors Group Funds you purchase through your Series “C” PAC. You cannot make additional lump sum investments in Series “C” units.

Exemptive relief has been given to the Fund in all jurisdictions from having to deliver annually a copy of the most recent Simplified Prospectus (including amendments) to any person investing through a PAC, unless the person requests to receive a copy. Accordingly, annually we will send you a copy of the Simplified Prospectus for the Fund if you invest through a PAC arrangement and you request to receive it. (Please contact your Investors Group Consultant for more information.) A copy of the Simplified Prospectus (including any amendments) may be found either on the SEDAR website (www.sedar.com), or on the Investors Group website (www.investorsgroup.com).

Automatic regular redemptions by Systematic Withdrawal Plan (SWP)

You can arrange to sell units of the Fund held in a RRIF or similar Registered Plan account with the Principal Distributors through automatic regular redemptions, also known as a Systematic Withdrawal Plan (“SWP”). Generally, you must withdraw at least \$50 for all Investors Group Funds held in

the same account for each redemption done under a SWP. You must give us instructions to set up a SWP, or to change the amount of the regular withdrawal (other than changes to meet minimum prescribed withdrawals), not less than 30 days prior to the valuation day upon which the net asset value for the first redemption is to be calculated. You can sell your units as often as monthly, but you must ask us to sell units at least quarterly (other than for the minimum withdrawals required to be made from a RRIF or similar Registered Plan, in which case an annual or semi-annual SWP can be set up for you) and withdrawals can only be made on valuation days for the Fund. You can also ask us to sell units outside your SWP, subject to the normal redemption rules. Please remember that automatic redemptions may eventually deplete your investment.

A SWP cannot be set up for investments held in a Registered Plan, other than for a RRIF or similar Registered Plan to allow at least for the minimum prescribed withdrawals. When you sell units under a SWP, we will send the proceeds (in Canadian currency) within three Business Days into your bank account from the day the units are sold or to the cash position of your account if your investment is held in Nominee Name, or at your request we will send you a cheque.

You generally won't have to pay a fee for making regular redemptions if the redemption fee schedule that applies to the units sold has expired. In addition, when you make regular redemptions of units acquired under the Deferred Sales Charge purchase option using a SWP, you won't have to pay a redemption fee when the amount redeemed from all Investors Group Funds within the calendar year is less than 12% of the value (as at December 31st of the previous year) of your investment in Investors Group Funds purchased under the Deferred Sales Charge purchase option that are held in the same RRIF or similar Registered Plan. For example, if the value of your units or shares in all Investors Group Funds (other than units or shares held on a No-Load basis) held within the same RRIF was \$10,000 as at December 31st, you could redeem during the next year without a redemption fee up to \$1,200 from these units or shares in your RRIF. If you redeem more than this amount under your SWP, a redemption fee may apply based on the excess amount you redeem. We calculate this fee in advance based on the total amount you will be redeeming during the year, and deduct a portion of this fee from each withdrawal.

If you open a RRIF or similar Registered Plan account during the year, the amount of fee free redemptions under a SWP will be based on the market value of units or shares (other than units or shares held on a No-Load basis) held in

the same RRIF or similar Registered Plan at the time the account is opened, and will be pro-rated based on the number of SWP redemptions remaining in the year.

If you make additional purchases (other than re-investment of Distributions) during the year in your account of eligible units or shares, including switches from units or shares held on a No-Load basis, the fee free amount will also be adjusted by the value of the purchases and will be pro-rated based on the number of SWP redemptions remaining in the year relative to the number of redemptions scheduled during a full year. Any Distributions received with respect to one Investors Group Fund and reinvested in another, occurring within your RRIF or similar Registered Plan, will reduce the fee free redemptions available under your SWP plan in the current year.

Please speak to your Investors Group Consultant about the amount of fee free redemptions you may receive under your SWP.

Redemptions made outside your SWP will be subject to any redemption fees that may apply.

Automatic switching by Systematic Transfer and Exchange Plan (STEP)

If your units of the Fund are held in an Retirement Income Fund (RIF), you can automatically switch units of the Fund for units of the same Series of another Investors Group Fund, provided that you meet the usual minimum investment requirement and only for the purpose of re-balancing your RIF or meeting minimal withdrawal requirements. You can switch units in a RIF as often as monthly, except for the applicable registered accounts which can sell units annually to allow for at least the minimum prescribed withdrawals. As mentioned under *Fees and expenses*, you do not normally have to pay a fee when switching between Investors Group Funds. For investments held within a RRIF or similar Registered Plan, you can automatically switch units within the same account or to a non-registered or TFSA account on a valuation day. You can not set up a STEP that involves a switch from non-registered, RESP or Locked-in RRSP account.

If you already have an RRIF or similar Registered Plan account and wish to set up a STEP into your No-Load Investors Canadian Money Market Fund during the year, the amount of fee free transfers will be based on the value of your investment under the Deferred Sales Charge purchase option as at December 31 of the previous year. This amount will be adjusted for any current year purchases under this option, and will be pro-rated based on the number of STEP switches remaining in the year. (Please see the *Automatic*

regular redemptions by *Systematic Withdrawal Plan (SWP)* section above for more information.)

Automatic reinvestment of Distributions

The Fund may earn rental, interest, or other income from its investments. It may also realize capital gains when it sells investments at a profit. When the Fund makes a payment to you, such as income (after deducting expenses) and net realized capital gains, or a return of capital, these payments are called *Distributions*.

We automatically reinvest your Distributions to buy additional units of the same Series of the Fund. You may request that we direct your Distributions to buy units in a permitted Series of another Investors Group Fund. If your investment is not held in a Registered Plan, and you have not already set up a SWP from your account, you can ask us to pay Distributions to you in cash (or to the cash position of your account if your investment account is with Investors Group Security Inc.). Distributions from the Fund held within a Registered Plan (aside from a TFSA), other than any minimum required Distributions from a RRIF or similar Registered Plan, must be reinvested into your Registered Plan. Distributions from investments in a TFSA account may generally be paid out to you.

Units acquired with reinvested Distributions in Series “A” will be subject to the service fee that applies to Series “A” units.

Investors Group Charitable Giving Program

The Investors Group Charitable Giving Program (the “Program”) is a donor-advised charitable giving program developed by Investors Group with the Strategic Charitable Giving Foundation (the “Foundation”), a non-profit charitable corporation registered as a public foundation with the Canada Revenue Agency and with the Quebec Ministry of Revenue. Your Investors Group Consultant can provide you with additional details about the Program, including how to donate units of any Investors Group Funds to the Foundation and the current list of “Eligible Funds” (as discussed below).

The Program allows you to make irrevocable donations to the Foundation and, in so doing, establish a Charitable Giving Account (the “Account”) within the Program to hold

the proceeds of your donation. The Foundation will invest the proceeds in a permitted Investors Group Fund (the “Eligible Fund”) and make grants over a period of years to Canadian charities and other permitted entities as set out in the *Tax Act* (the “Eligible Charities”). An Account may only invest in a single Eligible Fund at any time.

Your initial donation under the Program must be at least \$25,000 (comprised of cash, securities and/or insurance), unless the donation is a donation of life insurance from a living person, in which case the policy must have a net death benefit of at least \$25,000. (No cash surrender value is required.) Subsequent donations to the Account must be at least \$5,000 (although you may make subsequent smaller donations to pay the premiums associated with a donated life insurance policy). Donors are usually entitled to a tax receipt for the market value of their donation on the date it is accepted by the Foundation.

Although the Foundation is the owner of the assets you donate, it will generally act on your recommendations (or those of persons authorized by you) with respect to selecting the Eligible Fund and Eligible Charities that you wish to receive annual grants, and also with respect to determining how the Account will be managed after your lifetime.

The Program facilitates philanthropy and offers donors benefits similar to having their own private foundation, without the initial administrative costs and responsibilities. An annual charitable administration fee applies to all assets held in the Account, other than donations of life insurance policies for which the proceeds have not yet been paid. In addition, each Account in the Program pays a pro rata share of the Foundation’s annual operating expenses, including grant activity charges specific to each Account. These fees will be automatically deducted semi-annually from the Account. The Foundation reserves the right to change these fees at any time with appropriate notice.

You should consult your tax advisor about the tax benefits and consequences of making a donation to the Foundation. Further information about the Program can be found on our website at www.investorsgroup.com.

Fees and expenses

There are certain fees and expenses associated with investing in the Fund. The following tables list the fees and expenses you may pay if you invest in the Fund. The Fund pays some of these fees and expenses, which reduces the value of your investment. You may pay other fees and expenses directly, including account administrative or transaction fees payable to the Principal Distributors that may not be directly associated with your investment in the Fund.

Fees and expenses paid by the Fund

Management fees The Fund pays an annual management fee of 2% of its average net assets calculated daily, paid semi-monthly on each valuation day of each month for management services provided to the Fund.

Operating expenses Administration fee and Fund costs

The Fund pays an administration fee calculated as an annual percentage (accrued and payable daily) of the net asset value of each Series of each Fund, as follows:

- Series “A” – 0.16% of net assets
- Series “C” – 0.13% of net assets

In exchange for this fee, the Manager pays costs and expenses required to operate the Fund including audit, accounting, legal, record-keeping, transfer agency, prospectus and regulatory filing fees (including any portion of the Manager’s registration fees attributable to the Fund), custody safekeeping fees and other expenses that are not otherwise included in the management fee, except for certain “Fund Costs”. Fund Costs are allocated among the Series of the Fund on a fair and reasonable basis. Each Series will bear, separately, any expense that can be specifically attributed to that Series. Common expenses will be allocated among all Series in the manner which we determine to be the most appropriate based on the nature of the expense. Fund Costs include the following fees and expenses:

- the costs of derivatives they may use including forward contracts;
- any regulatory fee increases and costs of complying with new regulatory requirements after July 25, 2007;
- fees related to external services that are not commonly charged in the Canadian mutual fund industry as of July 25, 2007;
- taxes (including, but not limited to, GST);
- interest and borrowing costs;
- an annual trustee fee of 0.05% of its average net assets calculated and payable semi-monthly;
- brokerage fees and other securities transaction expenses;
- the portion of the member fees and any expenses incurred in connection with the IRC payable by the Fund (“IRC Costs”);
- appraisal fees; and
- service fees (please see below).

IRC Costs include, without limitation, an annual retainer, a per meeting fee for each meeting attended, reimbursement of reasonable expenses incurred by members of the IRC in the performance of their duties (such as travel and accommodation), CPP payments made on behalf of the IRC members liability insurance and expenses paid directly to service providers for services provided to any IRC member. For the six month financial year ended March 31, 2009, IRC Costs for Investors Group Funds were approximately \$138,629.

Transitional Operating Expense Adjustment

Until December 31, 2009 (the “Implementation Period”), the Fund and certain other Investors Group Funds that pay a similar administration fee (referred to here collectively as the “Participating Funds”) may be required to pay to the manager an additional amount (the “Operating Expense Adjustment”) if

**Operating expenses
(continued)**

in any month during the Implementation Period when the combined average net assets of all of the Participating Funds (the “Monthly Net Assets”) fall below 95% of the net assets of the Participating Funds as at October 1, 2007 (the “Starting Net Assets”). Investors Group will be entitled to receive an Operating Expense Adjustment for that month in such amount that will result in the Participating Funds collectively paying an administration fee for the month equal to the administration fee that would have been payable had the Monthly Net Assets equaled 95% of the Starting Net Assets throughout the month.

If, in a subsequent month, the Monthly Net Assets increase to an amount equal to or greater than 95% of the Starting Net Assets, the Operating Expense Adjustment will not be payable. If, however, there is a subsequent month during the Implementation Period when Monthly Net Assets decline to less than 95% of Starting Net Assets, the Adjustment will once again be payable. Accordingly, the Operating Expense Adjustment may be charged one month, but not the next, or vice versa, based on the Monthly Net Assets at the end of each month during the whole implementation period.

It is anticipated that the Operating Expense Adjustment will be paid shortly after the end of any month for which it is incurred. The Operating Expense Adjustment will be allocated proportionately amongst the Participating Funds based on the administration fees that are payable by each Participating Fund for that month prior to the Operating Expense Adjustment (so all Participating Funds pay a proportionate share regardless of whether the individual Participating Fund’s assets are at, above or below the 95% level).

If an Operating Expense Adjustment is payable in the last month of the Implementation Period, being December 2009, and the Monthly Net Assets remain below 95% of Starting Net Assets in January 2010 and afterward, then the Operating Expense Adjustment will continue to be payable until such time as Monthly Net Assets equal at least 95% of the Starting Net Assets. Therefore, if the Monthly Net Assets are below the 95% threshold on December 31, 2009, the Operating Expense Adjustment will remain payable until the first month-end thereafter when the Monthly Net Assets of the Participating Funds exceed the 95% level. If, however, no Operating Expense Adjustment is payable for the month of December 2009, then regardless of the Monthly Net Assets in January 2010, no Operating Expense Adjustment will be payable thereafter.

This fee adjustment has been payable for several months since March 2008 and is reflected in the management expense ratio of the Fund.

Service Fee

In addition, the Fund pays a service fee. The level of the service fee is different for each series, as follows:

Series	Service Fee as a Percentage of Net Asset Value
“A”	.30% annually, accrued and payable semi-monthly
“C”	.50% annually, payable quarterly on or about the last Business Day of January, April, July and October

The service fee is intended to compensate the Principal Distributors for providing or arranging for the provision of services to the Fund, including the issue, granting, allotment, acceptance, endorsement, renewal, processing, variation, transfer of ownership, or redemption of units. For Series “C” units, you may receive some or all of the service fee back from the Fund. For more details, please see *Service Fee Refunds*.

