



ANNUAL INFORMATION FORM

JUNE 28, 2016

Offering Series A, Series F and Series I Securities (unless otherwise indicated)

SPROTT GLOBAL INFRASTRUCTURE FUND

SPROTT TIMBER FUND *(also offering Series L securities)*

SPROTT GLOBAL AGRICULTURE FUND *(also offering Series L securities)*

SPROTT REAL ASSET CLASS *

SPROTT GLOBAL REIT & PROPERTY EQUITY FUND

***A class of shares of Sprott Corporate Class Inc.**

No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise.

The Funds and the securities of the Funds offered under this Annual Information Form are not registered with the United States Securities and Exchange Commission and they are sold in the United States only in reliance upon exemptions from registrations.

TABLE OF CONTENTS

THE FUNDS.....	1
MAJOR EVENTS IN THE PAST TEN YEARS	1
INVESTMENT RESTRICTIONS AND PRACTICES.....	3
DESCRIPTION OF SECURITIES.....	6
VALUATION OF PORTFOLIO SECURITIES	8
CALCULATION OF SECURITY PRICE	10
PURCHASE OF SECURITIES	10
SWITCHES BETWEEN SPROTT MUTUAL FUNDS.....	11
RECLASSIFICATIONS/CONVERSIONS BETWEEN SERIES OF A TRUST FUND/THE CORPORATE FUND.....	12
REDEMPTION OF SECURITIES	12
RESPONSIBILITY FOR OPERATION OF THE FUNDS	14
OWNERSHIP.....	20
FUND GOVERNANCE	22
FEES AND EXPENSES.....	26
INCOME TAX CONSIDERATIONS.....	26
REMUNERATION OF DIRECTORS, OFFICERS, TRUSTEE AND THE IRC	31
MATERIAL CONTRACTS	31
LEGAL AND ADMINISTRATIVE PROCEEDINGS	32
CERTIFICATE OF THE FUNDS, THE MANAGER AND THE PROMOTER.....	33

THE FUNDS

Sprott Asset Management LP (the “Manager”) acts as the manager, portfolio manager and promoter of Sprott Global Infrastructure Fund, Sprott Timber Fund, Sprott Global Agriculture Fund, Sprott Real Asset Class and Sprott Global REIT & Property Equity Fund (collectively, the “Funds” and each, a “Fund”).

Sprott Real Asset Class (the “Corporate Fund”) is a class of mutual fund shares of Sprott Corporate Class Inc. (the “Corporation”). The Corporation is a mutual fund corporation formed by articles of incorporation under the laws of the Province of Ontario on July 28, 2011, as amended on September 22, 2011, January 27, 2012, March 26, 2012, August 30, 2013, September 6, 2013, May 29, 2014, April 29, 2015, May 29, 2015, September 4, 2015, October 8, 2015 and March 1, 2016 (the “Articles of Incorporation”). The authorized capital of the Corporation consists of an unlimited number of common voting shares, an unlimited number of redeemable common voting shares and 1,000 classes of redeemable mutual fund shares issuable in an unlimited number of series of shares, the number of shares of each series being unlimited in number. In addition to the Corporate Fund offered herein, the Corporation also offers sixteen mutual funds under separate simplified prospectuses.

Each of Sprott Global Infrastructure Fund, Sprott Timber Fund, Sprott Global Agriculture Fund and Sprott Global REIT & Property Equity Fund (collectively, the “Trust Funds” and each, a “Trust Fund”) is an open ended mutual fund trust governed under the laws of Ontario pursuant to the terms of a trust agreement dated September 9, 1997, as amended and restated on October 1, 2001 and February 13, 2004, and as further amended on November 1, 2007, January 16, 2009, December 23, 2013, March 31, 2014 and June 2, 2014 together with amended and restated Schedules “A” and “B,” each dated June 29, 2015 (the “Trust Agreement”).

All of the mutual funds managed by the Manager, including all additional classes of shares of the Corporation and individual mutual fund trusts offered under separate simplified prospectuses with the Funds offered herein, are collectively referred to as the “Sprott mutual funds.” A reference in this document to “you” refers to an investor who invests in the Funds. When you invest in the Corporate Fund, you are buying mutual fund shares in the Corporation. When you invest in the Trust Funds, you are buying mutual fund trust units. We refer to both units and shares as “securities” in this document.

