

**AMENDMENT N° 3 dated November 29, 2018**

**to the ANNUAL INFORMATION FORM dated May 24, 2018  
as amended by AMENDMENT N° 1 dated June 6, 2018  
and by AMENDMENT N° 2 dated September 5, 2018 (the “Annual Information Form”) of the**

**FDP EMERGING MARKETS EQUITY PORTFOLIO, SERIES A**

(the “Fund”)

Unless otherwise specifically defined, terms used in this Amendment have the meanings given to such terms in the Annual Information Form.

**1. Introduction**

The Annual Information Form relating to the offering of units issued by the Fund is hereby amended to reflect the internalisation of the portfolio management of the Fund’s assets.

**2. Amendments to the Annual Information Form**

On November 23, 2018, the Fund Manager announced the following changes to the Fund:

Internalisation of the Fund’s portfolio management

Since August 2008, the Fund’s assets were entrusted to sub-manager State Street Global Advisors, Ltd. On November 23, 2018, FDP announced the internalisation of the portfolio management of the assets of the Fund. Mr. Yann Furic, Portfolio Manager, Asset Allocation and Alternative Strategies at FDP, is the individual principally responsible for the investment advisory services provided by FDP to the Fund.

Changes to the investment strategies of the Fund

Concurrently with the internalisation of the Fund’s portfolio management, FDP also announced on November 23, 2018 changes to the investment strategies of the Fund. The changes aim at reducing the volatility of the Fund’s returns and improve the added value perspectives.

The Annual Information Form is amended as follows:

- (a) The information with respect to the Fund that is provided in the table starting on page 3 of the Annual Information Form under the section entitled “**Name and Formation of the Funds**” is hereby deleted and replaced with the following:

FDP Emerging Markets Equity Portfolio		
July 22, 2008 (the Fund became operational on April 8, 2009)	<b>May 22, 2015</b> – formerly Professionals’ Emerging Markets Equity Fund	<b>November 19, 2018</b> – The Fund Manager, as portfolio manager of the Fund, took back under its management the assets of the Fund which had been entrusted to State Street Global Advisors, Ltd. as portfolio sub-manager pursuant to the terms of an investment advisory services agreement dated August 15, 2008.  <b>May 19, 2017</b> – The Fund Manager has closed and terminated the Series T4, Series T5, Series T6 and Series T of the Fund.

		<p><b>May 24, 2016</b> – The Fund Manager has created and authorized the issuance of Series T4, Series T5, Series T6 and Series T units of the Fund.</p> <p><b>May 22, 2014</b> – The Fund Manager redesignated the issued and outstanding “units” of the Funds as “Series A units” of the Fund.</p> <p><b>December 17, 2012</b> – The Fund’s investment objectives were amended for clarification purposes and to allow the Fund to invest in issuers from emerging countries listed on a stock exchange.</p>
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- (b) The table of the sub-section entitled “**List of Members of the Portfolio Manager’s Team of Representatives**” under the section entitled “**Responsibility for Fund Operations**”, on page 19 of the Annual Information Form, is hereby deleted and replaced by the following:

NAME	YEARS OF SERVICE	PRINCIPAL OCCUPATIONS
Massimo D’Alessandro, CFA	16 years	Senior Manager, Fixed Income – Professionals’ Financial - Mutual Funds Inc. (since 2002).
Simon Blanchard, MBA, CFA	8 years	Senior Manager, Investment – Professionals’ Financial - Mutual Funds Inc. (since 2010).
Yann Furic, CFA	2 years	Portfolio Manager, Asset Allocation and Alternative Strategies – Professionals’ Financial - Mutual Funds Inc. (since 2016); Senior Analyst – Capital Markets Research – <i>Caisse de dépôt et placement du Québec</i> (1999 to 2016).
François Landry, CFA	15½ years	Vice-President of the Board, and Senior Vice-President and Chief Investment Officer – Professionals’ Financial - Private Management Inc. (since 2003); Vice-President of the Fund Manager, and Senior Vice-President and Chief Investment Officer – Professionals’ Financial (since 2007).
François Leblanc, CFA	12 years	Analyst, Investments - Professionals’ Financial - Mutual Funds Inc. (since 2013); Portfolio Manager - Professionals’ Financial - Private Management Inc. (2006 to 2013).

- (c) The paragraph entitled “State Street Global Advisors” in the sub-section entitled “**Portfolio Sub-managers**” under the section entitled “**Responsibility for Fund Operations**”, on page 21 of the Annual Information Form, is hereby deleted.

**CERTIFICATES OF THE FUND, THE MANAGER AND THE PROMOTER**

FDP Emerging Markets Equity Portfolio, Series A

(the “Fund”)

This Amendment N° 3 dated November 29, 2018, together with the Annual Information Form dated May 24, 2018, as amended by Amendment N° 1 dated June 6, 2018 and Amendment N° 2 dated September 5, 2018, and the Simplified Prospectus dated May 24, 2018, as amended by Amendment N° 1 dated June 6, 2018, Amendment N° 2 dated September 5, 2018 and Amendment N° 3 dated November 29, 2018, and the documents incorporated by reference into the Simplified Prospectus, as amended, constitute full, true and plain disclosure of all material facts relating to the securities offered by the Simplified Prospectus, as amended, as required by the securities legislation of Québec, Ontario and New Brunswick and do not contain any misrepresentations.

Dated November 29, 2018

PROFESSIONALS’ FINANCIAL - MUTUAL FUNDS INC., as manager and promoter of the Fund and on behalf of the Trustee of the Fund.

*(signed) “André Sirard”*

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André Sirard  
Chairman of the Board,  
President and Chief Executive Officer

*(signed) “Stéphane Legault”*

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Stéphane Legault  
Chief Financial Officer

On behalf of the Board of Directors of PROFESSIONALS’ FINANCIAL - MUTUAL FUNDS INC., as manager and promoter of the Fund and on behalf of the Trustee of the Fund.

*(signed) “Sylvain Bellavance”*

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Sylvain Bellavance  
Director

*(signed) “Diane Francoeur”*

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Diane Francoeur  
Director

**CERTIFICATE OF THE PRINCIPAL DISTRIBUTOR**

FDP Emerging Markets Equity Portfolio, Series A

(the “Fund”)

To the best of our knowledge, information and belief, this Amendment N° 3 dated November 29, 2018, together with the Annual Information Form dated May 24, 2018, as amended by Amendment N° 1 dated June 6, 2018 and Amendment N° 2 dated September 5, 2018, and the Simplified Prospectus dated May 24, 2018, as amended by Amendment N° 1 dated June 6, 2018, Amendment N° 2 dated September 5, 2018 and Amendment N° 3 dated November 29, 2018, and the documents incorporated by reference into the Simplified Prospectus, as amended, constitute full, true and plain disclosure of all material facts relating to the securities offered by the Simplified Prospectus, as amended, as required by the securities legislation of Québec, Ontario and New Brunswick and do not contain any misrepresentations.

Dated November 29, 2018

PROFESSIONALS’ FINANCIAL - PRIVATE MANAGEMENT INC., as principal distributor of the Fund.

*(signed) “André Sirard”*

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André Sirard  
President and Chief Executive Officer