We may absorb certain operating expenses or waive a portion of the Fund’s management fee (or administration fee) to ensure that the Fund remains competitive. There is no assurance that this will occur in the future.

Management fee and expense reductions	The Manager may negotiate a reduction in the management fee (or administration fee) and/or any other operating expenses which are charged to the Fund with respect to any particular unitholder's investment in the Fund. The level of reduction will generally be based on a unitholder's asset level, the types of investments purchased, and the level of service required by the unitholder. The Manager may discontinue these reductions at any time by giving written notice to the unitholder. Please speak to your Consultant if you wish to determine whether the Manager is prepared to negotiate a management fee and expense reduction in your circumstances.
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Fees and expenses paid by you

Initial sales charges (payable at purchase)	None.
Switch fees	You may have to pay a switch fee of up to 2% of the net asset value of any units of the Fund acquired by you, other than by way of a reinvestment of income or the service fee refund, that are switched to another Investors Group Fund if the switch occurs less than 18 months (548 days) from the date the units in the Fund were acquired (please see <i>Switching between Investors Group Funds</i>).

Redemption fees You may have to pay a fee for selling your Series "A" units of the Fund. The fee is based on the number of years you have held your investment.

When you sell your units	You pay
Within 2 years after you bought them	5.5% of the amount you sell
During 3rd year after you bought them	5.0% of the amount you sell
During 4th year after you bought them	4.5% of the amount you sell
During 5th year after you bought them	4.0% of the amount you sell
During 6th year after you bought them	3.0% of the amount you sell
During 7th year after you bought them	1.5% of the amount you sell
More than 7 years after you bought them	you don't pay any fee

For more details, please see *Impact of sales charges*.

If you redeem Series "C" units, the redemption fee schedule in effect at the time of the original investment into the Fund will continue to apply. But, if you continue to acquire Series "C" units through a pre-existing PAC arrangement, the units you purchase will be subject to the same redemption fee as the Series "A" units.

You don't have to pay a fee for selling units of the Fund if:

- you sell your Series "A" units more than seven years after you buy them;
- you sell your Series "C" units that were subject to a redemption fee and the redemption fee has now expired;
- in certain circumstances using automatic regular redemptions under a SWP arrangement. For more details, please see *Automatic regular redemptions by Systematic Withdrawal Plan (SWP)*; or
- you are selling units within a Group Plan, although a 1% fee may apply to redemptions from a Group RRSP, as described below under Fees for Group Plans, unless the redemption fee schedule that applies to those units has expired.

Fees for Group Plans

You don't have to pay a separate fee for opening a Group Plan with us. Other than internal switches within your Group RRSP, you may have to pay a fee of up to 1% of the value of your units in an account held within a Group RRSP if you redeem them within five years after they are acquired by the Group RRSP. These fees are in addition to any withholding taxes that may apply. If you redeem units from a Group TFSA the regular Deferred Sales Charge redemption fees apply. For other Investors Group Funds, there is generally no fee for redeeming units from a Group TFSA.

Impact of sales charges

The following table shows the sales charges and redemption fees you would pay to buy and sell units if:

- you invest \$1,000 in a Fund;
- your investment grows by 5% each year;
- you hold the investment for one, three, five or ten years*; and
- you sell your units immediately before the end of each of these time periods.

	When you buy your units	When you sell your units after			
		1 year	3 years	5 years	10 years
Series "A" units	None	\$57.75	\$57.88	\$51.05	None
Series "C" units**	None	\$57.75	\$57.88	\$51.05	None

*When you sell units of the Fund within seven years of the date you buy them, you may have to pay a redemption fee.

**Series "C" units are offered only for switches of units from other Investors Group Funds that were purchased prior to July 28, 2003 or under investment arrangements (PACs) entered into prior to that date.

Service Fee Refunds (Series "C" Units only)

Series "C" units of the Fund pay a quarterly service fee to the Principal Distributors of $\frac{1}{4}$ of 0.50% of its net asset values, calculated and payable on or about the last Business Day of January, April, July and October.

The Fund may refund a portion of this service fee (referred to as a "Service Fee Refund" or "Refund") if:

- you invest in Series "C" units of the Fund; and
- the total value of your investments and those of other members of your Household Investments (as described in greater detail below) is at least \$35,000.

The following table shows the amount of the Refund for Series "C" units:

Total value of your household investments (not including Money Market Funds)

Total value of your household investments (not including Money Market Funds)	Amount of Refund
over \$150,000	Full Refund of Service Fee
\$100,000 - \$150,000	60% of Service Fee
\$35,000 - \$99,999	30% of Service Fee
Less than \$35,000	No Refund

For the purpose of determining your Refund, your "Household Investments" include the value of all your investments (and those members of your Household) in Series "C" units (or "Tc" units of the Alto Monthly Income Portfolios) in any Investors Group Fund, other than Investors Group money market funds or Money Market-Like Funds, but just units purchased under the Deferred Sales Charge purchase option in Investors Group Income Funds that would be considered Series "C" units if transferred into the Fund. As well, any investments in any Series of the Investors Group Corporate Class Funds made prior to July 28, 2003 will be considered towards the calculation of your Service Fee Refund.

The Refund is used to buy additional Series "C" units within the same purchase option of the Fund, or if the Investors Group Funds are held within the same Registered Plan account (including your TFSA) the Refund may be reinvested in the same purchase option of the Investors Group Fund in your account that distributes the largest Service Fee Refund. You don't have to pay any redemption fee on these additional Series "C" units.

In order to minimize transactional processing costs, we may consolidate the service fee Refunds of all your investments in Investors Group Funds held within the same Registered Plan or the same Investors Group client account. Also, we may elect to establish a transactional minimum amount for the processing of Service Fee Refunds, in which case we will notify you in advance if this occurs.

Dealer compensation

Payments to your Investors Group Consultant

Your Investors Group Consultant receives compensation for the sale of Investors Group Funds as follows:

- for purchases made under the Deferred Sales Charge purchase option, a sales commission of up to 4.10% of the amount you invest. There is no sales commission paid for Investors Group Funds purchased under a No-Load purchase option. In addition, if your Consultant has been with us for less than two years, he or she may receive an additional commission payment each month of up to 50% of his or her sales commission earnings to help establish their practice;
- for purchases made under the No-Load purchase option, an annual trailing commission of up to 0.35% payable monthly based on the average monthly value of all *qualified client assets* serviced by the Consultant that were purchased on a No-Load basis; and
- for purchases made under either the Deferred Sales Charge or No-Load purchase options, an additional annual trailing commission of up to 0.38% payable monthly based on the average monthly value of all *qualified client assets* that the Consultant services. This additional annual trailing commission is the same rate for all Consultants. Also, your Consultant may qualify for a further annual trailing commission payment of up to 0.25% of the value of all *qualified client assets* that were originally purchased under the Deferred Sales Charge purchase option after the Deferred Sales Charge schedule has lapsed.

Qualified client assets comprise up to 100% of assets invested in the Fund and Investors Group equity and balanced funds; up to 100% invested in certain Investors Group Portfolio funds; up to 50% of assets invested in Investors Group Income Funds; up to 35% invested in the Investors Cornerstone Portfolios (when available); and up to 25% of assets invested in Investors Group Money Market-Like Funds.

We don't pay your Consultant a sales commission on reinvested Distributions. We may, however, pay your Consultant a one-time commission amount if you switch units purchased under a No-Load purchase option in another Investors Group Fund to Series "A" units of the Fund.

The amount of the sales commission and the trailer commissions vary among Consultants depending on various factors that may include assets serviced, sales volumes and professional qualifications. We may change these amounts at any time without prior notice.

The compensation amounts payable on investments made through an account with Investors Group Securities Inc. may be slightly less than that paid on investments made through an account with Investors Group Financial Services Inc.

The information in this section may not apply to *iProfile* Pools which have a different compensation structure. More information can be found in the Simplified Prospectus of the *iProfile* Pools.

Other incentives

We may from time to time reimburse your Investors Group Consultant for all or a portion of his or her marketing costs, including advertising. We may also pay all or a portion of the cost for your Investors Group Consultant to attend educational or business courses or conferences that we sponsor, including annual business conferences. We may also pay prize awards and performance bonuses to your Consultant, or provide practice credits that may be paid in cash or used towards a variety of business, benefit and educational related expenses, based on the dollar amount of the various products and investments distributed by the Consultant during the year, as well as bonuses for career achievements such as obtaining an educational designation, license or program completion. Some prizes and bonuses paid for Investors Group Funds may be higher than those paid for other products. Your Consultant may own, directly or indirectly, shares of IGM Financial Inc.

Dealer compensation from management fees

An amount equal to approximately 51% of the management fees earned from Investors Group Funds for the calendar year ended December 31, 2008 was used by the Principal Distributors to offset the cost of sales commissions, marketing and promotional expenses, and educational conferences.

Income tax considerations for investors

This summary takes into account the current provisions of the *Tax Act* and the regulations thereunder, as well as all publicly announced proposals to amend the *Tax Act* and regulations as of the date hereof. This summary also takes into account the current published administrative practices and policies of the Canada Revenue Agency. This summary does not take into account provincial or foreign income tax legislation or considerations.

This section is a general summary of how your investments in the Fund are taxed. This summary does not deal with all

possible tax considerations. Therefore, **please consult with a tax advisor about your own circumstances.**

Units held in a Registered Plan

The units of the Fund are qualified investments for Registered Plans.

Generally, no tax will be payable on net income and net capital gains distributed by the Fund on units held in a Registered Plan (including your TFSA), or on any gains realized by a Registered Plan on the redemption or switch of units of the Fund, provided that the proceeds remain in the Registered Plan.

Withdrawals from a Registered Plan, other than withdrawals of contributions from RESPs or withdrawals from a TFSA, will be subject to withholding tax as required by law. You can claim a credit for this tax when you file your income tax return.

If you hold units in a RESP, Educational Assistance Payments (“EAP”) made to a beneficiary by your RESP are included in the beneficiary’s income. You may receive a tax-free refund of your contribution after you repay any Canada Education Savings Grants paid into your RESP. In certain circumstances, if the beneficiary of your RESP does not pursue a qualifying education, you may transfer up to \$50,000 of accumulated income and capital gains to your RRSP, assuming that you have sufficient unused RRSP contribution room. Otherwise, the income and capital gains of your RESP that have accumulated can be paid to you as an Accumulated Income Payment (“AIP”) under certain conditions and you must include these amounts in your income and, in addition to ordinary income tax, you must pay a special additional 20% tax. If, at the termination of your RESP, there remains money in your RESP that cannot be withdrawn as an EAP or AIP, that money will be paid to an educational institution that you designate when you set up the RESP or, if you did not make a designation, to an institution designated by the RESP trustee.

Units held outside a Registered Plan

If you hold units outside a Registered Plan, then you will be required to include in computing income the net income and a portion of the net capital gain (the taxable capital gain) of the Fund distributed to you in the year, whether or not such Distributions are reinvested in additional units of the Fund. Distributions in respect of management fee and/or operating expense reductions will be paid first out of the Fund’s income and capital gains, and then, if necessary, as a return of capital.

You will receive a tax slip each year that shows your share of the Fund’s Distributions of:

- dividends from Canadian corporations including eligible dividends;
- capital gains;
- other income; and
- return of capital.

Generally, where a Distribution to you exceeds your share of the Fund's net income and net capital gains, the excess will be considered to be a return of capital, unless the Fund elects to consider all or a portion of that Distribution to be income. You will not be taxed on a return of capital, but it will reduce the adjusted cost base of your units, unless the Distribution is reinvested. If a return of capital Distribution reduces the adjusted cost base so that it becomes a negative amount you will be deemed to realize a capital gain equal to such amount and the resulting negative cost base will be increased back to zero by the deemed capital gain. Service Fee Refunds distributed to eligible holders of Series "C" units are also a return of capital and will not be included in your income.

One reason Distributions from the Fund may exceed your allocation of income from the Fund in a particular year is because the Fund has claimed capital cost allowance in determining its taxable income for that year. The portion of the Distribution that is in excess of your share of income is treated like a return of capital. If you subsequently redeem your units in the Fund, your share of previously claimed capital cost allowance, which was previously treated as a return of capital, will be designated to you as income for tax purposes. This designation will result in a corresponding increase in the adjusted cost base of your units immediately prior to the redemption occurring.

The Fund intends to make the appropriate designations so that (a) taxable dividends from taxable Canadian corporations and (b) realized capital gains distributed by the Fund will retain their identity for tax purposes in your hands, and you will be provided with a tax slip each year that shows your share of such designations from the Fund.

By making such designations, taxable dividends on shares of taxable Canadian corporations distributed to you will be eligible for the dividend gross-up and tax credit rules contained in the *Tax Act* and only the taxable portion of capital gains distributed to you will be required to be included in computing your income for tax purposes. Where Distributions are designated as foreign income, you will be treated

as having paid your proportionate share of any foreign taxes paid by the Fund on that income, and you may be entitled to claim a foreign tax credit in respect of that income.

What are your legal rights?

Securities legislation in some provinces and territories gives you the right to withdraw (the “Withdrawal Right”) from an agreement to buy units of mutual funds within two Business Days of receiving the prospectus, or to cancel your purchase within 48 hours of receiving confirmation of your order.

Securities legislation in some provinces and territories also allows you to cancel an agreement to buy units of mutual funds and get your money back, or to make a claim for damages, if the prospectus or financial statements misrepresent any facts about the mutual fund (the “Misrepresentation Right”) or in the case of a failure to deliver the Simplified Prospectus. These rights must usually be exercised within certain time limits.

