
MANAGEMENT INFORMATION CIRCULAR
IN RESPECT OF
SPECIAL MEETINGS OF UNITHOLDERS OF

GBW ALTERNATIVE ALL-WEATHER GROWTH FUND
and
GBW ALTERNATIVE SHORT-TERM GROWTH FUND
(each, a “**GBW Fund**” and collectively, the “**GBW Funds**”)

MEETINGS TO BE HELD ON JUNE 26, 2026

at the offices of
GB Wealth Inc.
214 King Street West, Suite 610, Toronto, ON M5H 3S6
10:00 a.m. (Toronto time)

June 1, 2026

June 1, 2026

Dear unitholders of:

GBW Alternative All-Weather Growth Fund; and
GBW Alternative Short-Term Growth Fund

(individually, a “**GBW Fund**” and collectively, the “**GBW Funds**”)

Please join us at the upcoming meetings (“**Meetings**”) of unitholders (“**Unitholders**”) of the GBW Funds which have been called to consider and approve a proposed change to the trustee and manager of the GBW Funds from McLean Asset Management Ltd. (“**McLean**”) to GB Wealth Inc. (“**GB Wealth**” or “**GBW**”) and the amendment and restatement of the declaration of trust of the GBW Funds (collectively, the “**Proposed Changes**”), as further described in this management information circular (the “**Circular**”).

As set out in the attached Circular, we believe that the Unitholders will continue to benefit from the continuity of the execution of the existing investment mandates of the GBW Funds under the discretion of GB Wealth.

Please review the Notice of Meetings and Circular (“**Notice**”) and complete and return the enclosed form of proxy in accordance with the instructions set out therein in order to vote on the resolutions in relation to the Proposed Changes. If you have any questions prior to the meeting for your GBW Fund, please call us at 416-488-0547.

(Signed) “W. Joseph Walsh”
Managing Director
McLean Asset Management Ltd.

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MANAGEMENT INFORMATION CIRCULAR

MANAGEMENT SOLICITATION

This Management Information Circular (the “**Circular**”) is provided by McLean Asset Management Ltd. (the “**Trustee**” or “**McLean**”), in its capacity as trustee and manager of the GBW Funds, in connection with the solicitation of proxies by the Trustee on behalf of the GBW Funds, to be used at the meetings (the “**Meetings**” or, individually, a “**Meeting**”) of unitholders (“**Unitholders**”) of the GBW Funds.

The Meetings will be held concurrently on June 26, 2026 at 10:00 a.m. (Toronto time) at the offices of GB Wealth at 214 King Street West, Suite 610, Toronto, ON M5H 3S6.

Although the Meetings are scheduled to be held at the same time for purposes of convenience, Unitholders of each GBW Fund will vote separately.

Directors, officers or employees of the Trustee may also solicit proxies by telephone, e-mail, internet, facsimile or other personal contact. The Trustee may also employ professional soliciting agents on commercially reasonable terms to assist them with the solicitation of proxies. All costs and expenses associated with the solicitation, meetings and proposed changes will be borne by the Trustee.

The GBW Funds have fixed the close of business on May 27, 2026 (the “**Record Date**”) for the purpose of determining which unitholders are entitled to receive notice of the Meetings. Unitholders that acquire units between the Record Date and June 24, 2026 at 4:00 p.m. are entitled to vote those units by attending the Meeting.

All Unitholders of the GBW Funds and duly appointed proxyholders present in person at the Meetings, will have an equal opportunity to participate at the Meetings and engage with the Trustee, the portfolio manager of the GBW Funds as well as other investors in real time. **Even if you currently plan to attend in person and participate in the Meetings, you should consider voting your units of the GBW Fund (or GBW Funds) in advance so that your vote will be counted in the event you are unable to attend.**

Registered Unitholders and duly appointed proxyholders should note that voting at the applicable Meeting will revoke any previously submitted proxy.

Unitholders may submit questions at the Meetings.

VOTING PROCEDURES AND PROXIES

Voting of Proxies

Unitholders who are unable to be present at a Meeting may still vote through the use of proxies. If you are such a Unitholder, you should complete, execute and return the form of proxy.

Even if you currently plan to participate in a Meeting, you should consider voting your units by proxy in advance so that your vote will be counted if you later decide not to attend the Meeting.

The management representatives designated in the form of proxy provided to you will vote the units in respect of which they are appointed by proxy on any ballot that may be called for in accordance with the instructions of the Unitholder as indicated on the proxy and, if the Unitholder gives an instruction with respect to any matter to be acted upon, the units will be voted accordingly. **Where a signed proxy is received but no instruction is given with respect to how to vote, the proxy will confer discretionary authority to be voted IN FAVOUR of each matter for which no instruction has been given.**

The proxy that was mailed to you confers discretionary authority upon the persons named therein with respect to amendments or variations to the matters identified in the Notice of Meeting dated May 1, 2026, and with respect to other matters which may properly come before a Meeting in respect of which the proxy is granted or any adjournments or postponements of such Meeting. As of the date hereof, the Trustee knows of no such amendments, variations or other matters to come before the Meetings. In the event that other matters come before a Meeting, the management representatives designated in the provided form of proxy intend to vote in accordance with their best judgement pursuant to the discretionary authority conferred by such proxy with respect to such matters.

Proxy Information

Proxy Vote Options

Vote by Mail: Return the completed, signed and dated form of proxy to McLean Asset Management Ltd. at 2323 Yonge Street, Suite 200, Toronto, Ontario M4P 2C9, at any time up to 4:00 p.m. (Toronto time) on June 24, 2026. The deadline for the deposit of proxies may be waived by the Chair of a Meeting in his or her sole discretion without notice. By completing and returning the form of proxy, you can participate in the Meetings through the person or persons named on the form.

A Unitholder has the right to appoint a person or company to represent them at a Meeting other than the management appointees designated on the accompanying form of proxy (an “Appointee”) by inserting the name of the person he or she wishes to act as proxy. A person acting as proxy need not be a Unitholder.

Only Unitholders whose names appear on the records of a GBW Fund as the registered holders of the units of the GBW Fund or the persons they appoint as proxies are permitted to attend and vote at the Meeting of the GBW Fund. **If your units of a GBW Fund are held by a financial intermediary, please see “Voting Instructions from Beneficial Owners”.**

Units represented by a form of proxy will be voted in accordance with the instructions of the Unitholder on any ballot that may be called for and, if the Unitholder specifies a choice with respect to any matter to be acted upon, the units will be voted accordingly. **If no such specification is made, the units may be voted at the discretion of the person named in the form of proxy. If the form of proxy is executed in favour of the management appointees named in the form of proxy and deposited in accordance with the instructions on the form, the units will be voted in favour of all matters identified in the Notice.**

The form of proxy confers discretionary authority upon the proxyholder with respect to such matters, including amendments or variations to the resolutions, as, though not specifically set forth in the Notice, may properly come before a Meeting. Management does not know of any such matter that

may be presented for consideration at a Meeting. However, if such a matter is presented, the proxy will be voted on the matter at the discretion of the named proxyholder.

Revocation of Proxies

If the form of proxy is executed and returned, the proxy may be revoked by an instrument in writing executed by the Unitholder or his or her attorney authorized in writing, as well as in any other manner permitted by law, as instructed on the form of proxy. Any such instrument revoking a proxy must either be deposited (a) to **McLean Asset Management Ltd. by delivery to its offices at 2323 Yonge Street, Suite 200, Toronto, Ontario, M4P 2C9** no later than 4:00 p.m. (Toronto time) on June 24, 2026; or (b) with the Chair of the Meeting on the day of the Meeting. If the instrument of revocation is deposited with the Chair on the day of the Meeting, the instrument will not be effective with respect to any matter on which a vote has already been cast pursuant to that proxy.

Solicitation of Proxies

Any costs of solicitation of proxies will be borne by the Trustee and/or its affiliates. The Trustee and/or its affiliates will reimburse brokers, custodians, nominees and fiduciaries for the proper charges and expenses incurred in forwarding this Circular and related materials to beneficial owners of units of the GBW Funds. In addition to solicitation by mail, officers, directors, employees and agents of the Trustee and/or its affiliates, may, without additional compensation, solicit proxies personally, by telephone or other electronic means.

