

TERM SHEET

RALLY TOTAL IMPACT FUND

The Fund provides investors with exposure to a broad range of impact investment opportunities, including public and private investments. The Fund defines impact investing as investments made into companies, organizations, various asset classes, and funds with the intention to generate measurable positive social and environmental impact alongside a targeted financial return, while simultaneously avoiding investments that create negative impact.

Structure	Unit Trust
Units	Private placements, accredited investors only
Investment Fund Manager	Majestic Asset Management
Investment Advisor	Rally Assets Inc.
Investment Advisor AuM	25M

Administrator and Registrar	SGGG Fund Services
Custodians and Broker	Interactive Brokers Inc., Aviso Wealth Inc.
Legal	Fasken
Trustee	TSX Trust Company (TMX Group)
Auditor	KPMG

RSP/TFSA Eligibility	No
Lockup Period	No
Series	A, F, I, E
Trailer Fee	1.00% (Series A only)

	FundServ Code	Management Fee	Incentive Fee
Series A	MAJ620	2.45%	-
Series F	MAJ621	1.45%	-
Series I	MAJ622	TBD	-

For more information about the Rally Total Impact Fund, please consult the Offering Memorandum of the Fund.

The units described in the Offering Memorandum of the Rally Total Impact Fund are being offered on a private placement basis in reliance on exemptions from the requirement to prepare and file a prospectus with securities regulatory authorities. The Offering Memorandum of the Fund constitutes an offering of the units described herein only in those jurisdictions and to those persons where and to whom they may lawfully be offered for sale. The Offering Memorandum of the Fund is not, and under no circumstances is to be construed as, a prospectus or an advertisement for a public offering of such units. No securities regulatory authority in Canada has in any way passed upon the merits of the units offered in the Offering Memorandum of the Fund nor has it reviewed the Offering Memorandum the Fund and any representation to the contrary is an offence.