If you set up a PAC into the Fund, you will not have a Withdrawal Right for your purchases other than in respect of your initial purchase, unless you are entitled to receive (or request to receive) the most recent copy of the Simplified Prospectus of the Fund annually, but you will have a Misrepresentation Right whether or not you receive annually a copy of the most recent Simplified Prospectus for the Fund.

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

Guide to specific information about Investors Real Property Fund

1 Fund details

2 What does the Fund invest in?

3 Who should invest in this Fund?

4 Distribution policy

Specific information about Investors Real Property Fund

1 Fund details

Type of fund	Real Property
Date started	January, 1984 (Series "C" units) ¹ July, 2003 (Series "A" units)
Eligible for registered plans	Yes
Type of securities	Series "A" and Series "C" mutual fund trust units
Portfolio Advisor and Manager	I.G. Investment Management, Ltd. (Winnipeg)

¹ Series "C" units were created by the consolidation of two former classes of units in 2003. For more details please see *Significant changes* in the Annual Information Form.

2 What does the Fund invest in?

Investment objective

The principal objective of the Fund is long term capital growth combined with a continued income stream through investments in real property located in Canada. To achieve this objective the Fund has assembled and intends to continue to assemble a diversified portfolio of income producing real properties with a better than average growth potential.

Subject to other investment restrictions, the Fund may also invest in non-Canadian assets, where it is deemed that the potential for growth provides a supplement to the Fund's Canadian holdings.

To change its fundamental investment objective, the Fund needs the approval of a majority of its investors who vote at a meeting held for this purpose, unless we are required by law to make the change. In all other respects, however, the Fund's investment practices may be changed without restriction so long as the Fund conforms with the Rules and the documents establishing the Fund by amending its prospectus and, in certain situations, by mailing notice of the change to each unitholder at least 60 days before the effective date of the change. When a meeting for the Fund is held, unitholders will receive all the disclosure and notice material and will be able to vote at the meeting.

3 Who should invest in this Fund?

You should consider investing in this Fund if you:

- 1) are looking for long term capital growth combined with an income stream through a diversified portfolio of real property investments; and
- 2) intend it to be a component of your overall investment portfolio.

When determining whether the Fund is suitable for you, you should also consider both the volatility associated with the Fund, as well as the effect that its volatility will have on the overall volatility of your whole investment portfolio. Under the volatility classification guidelines recommended by the Investment Funds Institute of Canada, we have classified the Fund as having a low level of volatility.

4 Distribution policy

The Fund's policy is on the valuation day at the end of each month to distribute income earned by each Series of the Fund, other than net realized capital gains, among unitholders of that Series of the Fund in proportion to the number of units held at the time of distribution. Unless it is specifically directed to pay such income to a unitholder, the Trustee will automatically reinvest such income in additional units. If the Trustee is directed to pay such income to a unitholder it will do so within seven Business Days after the valuation date on which it becomes payable.

The Trustee may accumulate all net realized capital gains and may, in its discretion, distribute such net realized capital gains on a valuation day which occurs in the month of December of each year among unitholders of each Series of the Fund in proportion to the number of units held at the time of distribution. Such capital gains Distributions will be automatically reinvested in further units unless a unitholder has directed the Trustee to pay out capital gains Distributions to that unitholder.

The following is an overview of the information about the Fund described in *Specific information about Investors Real Property Fund*.

1 Fund details

This section is a quick overview of the Fund. It tells you that this is a real property fund. It also tells you:

- when each Series was started;
- that it is eligible for Registered Plans;
- the nature of the securities offered by the Simplified Prospectus; and
- the name of the Manager.

2 What does the Fund invest in?

This section gives you information about the investment objective and strategies of the Fund. The investment objective information describes the basic goal of the Fund as well as the type of securities in which it may primarily invest. The investment strategies detail how the Manager plans to achieve the investment objective.

The Fund follows standard investment Rules for mutual funds, except that it has obtained an exemption order allowing it to invest in real property, and will continue to do so unless it has permission from the Canadian securities regulators to deviate from these Rules. In keeping with the Rules, the Fund may hold cash, and cash-like investments such as government issued treasury bills and other money

market instruments, to a greater or lesser extent depending on prevailing market conditions, available investment opportunities, and anticipated cash needs. If necessary, the Fund may temporarily depart from its investment objectives and strategies by investing in these short-term debt instruments and cash.

3 Who should invest in this Fund?

This section tells you the kind of person for whom the Fund is most suitable. When you're deciding whether to purchase a mutual fund, you should think about how comfortable you are with risk, and how long you want to keep your money in the investment. Any investment you make should be in keeping with your long-term investment goals.

The Investment Funds Institute of Canada ("IFIC") has determined that one measure of the risk associated with an investment in mutual funds is the difference in their returns from year to year (often referred to as "volatility"). On this basis, a general volatility risk rating can be determined for the Fund based on industry accepted guidelines that compare the performance of mutual funds having similar investment objectives and strategies to one or more benchmark indices. The Fund has been assessed as having a particular level of volatility risk based on the typical expected volatility of their peer group. If the actual performance of the Fund is more volatile than typical for its group, its risk rating may be adjusted to an appropriate higher rating, and if it is less volatile, it may be adjusted to an appropriate lower rating.

We have done an analysis of the performance of the Fund and included our assessment of the volatility risk classification for the Fund based on the range of ratings recommended by IFIC. Accordingly, the specific information for the Fund indicates the volatility risk category that is expected to be based on its past performance and/or its anticipated performance.

As at December 31, 2008, the range of ratings recommended by IFIC (which can change at any time) were as follows:

- Very low – for mutual funds with year-to-year performance that typically varies by approximately 0 - 1% above or below their expected long-term annual performance (typically for money market funds);
- Low – for mutual funds with year-to-year performance that typically varies by approximately 1 - 5% above or below their expected long-term annual performance (typically for many Canadian fixed income funds);
- Low to Moderate – for mutual funds with year-to-year performance that typically varies by approximately 5 - 12%

above or below their expected long-term annual performance (typically for asset allocation funds and balanced funds, although some equity funds qualify);

- Moderate – for mutual funds with year-to-year performance that typically varies by approximately 12 - 19% above or below their expected long-term annual performance (typically for Canadian and global large capitalization equity funds);
- Moderate to High – for mutual funds with year-to-year performance that typically varies by approximately 19 - 23% above or below their expected long-term annual performance (typically for equity funds that invest in specific countries or in certain larger industries); and
- High – for mutual funds with year-to-year performance that can typically vary by approximately 23% or more above or below their expected long-term annual performance (typically for equity funds with a narrow investment focus or that invest in higher risk regions of the world such as emerging markets).

For example, an investor in a 'very low' volatility mutual fund with an expected annual long-term return of 5% can usually expect the performance of the mutual fund to vary between 4% and 6% each year, whereas a 'high' volatility mutual fund with the same long-term expected return can expect its performance to vary by greater than between -18% and +28% each year, based on the past performance history of the benchmark index of its peer group. (The expected returns used in this example are for illustrative purposes only and are not intended to represent the expected future performances of the Fund. Please keep in mind that past performance does not necessarily indicate future performance.)

Although the Fund is unique and does not have a peer group, we were able to determine a risk classification for the Fund by comparing the IFIC ratings to the past performance of the Fund over several time periods (5, 10, 15, 20 and 25 years).

Whether the Fund is suitable for you will depend on your own circumstances. Your Investors Group Consultant can help you evaluate whether a particular Fund is suitable for you.

Please see the section *What are the risks of investing in this Fund?* for more information.

4 Distribution policy

This section tells you how often the Fund distributes income and capital gains. The amount of Distributions to be paid by a Series may be affected by the level of expenses charged to each Series relative to the total expenses of the Fund, and the

5 Fund expenses indirectly borne by investors

28 Investors Real Property Fund

5 Fund expenses indirectly borne by investors

	Fees and expenses paid			
	over 1 year	over 3 years	over 5 years	over 10 years
Series "A"	\$26.28	\$82.84	\$145.19	\$330.50
Series "C"	\$27.98	\$88.21	\$154.61	\$351.93

You can find more information about expenses under *Fees and expenses*.

level of redemptions for that Series relative to the total redemptions from all the Series of the Fund. Please see *Automatic reinvestment of Distributions* and *Income tax considerations for investors* for more information.

Distributions are always reinvested into the same Series of the Fund unless you ask us to pay them to you if your investment is not held within a Registered Plan. Please see *Automatic reinvestment of Distributions* for more information. The Manager may elect to have Distributions paid less frequently if this is deemed to be in the best interests of the Fund and its unitholders.

5 Fund expenses indirectly borne by investors

This table helps you compare the cost of investing in the Fund with the cost of investing in other similar mutual funds. It shows the fees and expenses paid by the Fund assuming:

- you invest \$1,000 in Series "A" or "C" units of the Fund on January 1st;
- the Fund has a total return of 10% each year, not including sales charges or other optional expenses;
- all Distributions are reinvested each year; and
- each Series of the Fund has the same annualized management expense ratio, after any fee or expense reductions, each year as it did for the six month fiscal year ended March 31, 2009.

You can also find information about fees and expenses under *Fees and expenses*.

Specific information about Investors Real Property Fund

Fund details

Type of fund	Real Property
Date started	January, 1984 (Series "C" units) ¹ July, 2003 (Series "A" units)
Eligible for registered plans	Yes
Type of securities	Series "A" and Series "C" mutual fund trust units
Portfolio Advisor and Manager	I.G. Investment Management, Ltd. (Winnipeg)

¹ Series "C" units were created by the consolidation of two former classes of units in 2003. For more details please see *Significant changes* in the Annual Information Form.

What does the Fund invest in?

Investment objective

The principal objective of the Fund is long term capital growth combined with a continued income stream through investments in real property located in Canada. To achieve this objective the Fund has assembled and intends to continue to assemble a diversified portfolio of income producing real properties with a better than average growth potential.

Subject to other investment restrictions, the Fund may also invest in non-Canadian assets, where it is deemed that the potential for growth provides a supplement to the Fund's Canadian holdings.

To change its fundamental investment objective, the Fund needs the approval of a majority of its investors who vote at a meeting held for this purpose, unless we are required by law to make the change. In all other respects, however, the Fund's investment practices may be changed without restriction so long as the Fund conforms with the Rules and the documents establishing the Fund by amending its prospectus and, in certain situations, by mailing notice of the change to each unitholder at least 60 days before the effective date of the change. When a meeting for the Fund is held, unitholders will receive all the disclosure and notice material and will be able to vote at the meeting.

Who should invest in this Fund?

You should consider investing in this Fund if you:

- 1) are looking for long term capital growth combined with an income stream through a diversified portfolio of real property investments; and
- 2) intend it to be a component of your overall investment portfolio.

When determining whether the Fund is suitable for you, you should also consider both the volatility associated with the Fund, as well as the effect that its volatility will have on the overall volatility of your whole investment portfolio. Under the volatility classification guidelines recommended by the Investment Funds Institute of Canada, we have classified the Fund as having a low level of volatility.

Distribution policy

The Fund's policy is on the valuation day at the end of each month to distribute income earned by each Series of the Fund, other than net realized capital gains, among unitholders of that Series of the Fund in proportion to the number of units held at the time of distribution. Unless it is specifically directed to pay such income to a unitholder, the Trustee will automatically reinvest such income in additional units. If the Trustee is directed to pay such income to a unitholder it will do so within seven Business Days after the valuation date on which it becomes payable.

The Trustee may accumulate all net realized capital gains and may, in its discretion, distribute such net realized capital gains on a valuation day which occurs in the month of December of each year among unitholders of each Series of the Fund in proportion to the number of units held at the time of distribution. Such capital gains Distributions will be automatically reinvested in further units unless a unitholder has directed the Trustee to pay out capital gains Distributions to that unitholder.

Fund expenses indirectly borne by investors

	Fees and expenses paid			
	over 1 year	over 3 years	over 5 years	over 10 years
Series "A"	\$26.28	\$82.84	\$145.19	\$330.50
Series "C"	\$27.98	\$88.21	\$154.61	\$351.93

You can find more information about expenses under *Fees and expenses*.

Investment restrictions

What are the standard mutual fund investment rules?

Every mutual fund must comply with certain standard investment restrictions and practices (“Rules”) contained in securities legislation, including National Instruments 81-102 – Mutual Funds and 81-107 – Independent Review Committee for Investment Funds. These Rules are designed, in part, to ensure that investments by mutual funds are diversified and relatively liquid. The Fund has received approval from the Canadian securities regulators to vary from the Rules to allow it to invest in real property, as is explained under *Exemptions and approvals* in the Annual Information Form.

Registered Plan restrictions

The Fund intends to qualify as a mutual fund trust within the meaning of the *Tax Act* retroactive to its date of formation and it is expected that the Fund will continue to qualify in the future. The Fund will be an eligible investment for Registered Retirement Savings Plans (RRSPs), Registered Retirement Income Funds (RRIFs), Registered Education Savings Plans (RESPs), Tax-Free Savings Accounts (TFSAs), and other tax deferred Registered Plans under the *Tax Act*.

What specific investment restrictions apply?

