

MATERIAL CHANGE REPORT
(Section 11.2 of National Instrument 81-106 – *Investment Fund Continuous Disclosure*)

ITEM 1 Name and Address of Reporting Issuer

Connor, Clark & Lunn Funds Inc.

130 King Street West

Suite 1400

Toronto, Ontario

M5X 1C8 (the “**Manager**”)

as Manager of:

CC&L Diversified Income Fund

CC&L Absolute Return Bond Fund

CC&L Global Long Short Fund

CC&L Global Market Neutral II Fund

NS Partners International Equity Focus Fund

PCJ Absolute Return II Fund

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

ITEM 2 Date of Material Change

May 30, 2025

ITEM 3 News Release

The Manager disseminated the news release reporting the material change described in this report through the facilities of CNW Group Ltd. on May 30, 2025 and subsequently filed the news release on Manager’s SEDAR+ profile at www.sedarplus.ca.

ITEM 4 Summary of Material Change

The Manager announced the amendment of the fund facts documents for each series of units of the Funds with each of the applicable securities regulatory authorities in Canada in order to correct an error relating to the management expense ratio (**MER**) of each Fund. The Manager has implemented enhanced policies and procedures to ensure the accuracy of all information provided to investors on a going-forward basis.

ITEM 5 Full Description of Material Change

Please refer to the press release dated May 30, 2025 as attached hereto as Schedule “A”.

ITEM 6 Reliance on subsection 11.2(2) of National Instrument 81-106.

ITEM 7 Omitted Information

Not applicable.

ITEM 8 Executive Officer

The executive officer of the Manager who is knowledgeable about the material change and this report is:

Bryce Walker
Chief Executive Officer
Tel: 1-888-824-3120

ITEM 9 Date of Report

May 30, 2025



CONNOR, CLARK & LUNN FUNDS INC.

Toronto, Ontario, May 30, 2025 – Connor, Clark & Lunn Funds Inc. (the **Manager**), the manager of CC&L Diversified Income Fund, CC&L Absolute Return Bond Fund, CC&L Global Long Short Fund, CC&L Global Market Neutral II Fund, NS Partners International Equity Focus Fund and PCJ Absolute Return II Fund (collectively, the **Funds** and each, a **Fund**), announces that it will be amending the fund facts documents for each series of units of the Funds with each of the applicable securities regulatory authorities in Canada in order to correct an error relating to the management expense ratio (**MER**) of each Fund. The Manager has implemented enhanced policies and procedures to ensure the accuracy of all information provided to investors on a going-forward basis.

The fund facts documents dated March 31, 2025 of each Fund will be amended to correct the MER for each series of units listed below to correspond with the MER for the series as disclosed in the most recently filed management report of fund performance (**MRFP**) for each Fund:

CC&L Diversified Income Fund	Corrected MER (from MRFP)	March 31, 2025 Fund Facts MER
Series A units	2.23%	2.98%
Series F units	1.25%	1.90%
Series O units	1.05%	1.95%
Series Arbour units	2.79%	3.41%
Series Reserve units	0.00%	3.15%
CC&L Absolute Return Bond Fund		
Series A units	2.14%	1.94%
Series F units	1.11%	1.26%
Series I units	0.54%	0.31%
CC&L Global Long Short Fund		
Series A units	5.46%	2.15%
Series F units	4.70%	1.06%
Series I units	0.75%	0.64%
CC&L Global Market Neutral II Fund		
Series A units	4.51%	2.13%
Series F units	3.86%	1.51%
Series I units	0.63%	0.77%
NS Partners International Equity Focus Fund		
Series A units	2.23%	2.57%
Series F units	1.28%	1.75%
Series I units	0.32%	0.75%
PCJ Absolute Return II Fund		
Series A units	2.46%	2.13%
Series F units	1.96%	1.51%
Series I units	0.32%	0.77%

The amended fund facts documents are expected to be filed by May 30, 2025 and will be available to investors on www.sedarplus.ca and on the designated website of the Funds at www.cclfundsinc.com. As the corrected MER figures are, in some cases, higher than the MER listed in the March 31, 2025 fund facts documents, the Manager will waive any short-term trading fees for investors that have purchased one of the affected series of units in the Funds between March 31, 2025 and May 30, 2025 who wish to redeem such units.

For further information, please contact:

Connor, Clark & Lunn Funds Inc.
Tel: 1-888-824-3120

Forward-Looking Information

This news release may contain forward-looking information (within the meaning of applicable securities laws) relating to the business and operations of the Manager and the Funds (**forward-looking statements**). Forward-looking statements may be identified by words such as “believe”, “anticipate”, “project”, “expect”, “intend”, “plan”, “will”, “may”, “estimate” and other similar expressions. These statements are based on the Manager’s expectations, estimates, forecasts and projections and include, without limitation, statements regarding the timing and implementation of the implementation of the new investment objectives of each Fund and the corresponding name changes, changes in investment strategies, changes in the fee structures, the expected risk ratings of the Funds and the expected change in the performances of the Funds. The forward-looking statements in this news release are based on certain assumptions; they are not guarantees of future performance and involve risks and uncertainties that are difficult to control or predict. A number of factors could cause actual results to differ materially from the results discussed in the forward-looking statements, including, but not limited to, the factors discussed under the heading “WHAT IS A MUTUAL FUND AND WHAT ARE THE RISKS OF INVESTING IN A MUTUAL FUND?” in the simplified prospectus available on the SEDAR profile of each Fund at www.sedar.com. There can be no assurance that forward-looking statements will prove to be accurate as actual outcomes and results may differ materially from those expressed in these forward-looking statements. Readers, therefore, should not place undue reliance on any such forward-looking statements. Further, these forward-looking statements are made as of the date of this news release and, except as expressly required by applicable law, the Manager and the Funds assume no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise.