



PenderFund Capital Management Ltd.

AMENDMENT NO. 1 DATED SEPTEMBER 15, 2025

TO THE SIMPLIFIED PROSPECTUS DATED JUNE 27, 2025

in respect of

Conventional Mutual Funds

Pender Bond Universe Fund

Class A, Class F and Class F (US\$) Units

Pender Corporate Bond Fund

**Class F, Class F (US\$), Class H, Class H (US\$),
Class I, Class I (US\$), Class N and Class U Units**

Pender Global Small/Mid Cap Equity Fund

(formerly, Pender Value Fund)

Class F, Class H and Class I Units

Pender Small Cap Opportunities Fund

Class A, Class B, Class F, Class G, Class H, Class I, Class M, Class N Units

Pender Strategic Growth and Income Fund

Class F, Class H and Class I Units

Alternative Mutual Funds

Pender Alternative Absolute Return Fund

**Class AF, Class F, Class F (US\$), Class FF, Class H,
Class H (US\$), Class I, Class I (US\$) and Class N Units**

Pender Alternative Arbitrage Fund

Class AF, Class F, Class F (US\$), Class FF, Class H, Class I and Class I (US\$) Units

Pender Alternative Arbitrage Plus Fund

Class F, Class F (US\$) and Class I Units

Pender Alternative Multi-Strategy Income Fund

Class A, Class F and Class I Units

Pender Alternative Special Situations Fund

Class A, Class F and Class I Units

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

This Amendment No. 1 dated September 15, 2025 (the “**Amendment**”) to the simplified prospectus of the Funds dated June 27, 2025 (the “**Simplified Prospectus**”) provides certain additional information relating to the Funds, and the Simplified Prospectus, with respect to the Funds, should be read subject to this information. All page references relate to the Simplified Prospectus. All capitalized terms used herein have the respective meanings set out in the Simplified Prospectus, unless otherwise defined in this Amendment No. 1.

Summary of Amendments

The Simplified Prospectus is amended to provide notice to Unitholders that PenderFund Capital Management Ltd. (the “**Manager**”) has announced proposed changes to the management fees charged to the Funds identified in this Amendment. The Manager is proposing a reduction in administration fees with an offsetting increase in management fees for certain classes. This will result in a lower or equivalent Management Expense Ratio (“**MER**”) for all Unitholders (the “**Management Fee Proposal**”). Implementation of the Management Fee Proposal is subject to the approval of the Unitholders in each class of the Funds to which the Management Fee Proposal relates.

In conjunction with the Management Fee Proposal, the Manager intends to simplify the Funds’ class offerings by closing certain classes (the “**Class Closures**”). These Class Closures, together with the Management Fee Proposal, are intended to standardize fees across the Funds and offer all investors access to the same lowest cost class in each Fund. In the event that the Management Fee Proposal is not approved, the Manager intends to continue with the proposed Class Closures. Notice to the affected Unitholders of the proposed Class Closures will be provided in compliance with the Funds’ Trust Agreement and applicable securities laws. Unitholders of the closing classes will be offered the option to either redeem out of the Fund during the notice period or convert their units to units of a continuing class of the Fund.

Subject to the implementation of the Class Closures, Unitholders in the following classes of the Funds (the “**Affected Classes**”) will be asked to vote on the Management Fee Proposal:

Pender Bond Universe Fund

Class A, Class F and Class F (US\$) Units

Pender Corporate Bond Fund

Class F, Class F (US\$), Class H, Class H (US\$),
Class I, Class I (US\$), Class N and Class U Units

Pender Global Small/Mid Cap Equity Fund

(formerly, Pender Value Fund)

Class F, Class H and Class I Units

Pender Small Cap Opportunities Fund

Class A, Class B, Class F, Class G, Class H, Class I, Class M, Class N Units

Pender Strategic Growth and Income Fund

Class F, Class H and Class I Units

Pender Alternative Absolute Return Fund

Class AF, Class F, Class F (US\$), Class FF, Class H,
Class H (US\$), Class I, Class I (US\$) and Class N Units

Pender Alternative Arbitrage Fund

Class AF, Class F, Class F (US\$), Class FF, Class H, Class I and Class I (US\$) Units

Pender Alternative Arbitrage Plus Fund

Class F, Class F (US\$) and Class I Units

Pender Alternative Multi-Strategy Income Fund

Class A, Class F and Class I Units

Pender Alternative Special Situations Fund

Class A, Class F and Class I Units

Special meetings of Unitholders of the Affected Classes are being called for October 31, 2025 to consider and approve the Management Fee Proposal. If approved, the changes will be implemented on or about November 7, 2025. In October, Unitholders of record as of the close of business on September 17, 2025 will receive an information circular with further details of the Management Fee Proposal and a form of proxy.

The technical amendments to the Simplified Prospectus to affect these changes are set out below:

Fees and Expenses

Under the heading “Fees and Expenses” on page 16 of the Simplified Prospectus, the following is added after the second paragraph:

A special meeting of Unitholders will be held on October 31, 2025 to consider the proposal of the Manager to increase the management fee being charged to certain classes of Funds (the “**Management Fee Proposal**”).

In conjunction with the Management Fee Proposal, the Manager intends to simplify the Funds’ class offerings by closing certain classes (the “**Class Closures**”). These Class Closures, together with the Management Fee Proposal, are intended to standardize fees across the Funds and offer all investors access to the same lowest cost class in each Fund. In the event that the Management Fee Proposal is not approved, the Manager intends to continue with the proposed Class Closures. Notice to the affected Unitholders of the proposed Class Closures will be provided in compliance with the Funds’ Trust Agreement and applicable securities laws. Unitholders of the closing classes will be offered the option to either redeem out of the Fund during the notice period or convert their units to units of a continuing class of the Fund.

Unitholders in the following classes of the Funds (subject to the implementation of the Class Closures, the “**Affected Classes**”) will be asked to vote on the Management Fee Proposal:

Pender Bond Universe Fund

Class A, Class F and Class F (US\$) Units

Pender Corporate Bond Fund

Class F, Class F (US\$), Class H, Class H (US\$),
Class I, Class I (US\$), Class N and Class U Units

Pender Global Small/Mid Cap Equity Fund

(formerly, Pender Value Fund)

Class F, Class H and Class I Units

Pender Small Cap Opportunities Fund

Class A, Class B, Class F, Class G, Class H, Class I, Class M, Class N Units

Pender Strategic Growth and Income Fund

Class F, Class H and Class I Units

Pender Alternative Absolute Return Fund

Class AF, Class F, Class F (US\$), Class FF, Class H,
Class H (US\$), Class I, Class I (US\$) and Class N Units

Pender Alternative Arbitrage Fund

Class AF, Class F, Class F (US\$), Class FF, Class H, Class I and Class I (US\$) Units

Pender Alternative Arbitrage Plus Fund

Class F, Class F (US\$) and Class I Units

Pender Alternative Multi-Strategy Income Fund

Class A, Class F and Class I Units

Pender Alternative Special Situations Fund

Class A, Class F and Class I Units

Investor approval is required from Unitholders of the Affected Classes to implement the Management Fee Proposal. The proposed management fee increases under the Management Fee Proposal for the Affected Classes are as follows:

Affected Classes	Current Fees			Proposed Fees		
Fund Class	Management Fee	Administration Fee	Management + Administration Fee	Management Fee (+/-)	Administration Fee (+/-)	Management + Administration Fee
PENDER BOND UNIVERSE FUND						
Class A	0.60%	0.50%	1.10%	0.90% (+0.30%)	0.20% (-0.30%)	1.10% (n/c)
Class F	0.10%	0.50%	0.60%	0.40% (+0.30%)	0.20% (-0.30%)	0.60% (n/c)
Class F (USD)	0.10%	0.50%	0.60%	0.40% (+0.30%)	0.20% (-0.30%)	0.60% (n/c)
PENDER CORPORATE BOND FUND						
Class F	0.60%	0.50%	1.10%	0.75% (+0.15%)	0.20% (-0.30%)	0.95% (-0.15%)
Class F (USD)	0.60%	0.50%	1.10%	0.75% (+0.15%)	0.20% (-0.30%)	0.95% (-0.15%)
Class H	1.10%	0.50%	1.60%	1.40% (+0.30%)	0.20% (-0.30%)	1.60% (n/c)
Class H (USD)	1.10%	0.50%	1.60%	1.40% (+0.30%)	0.20% (-0.30%)	1.60% (n/c)
Class I	0.45%	0.50%	0.95%	0.75% (+0.30%)	0.20% (-0.30%)	0.95% (n/c)
Class I (USD)	0.45%	0.50%	0.95%	0.75% (+0.30%)	0.20% (-0.30%)	0.95% (n/c)
Class N	0.20%	0.50%	0.70%	0.50% (+0.30%)	0.20% (-0.30%)	0.70% (n/c)
Class U	0.60%	0.50%	1.10%	0.75% (+0.15%)	0.20% (-0.30%)	0.95% (-0.15%)
PENDER GLOBAL SMALL/MID CAP EQUITY FUND (formerly, PENDER VALUE FUND)						
Class F	0.85%	0.50%	1.35%	1.00% (+0.15%)	0.20% (-0.30%)	1.20% (-0.15%)
Class H	1.55%	0.50%	2.05%	1.85% (+0.30%)	0.20% (-0.30%)	2.05% (n/c)
Class I	0.70%	0.50%	1.20%	1.00% (+0.30%)	0.20% (-0.30%)	1.20% (n/c)
PENDER SMALL CAP OPPORTUNITIES FUND						
Class A	1.95%	0.50%	2.45%	2.25% (+0.30%)	0.20% (-0.30%)	2.45% (n/c)
Class B	1.95%	0.50%	2.45%	2.25% (+0.30%)	0.20% (-0.30%)	2.45% (n/c)