The Fund is subject to the following investment restrictions:

- a) it will conduct its activities so as to qualify as a “unit trust” within the meaning of section 108(2) of the *Tax Act*.
- b) it may invest only in a mortgage where:
 - i) the mortgage is taken back by the Fund as part consideration for the sale of the property by the Fund;
 - ii) the mortgage is a first charge on the property;
 - iii) the amount of the mortgage loan is not more than 75% of the fair market value of the property securing the mortgage, as determined by an appraisal of the real property at the time of the disposition;
 - iv) the term of the mortgage is five years or less and the amortization period is 30 years or less;
 - v) the mortgage is registered on title to the real property which it is security therefore; and
 - vi) the aggregate value of the investments of the fund in mortgages after giving effect to the proposed investment will not exceed 10% of the net asset value of the Fund.
- c) it will obtain an appraisal from an independent appraiser before making any investment in real property and before lending any money on a mortgage and before selling any investment in real property or a mortgage, where:
 - i) the Manager or any of its affiliates has or expects to obtain directly or indirectly an interest in the transaction other than the management fee paid to the Manager pursuant to the Investment Management and Service Agreement; or
 - ii) the Trustee or any affiliate of the Trustee has or expects to obtain directly or indirectly an interest in the transaction; or
 - iii) the Manager, the Trustee or any affiliate thereof holds an interest in a mortgage on the real property being acquired;

and, it shall be a condition of any agreement to make any such investment or to lend any such money or to sell any such investment or mortgage that an appraisal shall have been effected by an independent appraiser prior to closing or other completion of the transaction, and also that in the event the appraisal indicates that the transaction is taking place at other than its fair value to the detriment of the Fund the transaction shall not be completed, the Fund shall be relieved of all obligations with respect thereto and any deposit or commitment fee paid or advanced by or on behalf of the Fund shall immediately be returned without deduction.
- d) it will not, except as provided for in (n) below make or sell any investment in real property where (i) the Manager or any affiliate or associate of the Manager; (ii) the Trustee or any affiliate or associate of the Trustee; (iii) a promoter or any affiliate or associate of a promoter; (iv) a substantial security holder of the Fund, Manager or promoter or any affiliate or associate of such substantial security holder; or (v) an officer, director or employee of the Fund, of the Manager or of the promoter or of any affiliate of the Fund, Manager or promoter:
 - i) has or expect to obtain directly or indirectly an interest in the transaction (other than usual brokerage fees or commissions, property management fees, or management fees paid to the Manager pursuant to the management agreement);
 - ii) has at any time in the period of 24 months preceding the date of the transaction had a direct

- or indirect material financial interest in the real property being acquired or disposed of; or
- iii) has an interest in a mortgage on the real property being acquired (other than an interest as lender if the lending of money on the security of mortgages is part of the ordinary business of the lender and the mortgage was made in the course of the lender's business).
- e) it will only assume or incur mortgage indebtedness where the aggregate of the debt of the Fund by way of mortgages after the proposed borrowing as a percentage of the current value of the total asset value of the Fund will not be in excess of 50%.
- f) it will only assume or incur any indebtedness under a mortgage on the security of any real property where the amount of all indebtedness secured thereon is not in excess of 75% of the value of that property.
- g) it will only lease or sublease to any person any real property, premises or space if that person and its affiliates would, after the contemplated lease or sublease, be leasing and subleasing real property, premises or space having a fair market value net of encumbrances not in excess of 20% of the net asset value of the Fund.
- h) it will only enter into any transaction involving the purchase of land or land and improvements on it and the leasing of it back to the seller if the tenant and its affiliates would not after taking into account the fair market value net of encumbrances of the property which is the subject of the contemplated lease, be leasing real property having a value in excess of 20% of the net asset value of the Fund pursuant to all such transactions.
- i) the Trustee may not borrow money for the Fund except for the redemption of units. Such loans, in any event, may not exceed 10% of the Fund's net assets (taken at market value at the time of borrowing). For the purpose of this section, a mortgage entered into in the normal course of operation of the Fund will not constitute a borrowing.
- j) it will only acquire any single investment in real property, and will only invest in any joint venture, partnership, corporation or other business association or activity, where in any such case the cost to the Fund of such acquisition (net of the amount of encumbrances assumed) or the amount of such investment, as the case may be, will not exceed the greater of:
- i) \$5,000,000; or
- ii) 20% of the net asset value of the Fund; after giving effect to the contemplated acquisition or investment.
- k) the Fund will not engage in construction or development of real property except to the extent necessary to maintain its real properties in good repair, or to enhance the income-producing ability of properties owned by the Fund.
- l) it may invest in a joint venture arrangement only if:
- i) its interest in the joint venture arrangement is not subject to any restriction on transfer other than a right of first refusal, if any, in favour of the joint ventures;
- ii) it has a right of first refusal to buy the interests of joint ventures; and
- iii) the joint venture arrangement provides an appropriate buy-sell mechanism to enable the Fund to cause the joint ventures to purchase the Fund's interest or to sell their interests to the Fund.
- m) it may not enter a joint venture agreement with (i) the Manager or any affiliate or associate of the Manager; (ii) the Trustee or any affiliate or associate of the Trustee; (iii) a promoter or any affiliate or associate of a promoter; (iv) a substantial security holder of the Fund, Manager or promoter or any affiliate or associate of such substantial security holder; or (v) an officer, director or employee of the Fund, of the Manager or of the promoter or of any affiliate of the Fund, the Manager or promoter, unless such person or company is a loan corporation or trust company registered under the *Loan and Trust Corporations Act*, an insurance company licensed under the *Insurance Act* or a bank incorporated under the *Bank Act* (Canada).
- n) subject to paragraph (v) below it may not hold securities of a corporation other than a joint venture corporation or a corporation wholly-owned by the Fund formed and operated solely for the purpose of holding a particular real property or properties.
- o) it will not underwrite, sell or market, or participate in the underwriting, selling or marketing of, securities other than units or securities of the Fund, or purchase, sell, market or trade in commodity future contracts.
- p) the Fund shall not make directly or indirectly, any loan to or investment in any person or corporation who controls or is under common control with the Trustee.
- q) the Trustee shall not deal with its own, or the Manager's own, officers or directors or any firm in which any such officer or director may have an interest or be an employee thereof, as principal in making purchases or sales of securities (other than units of the Fund); provided that any officer or director of the Trustee or

the Manager who is duly registered to act as a broker or dealer may either directly or through a firm, act as broker and they may accept the customary commissions in that purchase and sale of securities by or for the account of the Trustee and may act as a dealer in connection with the purchase or sale of units of the Fund.

- r) it shall not invest in shares or units of any open end mutual fund.
- s) it will not invest in rights to or interests in mineral or other natural resources, including oil or gas except as incidental to an investment in real property.
- t) it shall not endorse or guarantee the securities or obligations of any corporation, firm or person whatsoever.
- u) the Trustee will only sign a written document creating an obligation of the Fund:
 - i) where the obligation being created is or includes the granting by the Fund of a lease, sublease or mortgage; or
 - ii) where the obligation being created is or includes any other obligation of the Fund which in the sole judgment of the Trustee constitutes a material obligation;

if the instrument creating the obligation contains a term or other provision to the effect that the obligation being created is not personally binding upon, and that resort shall not be had to, nor shall recourse or satisfaction be sought from, the private property of unitholders of the Fund, but the property of the Fund or a specific portion thereof only shall be bound. In any other case, the Trustee may, in its absolute and uncontrolled discretion, but is not required or obligated to, include such a term or provision in the document creating an obligation of the Fund.

- v) it may invest or expend an amount (which, in the case of an amount invested to acquire real property, is the purchase price less the amount of any indebtedness assumed or incurred by the Fund and secured by a mortgage on such property), up to 15% of the net asset value of the Fund in investments or transactions which do not comply with paragraphs (b), (g), (h), (k) and (n) above.

The limitation contained in paragraphs (g) and (h) shall not apply where the person to whom the lease or sublease is made is, or where the lease or sublease is guaranteed by:

- i) the Government of Canada, any Province of Canada, any municipality in Canada, or any agency thereof; or

- ii) any corporation, the preferred shares or common shares of which are, at the time of the lease or sublease, authorized as an investment for insurance companies pursuant to subsection 63(1)(l) or 63(1)(m) of the former *Canadian and British Insurance Companies Act* (Canada); or
- iii) any corporation, the bonds, debentures or other evidences of indebtedness of which are authorized as an investment for insurance companies pursuant to paragraph 63(1)(j) of the former *Canadian and British Insurance Companies Act* (Canada).

With the exception of mortgage investments as noted under the heading *What is a mutual fund?* and *What are the risks of investing in a mutual fund? – Leverage*, and with the exception of investments in non-income producing properties as noted under the heading *Real property investment procedures – Other properties*, and non-complying investments as provided for in paragraph (v) above, there is no limitation on the proportion of the assets of the Fund which may be invested in each type of investment (for example, retail, commercial, industrial or residential real property) which the Fund is permitted to purchase, and there are no restrictions relating to the concentration of investments of the Fund in a particular class or kind of investment although it is the intention to invest primarily in real property.

The title to all real property owned by the Fund will be held by and registered in the name of the Fund, the Trustee, a corporation wholly owned by the Fund (either alone or jointly with joint ventures), a bare trustee on behalf of the Trustee, or in the name of a joint venture corporation.

In determining compliance with the investment restrictions set forth in this section, the assets, liabilities and transactions of a corporation wholly owned by the Fund shall be deemed to be those of the Fund.

Liquid assets

In order to provide some degree of liquidity to meet redemption requests, the Trustee maintains a portion of the Fund's assets in the form of liquid assets, namely:

- cash or deposits with a Canadian chartered bank or with any trust company registered under the laws of any province of Canada which are cashable or saleable prior to maturity;
- debt securities issued or guaranteed by the Government of Canada or any of the Canadian provinces or territories; and
- money market instruments maturing prior to one year from the date of issue.

In addition, no more than 20% of the minimum amount required to be maintained in liquid assets may be invested in the securities of any one issuer except for securities issued or guaranteed by the Government of Canada or of a province or territory of Canada or short term paper and certificates of deposit issued or guaranteed by a Canadian chartered bank whose securities are listed and posted for trading on the TSX.

The Fund will not invest in real properties if such acquisition could have the effect of reducing the Fund's liquid assets to an amount less than the amount established by the following formula:

Net assets of the Fund (Market value)	Minimum amount to be maintained as liquid assets
\$10,000,000 to \$20,000,000	10% of net asset value of the Fund
\$20,000,000 to \$30,000,000	\$2,000,000 plus 9% of net asset value of the Fund over \$20,000,000
\$30,000,000 to \$40,000,000	\$2,900,000 plus 8% of net asset value of the Fund over \$30,000,000
\$40,000,000 to \$50,000,000	\$3,700,000 plus 7% of net asset value of the Fund over \$40,000,000
\$50,000,000 or more	\$4,400,000 plus 6% of net asset value of the Fund over \$50,000,000

In the event that the value of the liquid assets falls below the required amount, the Fund may borrow in an amount up to 10% of the net asset value of the Fund to pay redeemed units.

Real property investment procedures

Potential real property investments may be identified through real estate agents, a Real Estate Manager, other business contacts, or by the Manager directly.

Having identified a potential investment, the economic feasibility of acquiring the real property will then be assessed by the Manager. As part of this analysis, the investment value of the property will be determined by capitalizing the income stream at a suitable rate as described under the heading *Calculation of net asset value* in the Annual Information Form.

Once the economic viability of the proposed real property investment has been determined, following receipt of approval in accordance with the procedures established by the Trustee, an investment may then be made either directly by the Fund, or jointly with another investor.

Tenant mix is an important consideration in reducing risk and maintaining value. Every effort will be made to acquire properties having tenants of the highest possible financial strength. A good quality tenant enhances the value of a real property because it is less likely to default on its obligations under the lease. Preference will also be given to a multiple tenant, rather than a single tenant building. In general, multiple tenant buildings reduce the risk of default compared with single tenant buildings and provide a greater hedge against inflation through more frequent lease adjustments upon renewal.

Wherever possible, all leases will be written on a "net" basis, whereby applicable operating costs are passed on to the tenant and a provision is made for periodic review. The value of the lease to the Fund is less susceptible to either an increase in operating costs or loss of value through inflationary pressures using this method of leasing.

The following is a brief description of the principal methods of investment planned.

Direct investment

The Fund may directly acquire up to 100% ownership of a real property. In such cases the Manager would be responsible for acting as or engaging a Real Estate Manager to supervise and maintain the individual real properties.

Joint venture

The Fund may also purchase real property with another person, such as a property developer, with ownership of the property being by tenancy-in-common. The Fund will, when entering into such transactions, ensure that a proper mechanism exists to facilitate the dissolution of the joint venture should this become advisable. In such a case the Manager may supervise and maintain the property or may, together with the other owner or partner, engage a Real Estate Manager. In any such case, the Fund would participate directly in rental income or loss and in any appreciation or depreciation of the property value.

Corporate ownership

The Fund may purchase all, or in the case of a joint venture, a portion of the shares of a private company which was formed and operated only for the purpose of holding a particular property and by doing so may obtain an indirect interest in real property. The Fund will when making any such investment ensure that a proper mechanism exists to facilitate the termination of the investment should this become advisable.

Purchase and leaseback of land

The Fund may purchase the land on which improvements are situated and simultaneously lease it (for example, back to the vendor) under a long-term net lease generally providing for a fixed basic rent or a fixed basic rent plus an additional amount based upon a percentage of revenues received by the tenant from the property. In some cases, the interest of the Fund in such property could be subject to a mortgage. Upon termination of the lease, the improvements on the leased land would become the property of the Fund.

Purchase and leaseback of land and improvements

The Fund may also purchase and leaseback both the land and improvements situated on it. Such transactions may involve the subsequent sale of the improvements to the tenant or to another entity. As in land purchase and leaseback transactions, the interest of the Fund in such properties may be subject to a mortgage. The Fund could share in the proceeds of any future mortgage financing and refinancing, which are not used to construct additional improvements or reduce existing mortgage indebtedness, or in other capital receipts. In these transactions, there would generally be a long-term lease with scheduled increases in rent.

Property management

Management of the real property assets is the responsibility of the Manager. The Manager may engage qualified real estate management service companies to act as Real Estate Manager of any particular property. The Real Estate Manager, as directed by the Manager, is responsible for all activities related to the operation of a real property including:

- maintenance and repairs;
- negotiations and renewals of leases; and
- keeping of all necessary books of record related to those activities.