RBC Investor Services Trust acts as trustee (“Trustee”) for the Trust Funds and custodian (“Custodian”) for the Funds. The head office and principal place of business of the Funds and the Manager of the Funds are located at:

Royal Bank Plaza, South Tower
200 Bay Street, Suite 2700, P.O. Box 27
Toronto, Ontario M5J 2J1

MAJOR EVENTS IN THE PAST TEN YEARS

Sprott Real Asset Class

The Corporate Fund is a distinct class of shares of the Corporation. The Corporation has acquired, and will acquire from time to time in the future, the assets of certain limited partnerships on a tax-deferred basis. As of the date of this Annual Information Form each of the following limited partnerships (collectively, the “Limited Partnerships”) has transferred its portfolio of securities to the Corporation on the following dates:

Name of Limited Partnership	Date of Transfer
Sprott 2010 Flow Through Limited Partnership	February 3, 2012
Sprott 2011 Flow Through Limited Partnership	February 1, 2013
Sprott 2012 Flow Through Limited Partnership	February 3, 2014
Sprott 2013 Flow Through Limited Partnership	January 26, 2015
Sprott 2014 Flow Through Limited Partnership	February 24, 2016

In return for these portfolios of securities, the limited partners of each of the above limited partnerships received shares of Sprott Resource Class of the Corporation (offered under a separate simplified prospectus). Each of Sprott 2014-II Flow Through Limited Partnership (“2014 Flow Through LP”), Sprott 2015 Flow Through Limited Partnership (“2015 Flow Through LP”) and Sprott 2016 Short Duration Flow-Through Limited Partnership (“2016 Flow Through LP”) will transfer its portfolio of securities to the Corporation on or about October 31, 2016, February 28, 2017 and June 30, 2017, respectively. In return for each portfolio of securities, the limited partners of 2014 Flow Through LP, 2015 Flow Through LP and 2016 Flow Through LP will receive shares of Sprott Resource Class of the Corporation (offered under a separate simplified prospectus). Similar transactions may occur in future years in connection with Sprott Resource Class. As a result of these transactions, the Corporation may declare and pay capital gains dividends to shareholders of any of the Sprott mutual funds that are classes of the Corporation including the Corporate Fund. For more details, please see “Income Tax Considerations” on page 26 and see “Capital gains risk” in the Fund’s Simplified Prospectus.

Sprott Global Infrastructure Fund, Sprott Timber Fund, Sprott Global Agriculture Fund and Sprott Global REIT & Property Equity Fund

<u>Inception Date</u>	<u>Changes to Constatng Document</u>	<u>Name Changes</u>
August 24, 2011 - Sprott Global Infrastructure Fund May 31, 2012 - Sprott Timber Fund June 28, 2013 - Sprott Global Agriculture Fund June 29, 2015 – Sprott Global REIT & Property Equity Fund	August 24, 2011 , the Declaration of Trust was amended and restated to, among other things, allow for the addition of additional trusts thereunder, including the newly created Sprott Global Infrastructure Fund. May 31, 2012 , the Declaration of Trust was amended to include the newly created Sprott Timber Fund. June 28, 2013 , the Declaration of Trust was amended to include the newly created Sprott Global Agriculture Fund. March 31, 2014 , in connection with a change of manager, RBC Investor Services Trust became the new Trustee of the then existing Trust Funds and the Trust Funds were transferred to, and continued under, the Trust Agreement. June 29, 2015 , the Trust Agreement was amended to include the newly created Sprott Global REIT & Property	Effective March 31, 2014 , the name of Sprott Global Infrastructure Fund was changed from Exemplar Global Infrastructure Fund to Sprott Global Infrastructure Fund. Effective March 31, 2014 , the name of Sprott Timber Fund was changed from Exemplar Timber Fund to Sprott Timber Fund. Effective March 31, 2014 , the name of Sprott Global Agriculture Fund was changed from Exemplar Global Agriculture Fund to Sprott Global Agriculture Fund.

	Equity Fund.	
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History of the manager of the Sprott Global Infrastructure Fund, Sprott Timber Fund and Sprott Global Agriculture Fund

<u>Effective Date</u>	<u>Event</u>
December 2, 2013	Arrow Capital Management Inc. acquired all the outstanding shares of BluMont Capital Corporation (“BluMont”), resulting in a change of control of BluMont.
March 31, 2014	Sprott Asset Management LP acquired the rights from BluMont to manage the Sprott Global Infrastructure Fund, Sprott Timber Fund and Sprott Global Agriculture Fund resulting in a change of manager of such Funds. At special meetings of securityholders held on March 25, 2014, the securityholders of such Funds approved the change of manager from BluMont to Sprott Asset Management LP.

