



NOTICE TO UNITHOLDERS of Waypoint All Weather Alternative Fund

March 16th, 2022

Dear Sir/Madame:

Re: Change of control of the manager of Waypoint All Weather Alternative Fund

You are receiving this notice because you are an investor in the **Waypoint All Weather Alternative Fund** (the “Fund”).

Pursuant to Section 5.8 of National Instrument 81-102 – *Investment Funds* (“NI 81-102”), Waypoint Investment Partners Inc. (“**Waypoint**”), the manager of the Fund, gives notice that effective on or about May 16th, 2022, there will be a change in control of the manager of the Fund.

Specifically, the shareholders of Waypoint will transfer all of the outstanding shares of Waypoint to Chesswood Capital Management Inc., a subsidiary of Chesswood Group Limited (the “**Transaction**”). Waypoint will continue to act as the manager of the Fund, but the Transaction will constitute a change of control of Waypoint as defined by NI 81-102.

Following the Transaction, the Fund will continue to be operated in the same manner as it is operated today. Neither the portfolio management and investment team, nor the operational personnel responsible for the administration of the Fund, will change. The Transaction will not result in any change to your rights to purchase and redeem units of the Fund, any change to the investment objectives and strategies of the Fund, any change to the management fees or expenses of the Fund, or any change to the Fund’s service providers.

This notice is being provided to you for informational purposes pursuant to NI 81-102 and does not require you to take any action. The Simplified Prospectus, Annual Information Form and Fund Facts of the Fund are available on Waypoint’s website at <https://www.waypointinvestmentpartners.com/> and on the Fund’s SEDAR profile at www.SEDAR.com.

Please contact us at information@waypointinvestmentpartners.com or **416-960-7690** if you have any questions.

A handwritten signature in black ink, appearing to be the initials "M F" followed by a stylized flourish.

Waypoint Investment Partners Inc.