

AMENDMENT N° 2 dated March 5, 2024

to the SIMPLIFIED PROSPECTUS dated May 24, 2023 as amended by AMENDMENT N° 1 dated June 1, 2023 (the “Prospectus”) of FDP Balanced Income Portfolio, Series A (the “Fund”)

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

1. Introduction

The Prospectus is hereby amended to reflect the investment risk rating increase of the Fund.

2. Amendment to the Prospectus

On March 5, 2024, the Fund Manager announced that the investment risk rating of the Fund increased from “Low” to “Low to Medium”.

The investment risk rating of the Fund is calculated in accordance with the standardized mutual fund risk classification methodology of the Canadian Securities Administrators.

The new investment risk rating of the Fund will not result in any change to the investment objectives or strategies for the Fund.

The Prospectus is amended as follows:

In the second part of the Prospectus, entitled **Specific Information about Each of the Mutual Funds Described in this Document**, the paragraph under **Investment Risk Classification Methodology**, on page 45, is replaced by the following:

“The Fund’s risk level is “low to medium”. The investment risk level of this mutual fund is required to be determined in accordance with a standardized risk classification methodology that is based on the mutual fund’s historical volatility as measured by the 10-year standard deviation of the returns of the mutual fund, as described under the heading “Investment Risk Classification Methodology” on page 45 of this document.”

What Are Your Legal Rights?

Under securities laws in some provinces, you have the right to:

- withdraw from an agreement to buy Series A units of a Fund within two (2) business days after you receive the Simplified Prospectus or Fund Facts document; or
- cancel your purchase within 48 hours after you receive confirmation of the purchase.

In some provinces, you also have the right to cancel a purchase, or in some jurisdictions, claim damages if the Simplified Prospectus, Fund Facts document or financial statements contains a misrepresentation. You must act within the time limits set by law in the applicable province.

For more information, see the securities law of your province or ask a lawyer.

Certificates of the Fund, the Manager and the Promoter

Series A units

FDP **Balanced Income** Portfolio (the “Fund”)

This Amendment No. 2 dated March 5, 2024, together with the simplified prospectus dated May 24, 2023, as amended by Amendment No. 1 dated June 1st, 2023, 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 March 5, 2024

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

(s) André Sirard

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

(s) David Bergevin

David Bergevin
Assistant Vice-President, Finance and Risk
Management, also acting as 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.

(s) Alain Dugal

Alain Dugal
Director

(s) Carole Chapdelaine

Carole Chapdelaine
Director

Certificate of the Principal Distributor

Series A units

FDP Balanced Income Portfolio
(the “**Fund**”)

To the best of our knowledge, information and belief, this Amendment No. 2 dated March 5, 2024, together with the simplified prospectus dated May 24, 2023, as amended by Amendment No. 1 dated June 1st, 2023, 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 March 5, 2024

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

(s) André Sirard

André Sirard

President and Chief Executive Officer