Affected Classes	Current Fees			Proposed Fees		
Fund Class	Management Fee	Admini- stration Fee	Management + Administration Fee	Management Fee (+/-)	Admini- stration Fee (+/-)	Management + Administratio n Fee
Class F	0.95%	0.50%	1.45%	1.25% (+0.30%)	0.20% (-0.30%)	1.45% (n/c)
Class G	0.95%	0.50%	1.45%	1.25% (+0.30%)	0.20% (-0.30%)	1.45% (n/c)
Class H	1.65%	0.50%	2.15%	1.95% (+0.30%)	0.20% (-0.30%)	2.15% (n/c)
Class I	0.80%	0.50%	1.30%	1.10% (+0.30%)	0.20% (-0.30%)	1.30% (n/c)
Class M	0.45%	0.50%	0.95%	0.75% (+0.30%)	0.20% (-0.30%)	0.95% (n/c)
Class N	0.45%	0.50%	0.95%	0.75% (+0.30%)	0.20% (-0.30%)	0.95% (n/c)
PENDER STRATEGIC GROWTH AND INCOME FUND						
Class F	0.70%	0.50%	1.20%	0.85% (+0.15%)	0.20% (-0.30%)	1.05% (-0.15%)
Class H	1.40%	0.50%	1.90%	1.70% (+0.30%)	0.20% (-0.30%)	1.90% (n/c)
Class I	0.55%	0.50%	1.05%	0.85% (+0.30%)	0.20% (-0.30%)	1.05% (n/c)
PENDER ALTERNATIVE ABSOLUTE RETURN FUND						
Class AF	1.15%	0.50%	1.65%	1.45% (+0.30%)	0.20% (-0.30%)	1.65% (n/c)
Class F	0.80%	0.50%	1.30%	0.95% (+0.15%)	0.20% (-0.30%)	1.15% (-0.15%)
Class F (USD)	0.80%	0.50%	1.30%	0.95% (+0.15%)	0.20% (-0.30%)	1.15% (-0.15%)
Class FF	0.15%	0.50%	0.65%	0.45% (+0.30%)	0.20% (-0.30%)	0.65% (n/c)
Class H	1.50%	0.50%	2.00%	1.80% (+0.30%)	0.20% (-0.30%)	2.00% (n/c)
Class H (USD)	1.50%	0.50%	2.00%	1.80% (+0.30%)	0.20% (-0.30%)	2.00% (n/c)
Class I	0.65%	0.50%	1.15%	0.95% (+0.30%)	0.20% (-0.30%)	1.15% (n/c)
Class I (USD)	0.65%	0.50%	1.15%	0.95% (+0.30%)	0.20% (-0.30%)	1.15% (n/c)
Class N	0.30%	0.50%	0.80%	0.60% (+0.30%)	0.20% (-0.30%)	0.80% (n/c)
PENDER ALTERNATIVE ARBITRAGE FUND						
Class AF	1.15%	0.50%	1.65%	1.45% (+0.30%)	0.20% (-0.30%)	1.65% (n/c)

