

## AMENDMENT NO. 1

**Dated November 29, 2013  
to the Simplified Prospectus dated May 17, 2013 of**

Scotia Conservative Government Bond Capital Yield Class (Series A shares and Series M shares)  
Scotia Fixed Income Blend Class (Series A shares)  
Scotia Canadian Dividend Class (Series A shares and Series M shares)  
Scotia Canadian Equity Blend Class (Series A shares)  
Scotia U.S. Equity Blend Class (Series A shares)  
Scotia Global Dividend Class (Series A shares)  
Scotia International Equity Blend Class (Series A shares)  
Scotia INNOVA Income Portfolio Class (Series A shares)  
Scotia INNOVA Balanced Income Portfolio Class (Series A shares)  
Scotia INNOVA Balanced Growth Portfolio Class (Series A shares)  
Scotia INNOVA Growth Portfolio Class (Series A shares)  
Scotia INNOVA Maximum Growth Portfolio Class (Series A shares)  
Scotia Short Term Yield Class (Series M shares)  
Scotia Canadian Corporate Bond Capital Yield Class (Series M shares)  
Scotia Private Canadian Equity Class (Series M shares)  
Scotia Private U.S. Dividend Class (Series M shares)  
Scotia Private U.S. Equity Class (Series M shares)

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

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The simplified prospectus dated May 17, 2013 (the “Simplified Prospectus”) relating to the offering of the Funds is hereby amended as set out below. All defined terms have the meanings ascribed to them in the Simplified Prospectus unless specifically defined in this Amendment No. 1.

The amendments reflected in this Amendment No. 1 relate to the combination of the businesses of Scotia Asset Management L.P. and other entities wholly-owned by The Bank of Nova Scotia, including GCIC Ltd., into a single entity under the name 1832 Asset Management L.P..

Accordingly, effective November 1, 2013:

- 1) All references in the Simplified Prospectus to “Scotia Asset Management L.P.” are deleted and replaced with “1832 Asset Management L.P.”.
- 2) All references in the Simplified Prospectus to “Scotia Asset Management G.P. Inc.” are deleted and replaced with “1832 Asset Management G.P. Inc.”.
- 3) All references in the Simplified Prospectus to “SAM” are deleted and replaced with “1832 LP”.
- 4) All references in the Simplified Prospectus to GCIC Ltd. as a sub-advisor are deleted.

### **PURCHASERS' STATUTORY RIGHTS**

Securities legislation in some provinces and territories gives you the right to withdraw from an agreement to buy securities of a mutual fund within two business days of receiving the Simplified Prospectus or fund facts, or to cancel your purchase within 48 hours of receiving confirmation of your order. Securities legislation in some provinces and territories also allows you to cancel an agreement to buy securities of a mutual fund and get your money back, or to make a claim for damages, if the Simplified Prospectus, annual information form, fund facts or financial statements misrepresent any facts about the mutual fund. These rights usually must be exercised within certain time limits.