Instructions for Beneficial Holders of Units

Voting Instructions from Beneficial Owners

Applicable regulatory policy requires brokers, dealers and other intermediaries to seek voting instructions from Beneficial Owners in advance of the Meetings. Every intermediary has its own mailing procedures and provides its own return instructions, which should be carefully followed by Beneficial Owners in order to ensure that their units are voted at the Meeting or Meetings. Often, the voting instruction form supplied to a Beneficial Owner by its intermediary is identical to the form of proxy provided to a registered Unitholder. However, its purpose is limited to instructing the registered Unitholders how to vote on behalf of the Beneficial Owner. The majority of intermediaries now delegate responsibility for obtaining instructions from clients to the Trustee. The Trustee typically prepares a voting instruction form that it mails to Beneficial Owners and asks Beneficial Owners to complete and return it directly to the Trustee. The Trustee then tabulates the results of all instructions received and provides appropriate instructions respecting the voting of units to be represented at the Meeting. Voting instruction forms sent to the Trustee may be completed as follows:

Vote by Mail: Return the completed, signed and dated voting instruction form to McLean Asset Management Ltd. by delivery to its offices at 2323 Yonge Street, Suite 200, Toronto, Ontario, M4P 2C9. The deadline for the deposit of the voting instruction form may be waived by the Chair of the Meeting in his or her sole discretion without notice.

A Beneficial Owner should submit their voting instruction form well in advance of the 4:00 p.m. (Toronto time) deadline of June 24, 2026 for the deposit of proxies, as instructed on the voting instruction form and no later than June 24, 2026 at 4:00 p.m.

A Beneficial Owner receiving a voting instruction form cannot use that form to vote units directly at a Meeting. Rather, the voting instruction form must be returned to the Trustee in advance of the deadline for the deposit of proxies, as instructed on the voting instruction form. The purpose of this voting instruction form is to permit you as a Beneficial Owner to direct the voting of the units of the GBW Fund(s) that you own. If you wish to vote in person at a Meeting, please see “Attendance and Voting at a Meeting by Beneficial Owners” below.

Revocation of Voting Instructions by Beneficial Owners

A Beneficial Owner wishing to revoke a voting instruction form that has been executed and returned to the Trustee should consult the instructions regarding revocation set out in the voting instruction form.

Attendance and Voting at a Meeting by Beneficial Owners

If you are a Beneficial Owner and wish to personally vote at a Meeting (or have someone attend a Meeting on your behalf) you (or your delegate) must attend the Meeting in person and register with the Chair.

PURPOSE OF THE MEETINGS

The purpose of each Meeting is to consider and, if thought advisable, approve, with or without variation, an ordinary resolution of the Unitholders of the GBW Funds:

1. to approve the removal of McLean Asset Management Ltd. as the trustee of each GBW Fund and to approve the appointment of GB Wealth Inc. as the successor trustee of each GBW Fund (the “**Trustee Resolution**”);
2. to approve the removal of McLean Asset Management Ltd. as the manager of each GBW Fund and to approve the appointment of GB Wealth Inc. as the successor manager of each GBW Fund (the “**Manager Resolution**”);
3. to approve the amendment and restatement of the declaration of trust of the GBW Funds to, inter alia, reflect the Trustee Resolution and Manager Resolution and to make such other amendments as may be necessary in relation to this change and such other ancillary and conforming amendments as may be determined in the discretion of the Trustee (the “**Amendment Resolution**”, and together with the Trustee Resolution and the Manager Resolution, the “**Proposed Changes**”); and
4. to transact such other business as may properly come before a Meeting or any adjournment or postponement thereof.

This Circular contains details about the Proposed Changes. The full text of the resolutions to be considered at each Meeting is contained in Appendix “A” and Appendix “B” to this Circular. The Trustee encourages Unitholders to read the details of the Proposed Changes carefully. If approved by the Unitholders, the Proposed Changes will become effective on or about June 26, 2026, or such later date as may be determined by GB Wealth Inc., in its capacity as successor trustee (in each case, the “**Effective Date**”). All Unitholders are encouraged to review the details in this Circular before voting.

DESCRIPTION OF PROPOSED CHANGES

The Trustee Resolution and the Manager Resolution

The Trustee is seeking approval from Unitholders of each GBW Fund to change the trustee and manager of the GBW Funds from McLean to GB Wealth, and to amend and restate the Declaration of Trust to, inter alia, reflect such changes effective as of the Effective Date.

GB Wealth Inc.

GB Wealth is a corporation incorporated under and governed by the laws of the Province of Ontario. The registered office of GB Wealth is located at 214 King Street West, Suite 610, Toronto, Ontario M5H 3S6. As of the Effective Date, GB Wealth is registered as an Investment Fund Manager in the provinces of Ontario, Québec, and Newfoundland and Labrador and as an adviser in the category of Portfolio Manager and in the category of Commodity Trading Manager in the Province of Ontario. GB Wealth's email address is geoff@gbwealth.ca and its website address is www.gbwealth.ca.

Pursuant to the amended and restated Declaration of Trust, GB Wealth will have full authority and responsibility to manage the business and affairs of the GBW Funds and will be responsible for the day-to-day operations for each of the GBW Funds. Under the terms of the amended and restated Declaration of Trust, the manager is permitted to delegate any or all of its duties and responsibilities to one or more agents to assist it in the performance of such duties and responsibilities.

As trustee, GB Wealth will be responsible for providing or arranging for all services required by the GBW Funds, including management and investment advisory services, marketing and distribution of units of the GBW Funds as well as the general day-to-day operations of the GBW Funds. In its capacity as trustee and manager, GB Wealth may engage third parties to perform certain services for the GBW Funds on its behalf.

Directors and Executive Officers of GB Wealth Inc.

The directors and officers of GB Wealth Inc., their municipality of residence, office and principal occupation are as follows:

Name	Municipality of Residence	Office	Principal Occupation
Geoff Wilson	Toronto, Ontario	President, Chief Compliance Officer and Advising Representative of GBW	President, Chief Compliance Officer and Advising Representative of GBW
David Wilson	Toronto, Ontario	Managing Director Chief Risk Officer	Managing Director Chief Risk Officer
David Campbell	Toronto, Ontario	Managing Director Head of Business Development	Managing Director Head of Business Development

Fees and Other Payments

GB Wealth will not charge any trustee fees to the GBW Funds. The management fees payable by the Series A Units and Series F Units of each GBW Fund to GB Wealth from and after the Effective Date remain the same as the fees currently payable to the Trustee, and are set out below:

Series A Units:

Name of GBW Fund	Management Fees
GBW Alternative All-Weather Growth Fund	2.00% per annum
GBW Alternative Short-Term Growth Fund	1.85% per annum

Series F Units:

Name of GBW Fund	Management Fees
GBW Alternative All-Weather Growth Fund	1.00% per annum
GBW Alternative Short-Term Growth Fund	0.85% per annum

Management fees for the Series I Units of each GBW Fund will be negotiated between the Unitholder and GB Wealth and shall be paid directly by the Unitholder. Management fees on the Series I Units of a GBW Fund will not exceed the management fee payable on the GBW Fund's Series F Units. Fund expenses incurred in the administration of each GBW Fund will continue to be paid by the applicable GBW Fund and common expenses will continue to be allocated to each GBW Fund based on its respective net asset value and may be paid by GBW or any other person approved by GBW in its capacity as manager of the GBW Funds, in its discretion.

The Amendment Resolution

In connection with the change in the trustee and manager of the GBW Funds, the Declaration of Trust will be amended and restated as of the Effective Date in order to, inter alia, reflect the change in trustee and manager.

The Amended and Restated Declaration of Trust of the GBW Funds has not been included with the Circular, but will be filed on SEDAR+ at www.sedarplus.ca as a material contract of the GBW Funds following the Meetings, in accordance with applicable securities legislation. Unitholders may obtain a copy of the Amended and Restated Declaration of Trust, free of charge upon request, by contacting McLean Asset Management Ltd. by telephone at 416-488-0547 or by mail at 2323 Yonge Street, Suite 200, Toronto, Ontario M4P 2C9.

Other Relevant Considerations for Unitholders

In considering the Proposed Changes, Unitholders should be aware of the following.

No Change to Sub-Advisor of the GBW Funds

There will be no changes to the sub-advisor of the GBW Funds. GB Wealth has been the sub-advisor of the GBW Funds since their inception and will remain as the portfolio manager of the GBW Funds.

No Changes to Investment Objectives or Investment Strategies of GBW Funds

There will be no changes to the investment objectives or the investment strategies of either GBW Fund.

No Changes to Auditor and Service Providers to the GBW Funds

There will be no changes to the Auditor and Service Providers to either GBW Fund. As such, the following will remain:

Auditor – BDO LLP

Custodian and Prime Broker – BMO Nesbitt Burns Inc.

Fund Administrator – SGGG Fund Services Inc.

Registrar and Transfer Agent – SGGG Fund Administration Inc.

Canadian Tax Considerations

Approval of the Proposed Changes will not result in any changes to the tax treatment of the GBW Funds or the Unitholders, or any tax consequences to the Unitholders of the GBW Funds.

Benefits to Unitholders

Each of the Trustee and GB Wealth believe that Unitholders will benefit from the continuity of the execution of the existing investment mandates of the GBW Funds under the discretion of GB Wealth.

If Proposed Changes Are Not Approved

In the event that the Proposed Changes do not obtain the required approval of Unitholders at the Meetings, the Trustee will resign as trustee of the GBW Funds by providing sixty (60) days written notice as required under the Declaration of Trust (the “**Notice Period**”), and the Trustee, in its capacity as manager of the GBW Funds shall appoint GB Wealth Inc. as the successor trustee of the GBW Funds effective as of the expiry of the Notice Period. The Trustee hereby provides notice to Unitholders of its intention to resign as trustee effective as of June 30, 2026 if the Proposed Changes are not approved. In such event, GB Wealth Inc. would become the Trustee of the GBW Funds effective as of June 30, 2026.

RECOMMENDATION OF THE TRUSTEE

The Trustee recommends that Unitholders of the GBW Funds vote IN FAVOUR of the Proposed Changes.

VOTING UNITS OF THE GBW FUNDS

Quorum Required

In order for a Meeting to be duly constituted for the transaction of business by each GBW Fund, two or more Unitholders of each GBW Fund must be present in person or represented by proxy at the Meeting.

Approval of Resolutions

A vote for the approval of the Proposed Changes will not be effective unless it is approved by a majority of the votes cast by a majority of the Units of each GBW Fund represented in person or by proxy at the applicable Meeting.

Voting Units and Principal Holders Thereof

Unitholders of each GBW Fund are entitled to one vote for each whole unit of the applicable GBW Fund they hold. There are no votes attached to fractional units. Persons included on the list of Unitholders of a GBW Fund as at the close of business on the Record Date are entitled to notice of that GBW Fund's Meeting. Unitholders that acquire units between the Record Date and June 24, 2026 at 4:00 p.m. are entitled to vote those units by attending the Meeting.

As at the Record Date, the following were the number of issued and outstanding units of each GBW Fund. Each unit of each series of the GBW Fund has one vote per unit.

GBW Fund	Series	Issued and Outstanding Units
GBW Alternative All-Weather Growth Fund	A	17,392.1948
GBW Alternative All-Weather Growth Fund	F	394,791.5359
GBW Alternative All-Weather Growth Fund	I	646,432.7254
GBW Alternative Short-Term Growth Fund	A	1,497.4289
GBW Alternative Short-Term Growth Fund	F	267,093.3725
GBW Alternative Short-Term Growth Fund	I	547,541.8216

As the GBW Funds are investment funds in continuous distribution, additional units of the GBW Funds may have been issued and/or redeemed since those reflected in the table above both prior to and after the Record Date. At the date of the Meetings, the number of issued and outstanding units will have changed accordingly.

To the knowledge of the senior officers of the Trustee, as of the close of business on the Record Date, the following persons or companies beneficially owned, directly or indirectly, or exercised control or direction over, 10% or more of the voting rights attached to the units of any of the series of the GBW Funds entitled to be voted at the Meetings:

GBW Fund	Series	Name of Unitholder*	Number of Units Held	Percentage of Series Held (%)
GBW Alternative All-Weather Growth Fund	A	●	14,751.73	85%
GBW Alternative All-Weather Growth Fund	F	●	92,962.72 88,250.20	24% 22%
GBW Alternative All-Weather Growth Fund	I	●	567,903.95	88%
GBW Alternative Short-Term Growth Fund	A	●	996.22	67%
GBW Alternative Short-Term Growth Fund	F	●	92,017.12 71,160.77 45,444.23	34% 27% 17%
GBW Alternative Short-Term Growth Fund	I	●	453,244.68 75,129.51	83% 14%

*To protect the privacy of individual investors we have omitted the names of the individual investors. This information is available on request by contacting the Trustee.

INTEREST OF INFORMED PERSONS IN MATERIAL TRANSACTIONS

Except as disclosed above, no informed person of the McLean Asset Management Ltd. or GB Wealth Inc. or any associate or affiliate of any informed person has or has had a material interest, direct or indirect, in any transaction since the commencement of the GBW Funds' most recently completed financial year or in any proposed transaction which has or would materially affect the GBW Funds.

AUDITOR

The auditor of each GBW Fund is currently BDO LLP of Toronto, Ontario.

APPROVAL

The contents of this Circular and its distribution to Unitholders of the GBW Funds have been approved by the board of directors of the Trustee, as trustee and manager of the GBW Funds.