The Real Estate Manager may also provide expert opinion on appropriate capitalization rates and stabilized income estimates for valuation purposes of properties under its management. (Please see *The Trustee and Manager – Real estate management services* in the Annual Information Form.)

Sale of property

Where it is advantageous to the Fund to dispose of a real property, it may be sold through either the efforts of independent agents, a Real Estate Manager, business contacts or by the Manager directly.

Real property investment criteria

Real property investments are selected on the basis of ability to maintain value, to provide income from operations sufficient to meet investment objectives and to realize long term capital growth in excess of inflation.

To achieve these objectives a conservative risk-averse investment policy will be followed in order to incur as little risk as possible consistent with the investment objectives of the Fund.

The investment portfolio will be comprised of real property assets that are diverse as to type of property and geographic location. Through this form of diversification, the impact of external social and economic influences beyond the control of the Manager are reduced to a minimum. The portfolio will include retail, commercial, industrial and may to a lesser degree include residential real properties in principal cities in Atlantic, Central and Western Canada. Investments outside of Canada may also be considered, but the total non-Canadian assets will be limited to the maximum allowed under the *Tax Act* for the investment of money belonging to Registered Plans, subject to other investment restrictions that apply to the Fund.

The following is a brief description of the principal types of real property investments that the Fund can invest in:

■ SHOPPING CENTRES AND OTHER RETAIL FACILITIES

Local and regional shopping centres and other retail premises generally offer the advantage of a basic minimum rent, net of such expenses as maintenance and taxes, and potentially a percentage share of the sales volume or profits of the retail outlet. Emphasis will be given to centres with major anchor tenants such as supermarkets and national retail chains, to ensure the quality of the retail services offered by the centre, the quality of its tenants and the return on sales which is desirable.

■ COMMERCIAL OFFICE BUILDINGS

The Fund seeks to acquire office buildings in urban centres based on location, the credit rating of tenants, the terms of the existing leases and the potential for income growth through the management of leases and for capital appreciation.

■ MIXED USE COMMERCIAL PROPERTIES

Mixed use commercial properties may be selected for the complementary tenant mix and for their income and capital appreciation potential.

■ SINGLE AND MULTI-TENANT INDUSTRIAL BUILDINGS

The Fund seeks to acquire buildings in suitable industrial locations where credit-worthy tenants with net leases will be the occupants.

■ MEDICAL AND PROFESSIONAL BUILDINGS

Medical and professional buildings may be purchased for the high credit rating of the tenants and the long- and short-term prospects for income growth. Priority will be given to locations adjacent to major urban or regional medical centres, hospital complexes or university, medical, teaching and clinical facilities.

■ MULTI-TENANT RESIDENTIAL BUILDINGS

The Fund intends to concentrate on retail, commercial and industrial properties, rather than residential properties. However, multi-tenant residential buildings, such as apartment buildings, may be chosen for their high occupancy rate and for their ability to provide an increasing income as a result of short-term tenancies. Such investments would have to be well located, well appointed and well managed. Rent controls and government legislation and residential policies will be considered, as these could adversely affect both the immediate and long-term prospects of such investments.

■ OTHER SPECIAL PURPOSE PROPERTIES

The Fund may invest in hotels, motor hotels, restaurants, theatre facilities and other specialized real estate properties. Because of the more limited uses or increased risk factors involved in the ownership of such properties, it is intended that these properties will constitute no more than 10% of the total portfolio of the Fund. Hotel or motor hotel investments will not be considered unless there are management arrangements with recognized hotel operators.

■ OTHER PROPERTIES

The Fund does not intend to invest in single family homes, residential condominiums or highly specialized investments such as hospitals, special purpose buildings and mobile home parks. The latter investments are considered too speculative for the long term investors for whom the Fund is designed.

The Fund intends to invest only in income-producing real property. The Fund, other than as basket-clause investments which are limited to 15% of the net asset value of the Fund (as disclosed under the heading *What specific investment restrictions apply? – Paragraph (v)*), will not become actively involved in construction or real estate development except for any additions or improvements to property held by the

Fund that are necessary in order to maintain the real property or the purchase of which is to enhance the income-producing ability for properties owned by the Fund.

Risk aversion is further provided by investing primarily in income-producing real property. Current value and future appreciation are a direct result of the income-producing capacity. Save as provided for in paragraph (v) under the heading *Investment restrictions*, the Fund may invest in vacant land only when included as part of an overall income-producing asset, and only when the land component provides advantageous potential for further development of the income-producing component.

■ OTHER INVESTMENTS

Although it is the principal intention that the Fund invest in real property assets, certain circumstances will make it desirable for the Fund to invest in more liquid assets. It may, for example, not always be possible to satisfy the demand for investments in real property with the available supply of real property assets. Further, it will not always be possible to immediately reinvest cash generated from real property operations into new real property assets. To maintain a satisfactory overall rate of return for the portfolio, these cash reserves may be invested in short term notes or money market instruments maturing prior to one year from the date of issue, government securities or corporate bonds, subject always to the investment restrictions set out under the heading *Investment restrictions*.

Appraisers

The Fund is required to appoint one or more independent professional appraisers to appraise the interest of the Fund in its real property investments. All appraisers appointed are required to be members of the Appraisal Institute of Canada and a recipient of the Accredited Appraiser Canadian Institute designation. In addition, such appraisers must have at least five years experience in appraising the type of property being appraised in the particular province where the property being appraised is located. The instructions to appraisers require the appraiser to arrive at an estimate of the price that a property could be expected to realize if sold in current market circumstances at the time of the appraisal, assuming that the property is offered for sale for not more than 12 months and is to be sold within that period.

The following summarizes the appraised and current values of real property held by the Fund by geographic location as of June 15, 2009:

Income Producing Properties	Appraised Value	Current Value
British Columbia	\$ 452,250,000	\$ 452,581,000
Alberta	\$ 444,760,000	\$ 442,923,000
Saskatchewan	\$ 13,000,000	\$ 13,000,000
Manitoba	\$ 33,092,000	\$ 33,087,000
Ontario	\$1,115,290,000	\$1,115,692,000
Quebec	\$ 254,305,000	\$ 254,582,000
Nova Scotia	\$ 3,720,000	\$ 3,252,000
Total Income-Producing Properties	\$2,316,417,000	\$2,315,117,000

Properties Under Development	Appraised Value	Current Value
British Columbia	\$ 15,240,000	\$ 17,538,000
Ontario	\$ 2,200,000	\$ 2,200,000
Total Properties Under Development	\$ 17,440,000	\$ 19,738,000

List of real properties

The following lists the real properties in which the Fund has an interest setting out certain relevant information concerning each:

Address	Type of Property and % Ownership	Date of Acquisition	Cost as at Acquisition	Cost as at June 15, 2009	Date of current Appraisal	Appraiser
Maples Market Place 1271/1303 Jefferson Winnipeg, Manitoba	Multi-Tenant Retail (100%)	Oct-4-84	\$3,316,755	\$5,350,361	Apr-15-09	Hoffer, Wilkinson & Associates Ltd.
1111 Flint Road North York, Ontario	Multi-Tenant Industrial/Office (50%)	Nov-30-84	\$3,298,223	\$3,913,901	Mar-31-09	Altus Group
61 Raddall Avenue Dartmouth, Nova Scotia	Multi-Tenant Industrial/Office (100%)	Dec-12-86	\$2,851,970	\$3,510,865	Dec-12-08	Altus Group
Apache Business Park 1100/1120/1140/1146 Waverley Street Winnipeg, Manitoba	Multi-Tenant Industrial/Office (100%)	Mar-2-87 (75%) Jul-26-96 (25%)	\$6,153,000	\$7,625,821	Mar-2-09	Hoffer, Wilkinson & Associates Ltd.
Imperial Square Business Park 3000/3100/3200 Beta Ave. Burnaby, British Columbia	Multi-Tenant Industrial/Office (100%)	May-15-87	\$11,139,137	\$14,082,921	May-15-09	Burgess Cawley Sullivan & Associates
Tuxedo Park S.C. 2025/2071 Corydon Avenue Winnipeg, Manitoba	Multi-Tenant Retail (100%)	June 30-87	\$14,740,355	\$17,828,640	Apr-30-09	Hoffer, Wilkinson & Associates Ltd.
Carling Corner S.C. Albert & 4th Avenue Regina, Saskatchewan	Multi-Tenant Retail (100%)	Nov-30-87	\$3,863,437	\$4,045,781	Mar-31-09	Altus Group
2 County Court Boulevard Brampton, Ontario	Multi-Tenant Office/Retail (100%)	Dec-16-87	\$13,557,725	\$18,209,156	Mar-31-09	Leonard, McCoubrey & Associates Ltd.

Address	Type of Property and % Ownership	Date of Acquisition	Cost as at Acquisition	Cost as at June 15, 2009	Date of current Appraisal	Appraiser
Reed Stenhouse Building 2201 – 11th Avenue Regina, Saskatchewan	Multi-Tenant Office (100%)	May-2-88 (50%) Jun-1-88 (50%)	\$7,825,247	\$8,677,935	May-2-09	Altus Group
McIntyre Warehouse 8828/8856 48th Avenue Edmonton, Alberta	Multi-Tenant Industrial/Office (100%)	May-31-88	\$2,264,793	\$2,989,279	May-31-09	Altus Group
Norwester Building 16304 – 117th Avenue Edmonton, Alberta	Multi-Tenant Industrial/Office (100%)	Nov-15-88	\$3,261,885	\$4,139,826	May-31-09	Altus Group
Airport Business Centre 2103 & 2121 Airport Drive Saskatoon, Saskatchewan	Multi-Tenant Office (100%)	Mar-17-89	\$3,093,823	\$4,165,944	Mar-17-09	Brunsdon Junor Johnson Appraisals Ltd.
Emhart Canada Building 1500 de Boucherville Street Montreal, Quebec	Single Tenant Industrial/Office (100%)	Apr-21-89 (75%) Sep-1-99 (25% income allocation) Aug-3-00 (25% registered)	\$8,689,250	\$8,766,795	Apr-21-09	Altus Group
Barlow Centre 8080 36 Street SE 8081 40 Street SE 3838 – 4040 80 Avenue SE 3915 & 4055 78 Street SE Calgary, Alberta	Multi-Tenant Industrial/Office (100%)	May-1-89	\$9,170,506	\$15,827,864	May-1-09	Altus Group
106 Colonnade Road Nepean, Ontario	Multi-Tenant Office (100%)	Dec-14-89	\$6,138,720	\$7,363,949	Dec-14-08	Juteau Johnson Comba Inc.
Fiberglas Canada Building 2499 Watt Street Ste. Foy, Quebec	Single Tenant Industrial/Office (100%)	Jun-29-90	\$2,330,225	\$2,334,510	Mar-31-09	Altus Group
2616 18th Street NE Calgary, Alberta	Multi-Tenant Industrial/Office (100%)	Jul-31-90	\$2,012,884	\$2,511,843	Apr-30-09	Altus Group
117th Avenue Business Centre Edmonton, Alberta	Multi-Tenant Office/Industrial (100%)	Jun-17-91	\$1,214,272	\$2,049,098	Jun-17-08	Altus Group
815 West Hastings Vancouver, British Columbia	Multi-Tenant Office (100%)	Sep-16-91	\$17,080,437	\$20,691,477	Mar-15-09	Burgess Cawley Sullivan & Associates
1595 16th Avenue Richmond Hill, Ontario	Multi-Tenant Office (100%)	Oct-8-91 (50%) Feb-28-05 (50%)	\$18,966,941	\$20,084,971	Mar-31-09	Leonard, McCoubrey & Associates Ltd.
2 Hanover Road Brampton, Ontario	Multi-Unit Residential (100%)	Aug-11-94 (50%) Nov-30-07 (50%)	\$25,428,875	\$27,775,542	Feb-11-09	Altus Group
4 Hanover Road Brampton, Ontario	Multi-Unit Residential (100%)	Aug-11-94 (50%) Nov-30-07 (50%)	\$31,012,875	\$33,485,349	Feb-11-09	Altus Group
6205A Airport Road Mississauga, Ontario	Multi-Tenant Office (50%)	Oct-1-94	\$1,235,779	\$1,678,538	Apr-30-09	Leonard, McCoubrey & Associates Ltd.
6205B Airport Road Mississauga, Ontario	Multi-Tenant Office (50%)	Oct-1-94	\$1,593,152	\$2,234,873	Feb-4-09	Leonard, McCoubrey & Associates Ltd.
Heartland Corporate Centre 5770 Hurontario Street Mississauga, Ontario	Multi-Tenant Office (50%)	Oct-1-94	\$14,058,619	\$15,121,234	Jan-31-09	Leonard, McCoubrey & Associates Ltd.
5201 Explorer Drive Mississauga, Ontario	Single Tenant Industrial/Office (50%)	Oct-1-94	\$2,201,302	\$2,280,747	Apr-30-09	Altus Group