INVESTMENT RESTRICTIONS AND PRACTICES

Regular Practices and Restrictions

The Funds are managed in accordance with the standard investment restrictions and practices contained in securities legislation, including National Instrument 81-102 (“NI 81-102”) of the Canadian securities administrators, other than as noted below. These restrictions and practices have been designed by the Canadian securities administrators to ensure that the investments of investment funds are diversified and relatively liquid and to ensure the proper administration of investment funds. NI 81-102 prescribes that securityholder approval must be obtained before any change can be made to the fundamental investment objectives of the Funds.

The Corporation qualifies as a “mutual fund corporation” under the *Income Tax Act* (Canada) (the “Tax Act”). Accordingly, securities of the Corporate Fund are qualified investments under the Tax Act for registered retirement savings plans (“RRSPs”), registered retirement income funds (“RRIFs”), deferred profit-sharing plans, registered education savings plans (“RESPs”), registered disability savings plans (“RDSPs”) and tax-free savings accounts (“TFSA”) (collectively, “Registered Plans”). Each of the Trust Funds qualifies as a mutual fund trust under the Tax Act. Accordingly, securities of the Trust Funds are qualified investments under the Tax Act for Registered Plans. Annuitants of registered retirement savings plans and registered retirement income funds, and holders of tax-free savings accounts should consult with their own tax advisers as to whether securities of the Funds would be prohibited investments under the Tax Act in their particular circumstances.

The Funds are considered to be “dealer managed” investment funds for the purposes of NI 81-102. Applicable securities laws impose restrictions on investments by dealer managed investment funds. In accordance with such rules, subject to certain exemptions or prior authorizations to the contrary, each Fund may not make an investment in any class of securities of any issuer (other than those guaranteed by the Government of Canada, the government of a province of Canada or an agency of the foregoing) (i) for which the Manager or its associates or affiliates have acted as underwriter (except for a small selling group participation) during the preceding 60 days; or (ii) of which any director, officer or employee of the Manager, or an affiliate or associate of the Manager, is a partner, director or officer, if such person participates in the formulation of, influences or has access prior to implementation of, investment decisions made on behalf of the Fund.

Exceptions Regarding Regular Practices and Restrictions

Standing Instructions by the Independent Review Committee

Subject to obtaining the approval of securities regulatory authorities and/or the independent review committee of the Sprott investment funds (the “IRC”) (please see “Independent Review Committee” on page 25 for more information) and compliance with the conditions set out in NI 81-102 and National Instrument 81-107 (“NI 81-107”), securities laws allow the standard practices and investment restrictions to be modified. In accordance with the requirements of NI 81-102 and NI 81-107, the Manager has obtained IRC approval in respect of transactions, including investing in equity securities and debt securities of an issuer during the offering of the securities or at any time during the 60-day period following the completion of the offering of such securities, notwithstanding that a related dealer has acted as underwriter in the relevant offering of the same class of such securities (in accordance with the Related Dealer Relief (described below) and in accordance with the policies and procedures relating to such investments).

Exemptive Relief Decisions

(i) Related Dealer Relief

The Sprott mutual funds have obtained an exemption from the Canadian securities regulatory authorities allowing them to engage in certain transactions in equity and debt securities which, without the exemption, would be prohibited. Pursuant to such exemption, a Fund, with the approval of the IRC in accordance with NI 81-107 and subject to compliance with certain other provisions of NI 81-107, may (i) purchase equity securities of a reporting issuer during the period of distribution of the issuer’s securities pursuant to a “private placement” offering (an offering under exemptions from the prospectus requirements) and for the 60-day period following the completion of the offering; and (ii) purchase debt securities (other than asset-backed commercial paper) which do not have an approved rating by an approved credit rating organization during the period of distribution of the debt securities and for the 60-day period following the period of distribution, each notwithstanding that a related dealer is acting or acted as underwriter in connection with the relevant offering of the same class of such securities (the “Related Dealer Relief”). The Manager has developed and implemented policies and procedures to ensure compliance with the conditions of the Related Dealer Relief and that the conditions of the standing instructions of the IRC in connection with the Related Dealer Relief are met.

(ii) Commodity ETF Relief

The Manager and the Funds have obtained relief from the Canadian securities regulatory authorities to permit each Fund, subject to the limits described in each specific Fund’s investment strategy section in the Simplified Prospectus of the Funds, to: (i) invest indirectly in physical commodities through investments in Commodity ETFs (as defined below) and (ii) invest in the following categories of ETFs (the “Underlying ETFs”) traded on a stock exchange in Canada or the United States that do not qualify as “index participation units” (as defined in NI 81-102): (a) ETFs that seek to provide daily results that replicate the daily performance of a specified widely-quoted market index (the “Underlying Index”) by a multiple of up to 200% or an inverse multiple of up to 200%, (b) ETFs that seek to provide daily results that replicate the daily performance of their Underlying Index by an inverse multiple of up to 100%, (c) ETFs that seek to replicate the performance of gold or silver or the value of a specified derivative the underlying interest of which is gold or silver on an unlevered basis (collectively, “Unlevered Gold/Silver Interest”), by a multiple of up to 200% (“Leveraged Gold ETFs” and “Leveraged Silver ETFs”, respectively) and (d) ETFs that have exposure to one or more physical commodities other than gold or silver, on an unlevered basis (together with Leveraged Gold ETFs and Leveraged Silver ETFs, “Commodity ETFs”).

(iii) Related Issuer Relief

The Sprott mutual funds have obtained relief from the Canadian securities regulatory authorities from the prohibition on making an investment in a class of securities of an issuer of which a partner, director, officer or employee of the dealer manager of a fund, or a partner, director, officer or employee of an affiliate or associate of the dealer manager, is a partner, director or officer when the partner, director, officer or employee (i) may participate in the formulation of investment decisions made on behalf of the fund; (ii) may have access before implementation to information concerning investment decisions made on behalf of the fund; or (iii) may influence the investment decisions made on behalf of the fund, so that the fund is permitted to purchase certain exchange-traded securities of a related issuer in the secondary market. The conditions to the relief are as follows: (i) the purchase or holding is consistent with, or is necessary to meet, the investment objective of a Fund; (ii) the IRC of the Sprott investment funds has approved the transaction in accordance with NI 81-107; (iii) the purchase is made on an exchange on which the securities are listed and traded; and (iv) no later than the time that the Fund files its annual financial statements, the Manager files with the Ontario Securities Commission the particulars of any such investments.

(iv) Inter-fund Trade Relief

The Sprott mutual funds have obtained relief from the Canadian securities regulatory authorities from the prohibition on purchasing a security from or selling a security to certain entities deemed to be related to a fund or the Manager, acting as principal, so that a fund is permitted to purchase debt securities from or sell debt securities to a pooled fund or a closed-end fund managed and/or advised by the Manager (an “Inter-fund Trade”). The conditions to the relief are (i) the IRC of the Sprott investment funds involved in the Inter-fund Trade has approved the transaction in accordance with NI 81-107, and (ii) at the time of the Inter-fund Trade, the transaction complies with certain conditions set out in NI 81-107.

(v) Cleared Swaps Relief

All Funds that enter into swaps that are, or will become, subject to a clearing determination or a clearing obligation issued by the U.S. Commodity Futures Trading Commission (the “CFTC”) or the European Securities and Markets Authority, as the case may be, including fixed-to-floating interest rate swaps, basis swaps, forward rate agreements in U.S. dollars, the Euro, Pounds Sterling or the Japanese Yen, overnight index swaps in U.S. dollars, the Euro and Pounds Sterling and untranching credit default swaps on certain North American indices (CDX.NA.IG and CDX.NA.HY) and European indices (iTraxx Europe, iTraxx Europe Crossover and iTraxx Europe HiVol) at various tenors (collectively, “Swaps”) have received exemptive relief from Canadian securities regulatory authorities, subject to certain conditions, from the following:

- the requirement that imposes minimum credit-rating requirements on certain instruments or on the equivalent debt of the counterparty to certain trades (or their guarantors);
- the limitation that the mark-to-market value of the exposure of a mutual fund under its specified derivatives positions with any one counterparty other than an acceptable clearing corporation or a clearing corporation not exceed, for a period of 30 days or more, 10 percent of the net asset value of the mutual fund; and
- the requirement to hold all portfolio assets of a mutual fund with one custodian

to permit each Fund to deposit cash and other assets directly with a futures commission merchant (that is registered with the CFTC and/or clearing member for purposes of the European Market Infrastructure Regulation, as applicable, and is a member of a clearing corporation) (a “Futures Commission Merchant”), and indirectly with a clearing organization, as margin.