Dated at Toronto, Ontario, this 1st day of June, 2026.

MCLEAN ASSET MANAGEMENT LTD.

By: “W. Joseph Walsh”

W. Joseph Walsh
Managing Director

APPENDIX “A”

Resolutions of Unitholders of the GBW Alternative All-Weather Growth Fund (the “GBW Fund”)

WHEREAS it is desirable and in the interests of the GBW Fund to change the Trustee and Manager of the GBW Fund and to approve the amendment and restatement of the Declaration of Trust of the GBW Fund, all as described in the management information circular of the GBW Fund dated June 1, 2026 (the “**Circular**”) and as hereinafter provided;

AND WHEREAS terms that are defined in the Circular are used in these resolutions with the meaning attributed to them in the Circular;

RESOLVED THAT

1. the removal of McLean Asset Management Ltd. as trustee of the GBW Fund and the appointment of GB Wealth Inc. as the successor trustee of the GBW Fund, and all matters relating thereto, are hereby approved;
2. the removal of McLean Asset Management Ltd. as manager of the GBW Fund and the appointment of GB Wealth Inc. as the successor manager of the GBW Fund, and all matters relating thereto, are hereby approved;
3. the amendment and restatement of the declaration of trust of the GBW Funds to, inter alia, reflect the Trustee Resolution and Manager Resolution and to make such other amendments as may be necessary in relation to this change and such other ancillary and conforming amendments as may be determined in the discretion of the Trustee (the “**Amendment Resolution**”, and together with the Trustee Resolution and the Manager Resolution, the “**Proposed Changes**”);
4. all matters ancillary to, or necessary or desirable, for the implementation of the foregoing resolutions, are hereby authorized and approved;
5. any officer or director of the Trustee of the GBW Fund is hereby authorized and directed on behalf of the GBW Fund to execute and deliver all such documents and do all such acts and things as may be necessary or desirable to implement these resolutions; and
6. the foregoing resolutions shall take effect as of June 26, 2026. Notwithstanding that these resolutions have been passed by Unitholders, the Trustee of the GBW Fund is hereby authorized to delay, modify or terminate implementation of any of the foregoing resolutions or make such other changes contemplated by these resolutions if the Trustee determines, in its sole discretion, that it would be necessary or desirable and in the best interests of Unitholders.

APPENDIX “B”

Resolutions of the Unitholders of the GBW Alternative Short-Term Growth Fund (the “GBW Fund”)

WHEREAS it is desirable and in the interests of the GBW Fund to change the Trustee and Manager of the GBW Fund and to approve the amendment and restatement of the Declaration of Trust of the GBW Fund, all as described in the management information circular of the GBW Fund dated June 1, 2026 (the “**Circular**”) and as hereinafter provided;

AND WHEREAS terms that are defined in the Circular are used in these resolutions with the meaning attributed to them in the Circular;

RESOLVED THAT

1. the removal of McLean Asset Management Ltd. as trustee of the GBW Fund and the appointment of GB Wealth Inc. as the successor trustee of the GBW Fund, and all matters relating thereto, are hereby approved;
2. the removal of McLean Asset Management Ltd. as manager of the GBW Fund and the appointment of GB Wealth Inc. as the successor manager of the GBW Fund, and all matters relating thereto, are hereby approved;
3. the amendment and restatement of the declaration of trust of the GBW Funds to, inter alia, reflect the Trustee Resolution and Manager Resolution and to make such other amendments as may be necessary in relation to this change and such other ancillary and conforming amendments as may be determined in the discretion of the Trustee (the “**Amendment Resolution**”, and together with the Trustee Resolution and the Manager Resolution, the “**Proposed Changes**”);
4. all matters ancillary to, or necessary or desirable, for the implementation of the foregoing resolutions, are hereby authorized and approved;
5. any officer or director of the Trustee of the GBW Fund is hereby authorized and directed on behalf of the GBW Fund to execute and deliver all such documents and do all such acts and things as may be necessary or desirable to implement these resolutions; and
6. the foregoing resolutions shall take effect as of June 26, 2026. Notwithstanding that these resolutions have been passed by Unitholders, the Trustee of the GBW Fund is hereby authorized to delay, modify or terminate implementation of any of the foregoing resolutions or make such other changes contemplated by these resolutions if the Trustee determines, in its sole discretion, that it would be necessary or desirable and in the best interests of Unitholder