Address	Type of Property and % Ownership	Date of Acquisition	Cost as at Acquisition	Cost as at June 15, 2009	Date of current Appraisal	Appraiser
55 East Beaver Creek Road Richmond Hill, Ontario	Multi-Tenant Industrial/Office (50%)	Oct-1-94	\$3,053,506	\$3,151,568	Mar-31-09	Altus Group
60 Leek Crescent Richmond Hill, Ontario	Multi-Tenant Industrial/Office (50%)	Oct-1-94	\$2,646,339	\$2,986,390	Mar-31-09	Altus Group
Lake Bonavista Promenade 755 Lake Bonavista Drive S.E. Calgary, Alberta	Multi-Tenant Retail (100%)	Aug-21-96	\$12,313,380	\$14,906,600	May-31-09	Altus Group
Marketplace at Callingwood 6655 – 178th Street Edmonton, Alberta	Multi-Tenant Retail (100%)	Sep-30-97	\$25,000,000	\$29,410,959	Feb-28-09	Altus Group
Canada Way Business Park 3001 Wayburne Drive Burnaby, British Columbia	Multi-Tenant Office (100%)	Oct-9-90 (75% bldg.) Jun-30-98 (25% bldg.) Sep-30-98 (100% land)	\$2,080,613	\$16,359,719	Feb-28-09	Burgess Cawley Sullivan & Associates
Westwood Plateau Village S.C. 1410 Parkway Boulevard Coquitlam, British Columbia	Multi-Tenant Retail (100%)	May-15-98	\$6,521,473	\$10,666,022	May-15-09	Altus Group
Heritage Village Shopping Centre 2011 – 111th Street Edmonton, Alberta	Multi-Tenant Retail (100%)	Nov-9-98	\$10,496,488	\$11,676,382	Mar-31-09	Altus Group
Barrhaven Crossing 3500 Fallowfield Road Nepean, Ontario	Multi-Tenant Retail (100%)	Jan-6-99	\$12,675,049	\$13,129,439	Jan-6-09	Juteau Johnson Comba Inc.
2750 Sheffield Road/ 1255 Leeds Avenue Ottawa, Ontario	Multi-Tenant Industrial/Office (100%)	Mar-9-99	\$11,423,707	\$11,962,968	Mar-9-09	Juteau Johnson Comba Inc.
Fleetwood Park Village 15910 – 15980 Fraser Highway Surrey, British Columbia	Multi-Tenant Retail (100%)	May-20-99	\$17,019,219	\$18,108,500	May-20-09	Burgess Cawley Sullivan & Associates
Riverbend Shopping Centre 8338 – 18th Street SE and 30, 32, 36, 38 and 40 Riverglen Dr. S.E. Calgary, Alberta	Multi-Tenant Retail (100%)	Aug-1-99	\$21,309,387	\$21,977,938	Feb-1-09	Altus Group
51 Citation Drive Vaughan, Ontario	Single Tenant Industrial (100%)	Jul-28-99	\$998,063	\$1,243,592	May-31-09	Altus Group
84 Citation Drive Vaughan, Ontario	Multi-Tenant Industrial (100%)	Jul-28-99	\$2,525,376	\$3,506,984	May-31-09	Altus Group
91 Citation Drive Vaughan, Ontario	Multi-Tenant Industrial (100%)	Jul-28-99	\$3,695,146	\$4,002,227	May-31-09	Altus Group
101 Citation Drive Vaughan, Ontario	Multi-Tenant Industrial (100%)	Jul-28-99	\$1,698,041	\$1,943,240	May-31-09	Altus Group
110 Citation Drive Vaughan, Ontario	Single Tenant Industrial (100%)	Jul-28-99	\$2,635,382	\$3,314,150	May-31-09	Altus Group
131 Citation Drive Vaughan, Ontario	Multi-Tenant Industrial (100%)	Jul-28-99	\$1,358,417	\$1,621,290	May-31-09	Altus Group
147 Citation Drive Vaughan, Ontario	Multi-Tenant Industrial (100%)	Jul-28-99	\$1,238,461	\$1,478,580	May-31-09	Altus Group
209 Citation Drive Vaughan, Ontario	Single Tenant Industrial (100%)	Jul-28-99	\$2,495,851	\$2,847,390	May-31-09	Altus Group

Address	Type of Property and % Ownership	Date of Acquisition	Cost as at Acquisition	Cost as at June 15, 2009	Date of current Appraisal	Appraiser
75 Fernstaff Court Vaughan, Ontario	Multi-Tenant Industrial (100%)	Jul-28-99	\$2,397,104	\$2,637,173	May-31-09	Altus Group
140 Fernstaff Court Vaughan, Ontario	Multi-Tenant Industrial (100%)	Jul-28-99	\$2,616,177	\$2,979,964	May-31-09	Altus Group
20 Staffern Drive Vaughan, Ontario	Multi-Tenant Industrial (100%)	Jul-28-99	\$4,195,144	\$4,973,906	May-31-09	Altus Group
Imperial Square III & IV 4585 & 4595 Canada Way Burnaby, British Columbia	Multi-Tenant Office (100%)	Mar-1-00	\$13,642,532	\$15,582,758	Mar-1-09	Burgess Cawley Sullivan & Associates
35 Fulton Way Richmond Hill, Ontario	Single Tenant Industrial/Office (100%)	Apr-27-00	\$3,842,274	\$4,716,770	Apr-27-09	Altus Group
28/30 Fulton Way Richmond Hill, Ontario	Multi-Tenant Industrial/Office (100%)	Apr-27-00	\$6,605,503	\$7,677,302	Apr-27-09	Altus Group
710/720/730 Cochrane Road Markham, Ontario	Multi-Tenant Industrial /Office (100%)	Apr-27-00	\$6,944,662	\$7,564,725	Apr-27-09	Altus Group
2405 St. Laurent Blvd. Ottawa, Ontario	Multi-Tenant Industrial/Office (100%)	Jun-7-00	\$4,938,121	\$6,433,989	Jun-7-09	Juteau Johnson Comba Inc.
1151 – 1181 Parisien Street Ottawa, Ontario	Multi-Tenant Industrial/Office (100%)	Dec-19-01	\$3,133,736	\$3,936,866	Dec-19-08	Juteau Johnson Comba Inc.
36 – 38 Antares Drive Ottawa, Ontario	Multi-Tenant Office/ Industrial (100%)	Jun-14-02 (50%) Jan-31-07 (50%)	\$6,416,313	\$7,361,762	Jun-14-09	Juteau Johnson Comba Inc.
2301 – 2305 St. Laurent Blvd. Ottawa, Ontario	Multi-Tenant Office (100%)	Jun-14-02 (75%) Jan-31-07 (25%)	\$3,440,670	\$3,767,971	Jun-14-09	Juteau Johnson Comba Inc.
2315 – 2319 St. Laurent Blvd. Ottawa, Ontario	Multi-Tenant Office (100%)	Jun-14-02 (75%) Jan-31-07 (25%)	\$1,545,454	\$1,562,790	Jun-14-09	Juteau Johnson Comba Inc.
2323 – 2327 St. Laurent Blvd. Ottawa, Ontario	Multi-Tenant Office (100%)	Jun-14-02 (75%) Jan-31-07 (25%)	\$2,046,881	\$2,149,271	Jun-14-09	Juteau Johnson Comba Inc.
9 – 39 Camelot Drive Ottawa, Ontario	Multi-Tenant Office (100%)	Jun-14-02 (75%) Jan-31-07 (25%)	\$2,584,930	\$2,759,507	Jun-14-09	Juteau Johnson Comba Inc.
49 Camelot Drive Ottawa, Ontario	Multi-Tenant Office (100%)	Jun-14-02 (75%) Jan-31-07 (25%)	\$1,606,403	\$2,012,679	Jun-14-09	Juteau Johnson Comba Inc.
8 Colonnade Road Ottawa, Ontario	Single Tenant Office (100%)	Jun-14-02 (50%) Apr-8-08 (50%)	\$3,259,789	\$3,604,185	Jun-14-09	Juteau Johnson Comba Inc.
20 Colonnade Road Ottawa, Ontario	Multi-Tenant Office (100%)	Jun-14-02 (50%) Jan-31-07 (50%)	\$3,008,991	\$3,427,013	Jun-14-09	Juteau Johnson Comba Inc.
14 Colonnade Road Ottawa, Ontario	Multi-Tenant Office (100%)	Jun-14-02 (50%) Jan-31-07 (50%)	\$3,359,317	\$3,754,284	Jun-14-09	Juteau Johnson Comba Inc.
169 Colonnade Road Ottawa, Ontario	Single Tenant Office (100%)	Jun-14-02 (75%) Jan-31-07 (25%)	\$1,524,526	\$1,943,677	Jun-14-09	Juteau Johnson Comba Inc.
10 – 40 Camelot Drive Ottawa, Ontario	Multi-Tenant Office (100%)	Jun-14-02 (75%) Jan-31-07 (25%)	\$3,001,967	\$3,289,362	Jun-14-09	Juteau Johnson Comba Inc.
31 Auriga Drive Ottawa, Ontario	Single Tenant Office (100%)	Jun-14-02 (75%) Jan-31-07 (25%)	\$4,511,741	\$4,514,931	Jun-14-09	Juteau Johnson Comba Inc.
159 Cleopatra Drive Ottawa, Ontario	Multi-Tenant Office (100%)	Jun-14-02 (75%) Jan-31-07 (25%)	\$5,949,908	\$6,034,149	Jun-14-09	Juteau Johnson Comba Inc.
9 Auriga Drive Ottawa, Ontario	Multi-Tenant Office (100%)	Jul-16-02 (75%) Jan-31-07 (25%)	\$3,739,617	\$3,798,801	Jul-16-09	Juteau Johnson Comba Inc.

Address	Type of Property and % Ownership	Date of Acquisition	Cost as at Acquisition	Cost as at June 15, 2009	Date of current Appraisal	Appraiser
Douglas Square 11520-11566-24th Street SE Calgary, Alberta	Multi-Tenant Retail (100%)	Aug-16-02	\$22,576,216	\$23,043,348	Feb-16-09	Altus Group
Canada Way South 4601, 4611 & 4621 Canada Way (Prev. 3101 Wayburne Drive) Burnaby, British Columbia	Multi-Tenant Office (100%)	Oct-9-90 (75% bldg.) Mar-31-03 (25% bldg.) May-7-03 (100% land)	\$2,219,387	\$39,266,863	May-7-09	Burgess Cawley Sullivan & Associates
Mayfair Square 175 & 185 Golden Drive Coquitlam, British Columbia	Multi-Tenant Industrial/ Office (100%)	Sept-30-02	\$12,978,545	\$13,022,508	Apr-30-09	Burgess Cawley Sullivan & Associates
Kent Corporate Centre 605-655 West Kent Avenue & 8755-8765 Ash Street Vancouver, British Columbia	Multi-Tenant Industrial/ Office (100%)	Oct-18-02	\$15,259,841	\$16,341,839	Apr-30-09	Burgess Cawley Sullivan & Associates
Deerpoint Tech Centre 7911-8th Street NE & 7912 & 7878 10th Street NE Calgary, Alberta	Multi-Tenant Industrial/ Office (100%)	Jan-15-03	\$16,877,589	\$16,940,209	Jan-15-09	Altus Group
Guildford Corporate Centre 10470-152nd Street Surrey, British Columbia	Multi-Tenant Office (100%)	Mar-31-03	\$21,456,623	\$21,752,857	Mar-31-09	Burgess Cawley Sullivan & Associates
Trenant Park Square 5201 Ladner Trunk Road Delta, British Columbia	Multi-Tenant Retail (100%)	Apr-7-03	\$29,500,858	\$30,719,540	Apr-7-09	Burgess Cawley Sullivan & Associates
International House 880 Douglas Street Victoria, British Columbia	Multi-Tenant Office (100%)	Oct-27-03	\$12,064,468	\$13,397,551	Apr-30-09	Burgess Cawley Sullivan & Associates
2070-2092 Walkley Road Ottawa, Ontario	Multi-Tenant Industrial/Office (100%)	Dec-16-03	\$5,867,066	\$5,874,317	Dec-16-08	Juteau Johnson Comba Inc.
264-292 Adrien Patenaude St. Vaudreuil-Dorion, Quebec	Multi-Tenant Industrial/Office (100%)	Feb-24-04	\$3,036,999	\$3,267,221	Feb-24-09	Altus Group
322-346 Aime-Vincent St. Vaudreuil-Dorion, Quebec	Multi-Tenant Industrial/Office (100%)	Feb-24-04	\$3,043,511	\$3,046,145	Feb-24-09	Altus Group
420-460 Aime-Vincent St. Vaudreuil-Dorion, Quebec	Multi-Tenant Industrial/Office (100%)	Feb-24-04	\$5,157,729	\$5,562,557	Feb-24-09	Altus Group
371-395 Joseph Carrier St. Vaudreuil-Dorion, Quebec	Multi-Tenant Industrial/Office (100%)	Feb-24-04	\$5,364,574	\$5,504,472	Feb-24-09	Altus Group
4005 Matte Blvd. Longueuil, Quebec	Multi-Tenant Industrial/Office (100%)	May-14-04	\$7,591,884	\$7,743,754	May-14-09	Altus Group
4105 Matte Blvd. Longueuil, Quebec	Multi-Tenant Industrial/Office (100%)	May-14-04	\$6,135,710	\$6,066,890	May-14-09	Altus Group
Brampton Super Centre 285-295 Queen Street E. Brampton, Ontario	Multi-Tenant Retail (100%)	Aug-18-04	\$32,913,310	\$34,758,884	Feb-15-09	Altus Group
Panorama Village 15127 & 15157 – 56th Avenue Surrey, British Columbia	Multi-Tenant Retail (100%)	Sep-2-04	\$16,697,785	\$17,063,219	Apr-15-09	Burgess Cawley Sullivan & Associates
Scottsdale Centre 7017-7155 – 120th Street Surrey, British Columbia	Multi-Tenant Retail (100%)	Jan-6-05	\$41,870,382	\$43,135,398	Jan-6-09	Burgess Cawley Sullivan & Associates