Affected Classes	Current Fees			Proposed Fees		
Fund Class	Management Fee	Administration Fee	Management + Administration Fee	Management Fee (+/-)	Administration Fee (+/-)	Management + Administration Fee
Class F	0.80%	0.50%	1.30%	0.95% (+0.15%)	0.20% (-0.30%)	1.15% (-0.15%)
Class F (USD)	0.80%	0.50%	1.30%	0.95% (+0.15%)	0.20% (-0.30%)	1.15% (-0.15%)
Class FF	0.15%	0.50%	0.65%	0.45% (+0.30%)	0.20% (-0.30%)	0.65% (n/c)
Class H	1.50%	0.50%	2.00%	1.80% (+0.30%)	0.20% (-0.30%)	2.00% (n/c)
Class I	0.65%	0.50%	1.15%	0.95% (+0.30%)	0.20% (-0.30%)	1.15% (n/c)
Class I (USD)	0.65%	0.50%	1.15%	0.95% (+0.30%)	0.20% (-0.30%)	1.15% (n/c)
PENDER ALTERNATIVE ARBITRAGE PLUS FUND						
Class F	0.80%	0.50%	1.30%	0.95% (+0.15%)	0.20% (-0.30%)	1.15% (-0.15%)
Class F (USD)	0.80%	0.50%	1.30%	0.95% (+0.15%)	0.20% (-0.30%)	1.15% (-0.15%)
Class I	0.65%	0.50%	1.15%	0.95% (+0.30%)	0.20% (-0.30%)	1.15% (n/c)
PENDER ALTERNATIVE MULTI-STRATEGY INCOME FUND						
Class A	1.80%	0.50%	2.30%	1.95% (+0.15%)	0.20% (-0.30%)	2.15% (-0.15%)
Class F	0.80%	0.50%	1.30%	0.95% (+0.15%)	0.20% (-0.30%)	1.15% (-0.15%)
Class I	0.65%	0.50%	1.15%	0.95% (+0.30%)	0.20% (-0.30%)	1.15% (n/c)
PENDER ALTERNATIVE SPECIAL SITUATIONS FUND						
Class A	1.95%	0.50%	2.45%	2.10% (+0.15%)	0.20% (-0.30%)	2.30% (-0.15%)
Class F	0.95%	0.50%	1.45%	1.10% (+0.15%)	0.20% (-0.30%)	1.30% (-0.15%)
Class I	0.80%	0.50%	1.30%	1.10% (+0.30%)	0.20% (-0.30%)	1.30% (n/c)

WHAT ARE YOUR LEGAL RIGHTS?

Securities legislation in some provinces and territories gives you the right to withdraw from an agreement to buy mutual fund units within two business days of receiving this Simplified Prospectus or fund facts document, or to cancel your purchase within 48 hours of receiving confirmation of your order.

Securities legislation of some provinces and territories also allows you to cancel an agreement to buy mutual fund units and to get your money back, or to make a claim for damages, if this Simplified Prospectus, fund facts document, management report of fund performance or financial statements misrepresent any facts about the Funds. You must act within the time limits set by law in the applicable province or territory.

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

CERTIFICATE OF THE FUNDS, THE MANAGER AND THE PROMOTER

September 15, 2025

This Amendment No. 1 dated September 15, 2025, together with the simplified prospectus dated June 27, 2025 and the documents incorporated by reference into the simplified prospectus, constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus, as required by the securities legislation of Alberta, British Columbia, Manitoba, New Brunswick, Newfoundland and Labrador, Nova Scotia, Ontario, Prince Edward Island, Québec, Saskatchewan, Northwest Territories, Nunavut, and Yukon and do not contain any misrepresentations.

PENDERFUND CAPITAL MANAGEMENT LTD.

on behalf of the Funds, in its capacity as Manager, Promoter and Trustee of the Funds

(signed) "David Barr"

David Barr

Chief Executive Officer

(signed) "Amanda Patterson"

Amanda Patterson

Chief Financial Officer

ON BEHALF OF THE BOARD OF DIRECTORS OF PENDERFUND CAPITAL MANAGEMENT LTD.

on behalf of the Funds, in its capacity as Manager, Promoter and Trustee of the Funds

(signed) "Kelly Edmison"

Kelly Edmison

Director

(signed) "Felix Narhi"

Felix Narhi

Director



Conventional Mutual Funds

Pender Bond Universe Fund

Pender Corporate Bond Fund

Pender Global Small/Mid Cap Equity Fund
(formerly, Pender Value Fund)

Pender Small Cap Opportunities Fund

Pender Strategic Growth and Income Fund

Pender US Small/Mid Cap Equity Fund

Alternative Mutual Funds

Pender Alternative Absolute Return Fund

Pender Alternative Arbitrage Fund

Pender Alternative Arbitrage Plus Fund

Pender Alternative Multi-Strategy Income Fund

Pender Alternative Special Situations Fund

Managed by:
PenderFund Capital Management Ltd.
1830 – 1066 West Hastings St.
Vancouver, BC V6E 3X2
1-866-377-4743

Additional information about the Funds is available in the Funds' Fund Facts document, management reports of fund performance and financial statements. 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 a part of this document.

You can get a copy of these documents, at your request and at no cost, by calling us toll free at **1-866-377-4743** or by emailing us at **info@penderfund.com**, or from your Dealer.

These documents and other information about the Funds, such as information circulars and material contracts, are also available on the website of PenderFund Capital Management Ltd. at **www.penderfund.com** or at **www.sedarplus.ca**.