Address	Type of Property and % Ownership	Date of Acquisition	Cost as at Acquisition	Cost as at June 15, 2009	Date of current Appraisal	Appraiser
1235 Reid Street Richmond Hill, Ontario	Single Tenant Industrial/Office (100%)	Apr-12-05	\$3,928,744	\$3,940,344	Apr-12-09	Altus Group
1245 Reid Street Richmond Hill, Ontario	Multi-Tenant Industrial/Office (100%)	Apr-12-05	\$3,513,313	\$3,575,487	Apr-12-09	Altus Group
25 A East Pearce Street Richmond Hill, Ontario	Multi-Tenant Industrial/Office (100%)	Apr-12-05	\$3,524,516	\$3,847,034	Apr-12-09	Altus Group
25 B East Pearce Street Richmond Hill, Ontario	Single Tenant Industrial/Office (100%)	Apr-12-05	\$3,385,022	\$3,528,491	Apr-12-09	Altus Group
35 Valleywood Drive Markham, Ontario	Single Tenant Industrial/Office (100%)	Apr-12-05	\$6,470,005	\$7,270,278	Apr-12-09	Altus Group
150 Britannia Road Mississauga, Ontario	Multi-Tenant Industrial/Office (100%)	Apr-12-05	\$4,631,556	\$4,697,344	Apr-12-09	Altus Group
190 Britannia Road Mississauga, Ontario	Multi-Tenant Industrial/Office (100%)	Apr-12-05	\$4,631,324	\$5,166,217	Apr-12-09	Altus Group
6355 Kennedy Road Mississauga, Ontario	Multi-Tenant Industrial/Office (100%)	Apr-12-05	\$5,015,167	\$5,600,702	Apr-12-09	Altus Group
6320 Danville Road Mississauga, Ontario	Multi-Tenant Industrial/Office (100%)	Apr-12-05	\$4,450,064	\$4,451,064	Apr-12-09	Altus Group
5600-5630 Timberlea Blvd Mississauga, Ontario	Multi-Tenant Industrial/Office (100%)	Apr-12-05	\$9,731,688	\$10,294,063	Apr-12-09	Altus Group
1001 Ellesmere Road Scarborough, Ontario	Single Tenant Industrial/Office (100%)	Apr-12-05	\$8,625,813	\$8,625,813	Apr-12-09	Altus Group
2670 Plymouth Drive Oakville, Ontario	Single Tenant Industrial/Office (100%)	Apr-12-05	\$6,804,878	\$6,804,878	Apr-12-09	Altus Group
249 Courtland Avenue Vaughan, Ontario	Single Tenant Industrial/Office (100%)	Apr-12-05	\$6,761,388	\$6,761,388	Apr-12-09	Altus Group
8062-8032 Tobram Road & 2150 Steeles Avenue E. Brampton, Ontario	Multi-Tenant Industrial/Office (100%)	Apr-12-05	\$15,773,177	\$16,585,470	Apr-12-09	Altus Group
1335 Carling Avenue Ottawa, Ontario	Multi-Tenant Office (100%)	Apr-12-05	\$9,117,095	\$9,877,704	Apr-12-09	Juteau Johnson Comba Inc.
1140 & 1550 Morrison Drive Ottawa, Ontario	Multi-Tenant Office (100%)	Apr-12-05	\$8,574,266	\$8,859,901	Apr-12-09	Juteau Johnson Comba Inc.
3224-3270 Hawthorne Road Ottawa, Ontario	Multi-Tenant Industrial/Office (100%)	Apr-12-05	\$6,124,061	\$6,217,129	Apr-12-09	Juteau Johnson Comba Inc.
Zaicana Building 16311-117th Avenue Edmonton, Alberta	Multi-Tenant Industrial/Office (100%)	Apr-12-05	\$8,290,729	\$8,403,336	Apr-12-09	Altus Group
Fraserwood Corporate Centre 6651 Fraserwood Place Richmond, British Columbia	Multi-Tenant Office (100%)	Apr-29-05	\$12,888,414	\$13,251,671	Apr-29-09	Burgess Cawley Sullivan & Associates
12992 – 76th Avenue Surrey, British Columbia	Single Tenant Office (100%)	Jul-4-05	\$5,530,328	\$5,876,668	Apr-15-09	Burgess Cawley Sullivan & Associates
Cascade Plaza 317 Banff Ave., 202 Wolf St. & 314-316 Marten St. Banff, Alberta	Multi-Tenant Retail (100%)	Sep-30-05	\$51,161,392	\$51,878,021	Feb-28-09	Altus Group

Address	Type of Property and % Ownership	Date of Acquisition	Cost as at Acquisition	Cost as at June 15, 2009	Date of current Appraisal	Appraiser
Hunt Club Crossing 2 Gurdwara Road Ottawa, Ontario	Multi-Tenant Office (100%)	Nov-1-05	\$13,300,420	\$14,053,910	Nov-1-08	Juteau Johnson Comba Inc.
3650 Victoria Park Avenue Toronto, Ontario	Multi-Tenant Office (100%)	Mar-7-06	\$29,896,436	\$30,882,931	Mar-7-09	Leonard, McCoubrey & Associates Ltd.
1550-16th Avenue Richmond Hill, Ontario	Multi-Tenant Office/Retail (100%)	Jul-27-06	\$14,082,706	\$14,152,304	Jan-27-09	Altus Group
Vaughan Business Park 8520/8540/8560 Jane Street Vaughan, Ontario	Multi-Tenant Industrial/Retail (100%)	Jul-27-06	\$13,098,882	\$13,319,113	Jan-27-09	Altus Group
8551 Weston Road & 10 Westcreek Drive Vaughan, Ontario	Multi-Tenant Office/Retail (100%)	Jul-27-06	\$12,078,723	\$12,210,442	Jan-27-09	Altus Group
9088 Jane Street Vaughan, Ontario	Single Tenant Retail (100%)	Jul-27-06	\$15,291,699	\$15,293,475	Jan-27-09	Altus Group
112 Pennsylvania Avenue Vaughan, Ontario	Single Tenant Industrial (100%)	Jul-27-06	\$1,838,468	\$1,838,675	Jan-27-09	Altus Group
1240/126/129 Credistone Road Vaughan, Ontario	Multi-Tenant Industrial (100%)	Jul-27-06	\$10,746,703	\$10,748,407	Jan-27-09	Altus Group
150-160 Confederation Parkway Vaughan, Ontario	Multi-Tenant Industrial (100%)	Jul-27-06	\$4,848,850	\$4,878,242	Jan-27-09	Altus Group
299 Basaltic Road Vaughan, Ontario	Multi-Tenant Industrial (100%)	Jul-27-06	\$3,210,731	\$3,263,987	Jan-27-09	Altus Group
470 Rowntree Dairy Road Vaughan, Ontario	Single Tenant Industrial (100%)	Jul-27-06	\$2,831,850	\$2,832,167	Jan-27-09	Altus Group
London Plaza 5951 No. 3 Road & 7997 Westminster Hwy. Richmond, British Columbia	Multi-Tenant Retail/Office (100%)	Aug-9-06	\$37,793,224	\$37,799,724	Feb-10-09	Burgess Cawley Sullivan & Associates
Yonge Norton Centre Toronto, Ontario	Multi-Tenant Office (100%)	Nov-1-06	\$57,971,380	\$58,302,717	Mar-15-09	Leonard, McCoubrey & Associates Ltd.
6205-6305 Auteuil Avenue Brossard, Quebec	Multi-Tenant Office (100%)	Nov-10-06	\$3,444,689	\$3,646,612	Mar-31-09	Altus Group
7100 Jean-Talon Street Anjou, Quebec	Multi-Tenant Office (100%)	Nov-10-06	\$23,045,175	\$25,576,929	Mar-15-09	Altus Group
2550-2560 Daniel Johnson Laval, Quebec	Multi-Tenant Office (100%)	Nov-10-06	\$27,545,351	\$28,540,526	Mar-15-09	Altus Group
1425 TransCanada Hwy. Dorval, Quebec	Multi-Tenant Office (100%)	Nov-10-06	\$10,688,829	\$12,194,627	Mar-15-09	Altus Group
2233 Sheppard Ave. West Toronto, Ontario	Multi-Tenant Industrial (100%)	Oct-1-07	\$88,219,967	\$88,293,549	Feb-1-09	Altus Group
700 Clayson Road Toronto, Ontario	Single Tenant Industrial (100%)	Oct-1-07	\$50,013,284	\$50,030,270	Feb-1-09	Altus Group
2345 Des Sources Boulevard Pointe-Claire, Quebec	Single Tenant Industrial (100%)	Dec-19-07	\$15,547,078	\$15,191,847	Mar-31-09	Altus Group
1705 Argentia Road Mississauga, Ontario	Multi-Tenant Industrial (100%)	Dec-18-07	\$5,694,922	\$5,695,741	Mar-1-09	Altus Group

Address	Type of Property and % Ownership	Date of Acquisition	Cost as at Acquisition	Cost as at June 15, 2009	Date of current Appraisal	Appraiser
335 Carlingview Drive Toronto, Ontario	Multi-Tenant Industrial (100%)	Dec-18-07	\$7,018,478	\$7,018,872	Mar-1-09	Altus Group
345 Carlingview Drive Toronto, Ontario	Single Tenant Office (100%)	Dec-18-07	\$11,033,478	\$11,034,586	Mar-1-09	Altus Group
355 Carlingview Drive Toronto, Ontario	Multi-Tenant Industrial (100%)	Dec-18-07	\$11,799,181	\$11,800,322	Mar-1-09	Altus Group
25-49 Coldwater Road Toronto, Ontario	Multi-Tenant Industrial (100%)	Dec-18-07	\$7,271,618	\$7,285,466	Mar-1-09	Altus Group
2775 Coventry Road Oakville, Ontario	Multi-Tenant Industrial (100%)	Dec-18-07	\$10,557,247	\$10,562,399	Mar-1-09	Altus Group
150 Dynamic Drive Toronto, Ontario	Single Tenant Industrial (100%)	Dec-18-07	\$9,204,341	\$9,204,856	Mar-1-09	Altus Group
194 Earl Stewart Drive Aurora, Ontario	Single Tenant Industrial (100%)	Dec-18-07	\$10,119,841	\$10,120,408	Mar-1-09	Altus Group
7075 Financial Drive Mississauga, Ontario	Single Tenant Industrial (100%)	Dec-18-07	\$3,680,821	\$3,681,028	Mar-1-09	Altus Group
680 Granite Court Pickering, Ontario	Single Tenant Industrial (100%)	Dec-18-07	\$6,661,284	\$6,662,157	Mar-1-09	Altus Group
35 Ironside Crescent Toronto, Ontario	Multi-Tenant Industrial (100%)	Dec-18-07	\$4,118,227	\$4,119,186	Mar-1-09	Altus Group
6905 Millcreek Drive Mississauga, Ontario	Multi-Tenant Retail (100%)	Dec-18-07	\$7,068,173	\$7,076,588	Mar-1-09	Altus Group
124 Milner Avenue Toronto, Ontario	Multi-Tenant Industrial (100%)	Dec-18-07	\$5,389,045	\$5,407,713	Mar-1-09	Altus Group
126 Milner Avenue Toronto, Ontario	Single Tenant Industrial (100%)	Dec-18-07	\$1,525,498	\$1,526,083	Mar-1-09	Altus Group
156 Parkshore Drive Brampton, Ontario	Single Tenant Industrial (100%)	Dec-18-07	\$15,511,122	\$15,511,991	Mar-1-09	Altus Group
370-380 Passmore Avenue Toronto, Ontario	Single Tenant Industrial (100%)	Dec-18-07	\$8,187,118	\$8,187,577	Mar-1-09	Altus Group
Les Galleries Terrebonne 1125, 1185, & 1345 Moody Blvd. Terrebonne, Quebec	Multi-Tenant Retail (50%)	Dec-19-07	\$48,761,974	\$48,564,123	Mar-15-09	Altus Group
104 Walker Drive Brampton, Ontario	Single Tenant Industrial (100%)	May-1-08	\$19,384,975	\$19,417,696	May-1-09	Altus Group
80 Walker Drive Brampton, Ontario	Multi-Tenant Industrial (100%)	May-1-08	\$6,646,725	\$6,657,829	May-1-09	Altus Group
6075 Kestrel Road Mississauga, Ontario	Single Tenant Industrial (100%)	May-1-08	\$2,992,725	\$2,997,726	May-1-09	Altus Group
415 Traders Blvd. East Mississauga, Ontario	Single Tenant Industrial (100%)	May-1-08	\$2,941,975	\$2,946,891	May-1-09	Altus Group
2164 Buckingham Road Oakville, Ontario	Single Tenant Industrial (100%)	May-1-08	\$4,819,725	\$4,827,778	May-1-09	Altus Group
2690 Plymouth Drive Oakville, Ontario	Single Tenant Industrial (100%)	May-1-08	\$3,728,600	\$3,734,830	May-1-09	Altus Group
871 Progress Court Oakville, Ontario	Single Tenant Industrial (100%)	May-1-08	\$3,144,975	\$3,150,230	May-1-09	Altus Group

Address	Type of Property and % Ownership	Date of Acquisition	Cost as at Acquisition	Cost as at June 15, 2009	Date of current Appraisal	Appraiser
760 Pacific Road Oakville, Ontario	Multi-Tenant Industrial (100%)	May-1-08	\$7,307,123	\$7,392,409	May-1-09	Altus Group
2425 Wyecroft Road Oakville, Ontario	Multi-Tenant Industrial (100%)	May-1-08	\$5,404,227	\$5,413,254	May-1-09	Altus Group
1500 Corporate Drive Burlington, Ontario	Multi-Tenant Industrial (100%)	May-1-08	\$11,873,975	\$11,893,810	May-1-09	Altus Group
2611 Hopewell Place NE Calgary, Alberta	Multi-Tenant Industrial (100%)	May-26-08	\$13,561,178	\$13,584,395	May-26-09	Altus Group
4303 26th Street NE Calgary, Alberta	Multi-Tenant Industrial (100%)	May-26-08	\$13,741,326	\$13,764,318	May-26-09	Altus Group
Lincoln Park 37 Richard Way SW Calgary, Alberta	Multi-Tenant Office (100%)	May-26-08	\$12,415,313	\$12,437,919	May-26-09	Altus Group
50 Locke Street Vaughan, Ontario	Single Tenant Industrial (100%)	May-26-08	\$8,835,202	\$8,850,938	May-26-09	Leonard, McCoubrey & Associates Ltd.
100 Locke Street Vaughan, Ontario	Multi-Tenant Industrial (100%)	May-26-08	\$10,053,850	\$10,511,600	May-26-09	Leonard, McCoubrey & Associates Ltd.
1005 Skyview Drive Burlington, Ontario	Multi-Tenant Office (100%)	May-26-08	\$22,411,279	\$22,884,040	May-26-09	Leonard, McCoubrey & Associates Ltd.
1 Toronto Street Toronto, Ontario	Multi-Tenant Office (100%)	Nov-25-08	\$126,449,113	\$125,701,937	Mar-15-09	Leonard, McCoubrey & Associates Ltd.
1980 Matheson Blvd. Mississauga, Ontario	Multi-Tenant Office (100%)	Nov-25-08	\$33,836,538	\$33,871,257	Mar-15-09	Leonard, McCoubrey & Associates Ltd.
Les Galeries Chagnon 1200 Alphonse-Desjardins Blvd. Lévis, Quebec	Multi-Tenant Retail (96.5%)	Dec-12-08	\$79,695,450	\$79,879,666	Mar-15-09	Altus Group
Bell Canada Building 3699 – 63rd Avenue NE Calgary, Alberta	Single Tenant Office (100%)	Dec-1-08	\$102,883,201	\$102,863,740	Mar-15-09	Altus Group
1555 16th Avenue Richmond Hill, Ontario	Land (100%)	Oct-8-91 (50%) Feb-28-05 (50%)	\$1,811,987	\$2,035,098	Mar-31-09	Leonard, McCoubrey & Associates Ltd.
Panorama Phase II 5615-152nd Street Surrey, British Columbia	Land (100%)	Sep-2-04	\$3,826,828	\$16,062,360	Apr-15-09	Burgess Cawley Sullivan & Associates

Additional information

An explanation of some terms used in this Simplified Prospectus:

Business Day means any day the head office of the Fund is open for business, unless otherwise determined by the Trustee.

Capitalization refers to the value of a company's traded stock, and is determined by multiplying the number of shares issued by the company by the price per share. It is a simple way of comparing the company's market size to others in the stock markets.

Custodian means the Canadian Imperial Bank of Commerce through CIBC Mellon Global Custody Services.

Deadline refers to the time by which orders must be received to obtain that valuation day's price, usually being 3:00 p.m. Central Time or earlier at the discretion of the Manager if, for example, the Toronto Stock Exchange closes earlier on any valuation day.

Deferred Sales Charge or **DSC** refers to units or shares of an Investors Group Fund that you purchase that may be subject to a redemption fee when you sell (other than when you switch to another Investors Group Fund). This option is available by investing in either Series "A" units (or electing the DSC option available for Income Funds), or the DSC option available for investments made before July 28, 2003 or pursuant to automatic pre-authorized contribution ("PAC") arrangement established before that date that you switch into a Investors Group Fund to purchase "C" units under the Deferred Sales Charge purchase option.

Distributions are payments the Fund makes to unitholders. The Fund may earn rental, interest, or other income from its investments. It may also realize capital gains when it sells investments at a profit. When the Fund makes a payment to you, such as income (after deducting expenses) and net realized capital gains, or a return of capital, these payments are called *Distributions*.

Fund means the Investors Real Property Fund.

Fund Costs consist of interest and borrowing costs, all applicable taxes (including, without limitation, Goods and Services Tax "GST", income taxes, withholding taxes), all fees and expenses of the IRC (the fees of which are set by the IRC in consultation with Investors Group), the costs of complying with any new regulatory requirements (including, without limitation, any new fees) imposed after July 25, 2007 or any new third-party administrative charge that is not

standard with the Canadian mutual fund industry as of that date. Fund Costs also include any Trustee, service, administration, management, distribution and appraisal fees paid directly by the Fund, as well as brokerage fees and other securities transaction costs, including the costs associated with the use of derivatives.

Group Plan means a Group RRSP or Group TFSA.

Group RRSP means a Registered Retirement Savings Plan that is sponsored by an employer, union or formal association generally consisting of at least five members, which is administered by a trustee that is an affiliate of Investors Group.

Group TFSA means a Tax-Free Savings Account that is sponsored by an employer, union or formal association generally consisting of at least five members, which is administered by a trustee that is an affiliate of Investors Group.

Household includes you, your spouse and your children under 18 years of age.

Household Investments include investments made and still held by you, your spouse, and your children under age 18 years of age, in all Investors Group Funds, except for the purposes of the Service Fee Refund where certain exceptions apply. (Please see *Service Fee Refunds* for more details.)

IG/GWL Segregated Funds refers to the series of segregated funds named "IG/GWL Segregated Funds" which are issued by The Great-West Life Assurance Company (and its affiliates), and are available exclusively through Investors Group Consultants.

IGIM refers to I.G. Investment Management, Ltd.

Income Funds refers to any one, or all, of the following:

- Investors Income Portfolio;
- Investors Canadian Money Market Fund;
- Investors Premium Money Market Fund;
- Investors U.S. Money Market Fund;
- Investors Mortgage and Short Term Income Fund;
- Investors Government Bond Fund;
- Investors Canadian Bond Fund;
- Investors Global Bond Fund;
- Investors Canadian High Yield Income Fund;
- Investors Real Return Bond Fund;
- IG Mackenzie Income Fund;
- IG Putnam U.S. High Yield Income Fund; and
- Investors Cornerstone Portfolios™ (when available).

Investors Group Corporate Class Fund(s) means the mutual funds offered as separate classes of shares of Investors Group Corporate Class Inc.

Investors Group Funds means this Fund and any other Investors Group sponsored mutual funds offered through your Investors Group Consultant, including the Investors Group Corporate Class Funds, each being offered under their own separate prospectuses.

IRC refers to IG Funds Independent Review Committee.

Liquidity refers to the ease with which the Fund can buy or sell a property or security at its fair market price.

Manager refers to I.G. Investment Management, Ltd.

Money Market-Like Funds refer, for certain purposes as mentioned herein, to any one, or all, of the following:

- Investors Canadian Money Market Fund;
- Investors Premium Money Market Fund;
- Investors U.S. Money Market Fund;
- Investors Managed Yield Class issued by Investors Group Corporate Class Inc.; and
- *iProfile* Money Market Pool.

No-Load means you do not pay a sales charge when you buy units, or a redemption fee when you sell those units. Other fees and expenses still apply. This option is available by investing in Series “B” units (or Series “TNL” of the Alto Monthly Income Portfolios), or electing the No-Load purchase option available for the Income Funds, or the No-Load option available for investments made before July 28, 2003, or pursuant to an automatic pre-authorized accumulation (PAC) arrangement established before that date that you switch into a Investors Group Fund to purchase “C” units under the No-Load purchase option.

Nominee Name refers to an investment registered in the name the applicable Principal Distributor, or the applicable Principal Distributor’s carrying dealer, on behalf of the investor (or investors) who is (are) the beneficial owner (or owners) of the investment.

Portfolio Advisor refers to I.G. Investment Management, Ltd.

Principal Distributors means Investors Group Financial Services Inc. and/or Investors Group Securities Inc. depending on the context.

Portfolio(s) refers to any one or more of the Allegro Corporate Class Portfolios™ (when available), Allegro Portfolios™, Alto Monthly Income Portfolios™, Alto Portfolios™, Investors Cornerstone Portfolios™ (when available) and Investors Portfolios, as the context requires:

- **Allegro Corporate Class Portfolios™** (when available) refers to any one, or all, of the following:
 - Allegro Balanced Portfolio Class;
 - Allegro Balanced Growth Portfolio Class;
 - Allegro Balanced Growth Canada Focus Portfolio Class;
 - Allegro Growth Portfolio Class; and
 - Allegro Growth Canada Focus Portfolio Class.
- **Allegro Portfolios™** refers to any one, or all of the following:
 - Allegro Conservative Portfolio;
 - Allegro Moderate Conservative Portfolio;
 - Allegro Moderate Portfolio;
 - Allegro Moderate Aggressive Portfolio;
 - Allegro Moderate Aggressive Canada Focus Portfolio;
 - Allegro Aggressive Portfolio; and
 - Allegro Aggressive Canada Focus Portfolio.
- **Alto Monthly Income Portfolios™** refers to any one, or all of the following:
 - Alto Monthly Income Portfolio;
 - Alto Monthly Income and Growth Portfolio;
 - Alto Monthly Income and Enhanced Growth Portfolio; and
 - Alto Monthly Income and Global Growth Portfolio.
- **Alto Portfolios™** refers to any one, or all of the following:
 - Alto Conservative Portfolio;
 - Alto Moderate Conservative Portfolio;
 - Alto Moderate Portfolio;
 - Alto Moderate Aggressive Portfolio;
 - Alto Moderate Aggressive Canada Focus Portfolio;
 - Alto Aggressive Portfolio;
 - Alto Aggressive Canada Focus Portfolio; and
 - The Alto Monthly Income Portfolios.
- **Cornerstone Portfolios** or **Investors Cornerstone Portfolios™** refers to any one, or more, of the following:
 - Investors Cornerstone I Portfolio;
 - Investors Cornerstone II Portfolio; and
 - Investors Cornerstone III Portfolio.
- **Investors Portfolios** refers to any one, or all of the following:
 - Investors Income Portfolio;
 - Investors Income Plus Portfolio;
 - Investors Growth Portfolio;
 - Investors Growth Plus Portfolio;
 - Investors Retirement Growth Portfolio;
 - Investors Retirement Plus Portfolio;
 - Investors Retirement High Growth Portfolio; and
 - Investors World Growth Portfolio.

Promoter means I.G. Investment Management, Ltd.

Real Estate Manager means a company engaged for the purpose of providing real estate management services for a particular property or properties.

Registered Plan refers to when an investment is held within a plan registered under the *Tax Act* that shelters the earnings from tax until they are withdrawn from the plan. Examples of Registered Plans include:

- Registered Retirement Savings Plans (RRSPs);
- Registered Retirement Income Funds (RRIFs) or similar Registered Plans, including:
 - Life Income Funds (LIFs);
 - Locked-in Retirement Income Funds (LRIFs);
 - Prescribed Retirement Income Funds (PRIFs); and
 - Restricted Life Income Funds (RLIFs);
- Registered Education Savings Plans (RESPs);
- Locked-in RRSPs;
- Locked-in Retirement Accounts (LIRAs);
- Tax-Free Savings Accounts (TFSA);
- Group RRSPs; and
- Group TFSAs.

Rules refers to the standard investment rules applicable to all mutual funds in Canada, unless they have obtained regulatory approval to make other investments.

Series means any one or more of the particular classes of units being offered by the Fund. Each Series has its own fees, expenses, and price. The Series being offered by this Simplified Prospectus are Series “A” and Series “C” units:

- Series “A” units are units purchased under the Deferred Sales Charge purchase option;
- Series “C” units are offered only for switches of units from other Investors Group Funds that were purchased prior to July 28, 2003 or under investment arrangements entered into prior to that date, or are designated as Series “C” units.

Series P units refers to units of the Fund that have no service fees, sales charges, administration fees, trustee fees, redemption fees or management fees, and are available for the exclusive investment of some other Investors Group Funds and other institutional investors. These units are not available for retail purchasers and are not offered for sale under this Simplified Prospectus.

Series S units refers to units of some Investors Group Funds that have no service fee, sales charges or redemption fees, and are available for the exclusive investment of some IG/GWL Segregated Funds. These units are not available for retail purchasers and are not offered for sale under this Simplified Prospectus.

Series Z units refers to the units of some Investors Group Funds that have no service fees, sales charges, administration fees or redemption fees, and are available for exclusive investment of the Portfolios, other Investors Group Funds and other institutional investors. These units are not available for retail purchasers and not offered for sale under this Simplified Prospectus.

Tax Act means the Income Tax Act (Canada) as it may be amended from time to time.

Trustee means I.G. Investment Management, Ltd.

Units means any one or more of the mutual fund units of the Fund offered by this Simplified Prospectus, as well as Series “P” units available for purchase only by other Investors Group Funds (such as the *iProfile* Fixed Income Pool) and Series “S” and “Z” units which are available to or may become available in the future for purchase only by the IG/GWL Segregated Funds and other Investors Group Funds and other qualified institutional investors, respectively.

Simplified Prospectus for

Investors Real Property Fund

Additional information about the Fund is available in the following documents:

- Annual Information Form;
- the most recently filed annual financial statements;
- any interim financial statements of the Fund filed after the annual financial statements were filed;
- the most recently filed annual management report of fund performance; and
- any interim management report of fund performance filed after that annual management report of fund performance.

These documents are incorporated by reference into this Simplified Prospectus, which means that they are legally part of this document, just as if they were printed as part of it. You can get a copy of these documents, at your request, at no cost by:

- calling us toll free at 1-888-746-6344 (or 1-800-661-4578 in Quebec), or
- asking your Investors Group Consultant.

These documents, and other information about the Fund, such as information circulars and material contracts are available either:

- on our website at www.investorsgroup.com; or
- at www.sedar.com.

You can also ask your Investors Group Consultant for this information, or by contacting us at the following address:

Investors Group
447 Portage Avenue
Winnipeg, MB R3C 3B6