In all instances, the amount of margin already held by the applicable Futures Commission Merchant must not exceed 10 percent of the net asset value of the Fund at the time of deposit. The exemptive relief also applies to trades made by the Funds with Futures Commission Merchants in Canada that are members of a self-regulatory organization that is a member of the Canadian Investor Protection Fund.

DESCRIPTION OF SECURITIES

General

Each Fund is permitted to issue an unlimited number of series of securities and may issue an unlimited number of securities of each series. Each of the Funds has created Series A, Series F and Series I securities. In addition, each of Sprott Timber Fund and Sprott Global Agriculture Fund has also created Series L securities.

Series A and Series L securities: Available to all investors.

Series F securities: Available to investors who participate in fee-based programs through their dealer and whose dealer has signed a Series F Agreement with the Manager, investors for whom the Manager does not incur distribution costs, or individual investors approved by the Manager. You may only buy Series F securities if we and your broker, dealer or advisor approve the order first.

Series I securities: Available to institutional investors or to other investors on a case by case basis, all at the discretion of the Manager.

Although the money which you and other investors pay to purchase securities of any series of a Fund is tracked on a series-by-series basis in the applicable Fund's administrative records, the assets of all series of the Fund are combined into a single pool to create one portfolio for investment purposes. Please refer to the Funds' Simplified Prospectus for further information pertaining to Series A, Series L, Series F, and Series I securities of each Fund, as applicable.

The Corporate Fund

The Corporation may issue an unlimited number of authorized common shares and redeemable common shares. The Corporation is also authorized to issue certain classes of mutual fund shares, and the Corporate Fund is a class of mutual fund shares of the Corporation. The Corporation may issue an unlimited number of mutual fund shares of each class. Each class of mutual fund shares is authorized to designate an unlimited number of series of shares. Holders of the mutual fund shares are "securityholders." The shares may be issued in fractions; however, the holders of fractional shares are not entitled to vote in respect of fractional shares. Certificates are not generally issued to securityholders.

The Corporate Fund issues more than one series of securities. The principal differences between the series are the fees payable by the series, and the purchase options under which you may purchase the series.

The Corporation will pay dividends, including capital gains dividends, when declared payable by the board of directors of the Corporation, in its sole discretion, and each class of mutual fund shares ranks equally with all other classes of mutual fund shares with respect to payment of declared dividends and participation in the remaining assets of the Corporation in the event of the liquidation, dissolution or winding up of the Corporation based on the net asset value of the class. Each series of the Corporate Fund ranks equally with other series of the Corporate Fund with respect to payment of declared dividends in the event of liquidation, dissolution or winding up of the Corporation. If the Corporate Fund or a particular series of the Corporate Fund is terminated, each security that a securityholder of the Corporate

Fund owns will participate equally with every other security of the same series in the assets of the Corporate Fund attributable to that series after all of the Corporate Fund's liabilities (or those allocated to the series being terminated) have been paid, less any deferred sales charge that would be payable.

All securities are issued as fully paid and non-assessable in Canadian dollars so that a securityholder will not be liable for any further payments to the Corporate Fund for those securities.

The Corporation has issued redeemable common shares to a voting trust which owns all of the issued and outstanding redeemable common shares of the Corporation. The voting trust has the sole right to elect directors and appoint auditors for the Corporate Fund. Securityholders in the Corporate Fund are not entitled to receive notice of, or to attend, annual meetings of securityholders of the Corporation, but are entitled to attend meetings of securityholders and to vote when required under securities legislation or corporate law. Please see "Meetings of securityholders" below for a description of an investor's voting rights.

The rights attached to each class and series of the Corporation are set out in its articles of incorporation, as may be amended from time to time.

The Trust Funds

Securities of a series of a Trust Fund represent your ownership in that Trust Fund. Generally, you receive distributions of a Trust Fund's net income and net capital gains attributable to your securities based on their relative net asset value per security for each series in that Trust Fund at the time the distribution is paid. Upon the wind-up or termination of a Trust Fund, securityholders of the Trust Fund will be entitled to participate *pro rata* in the Trust Fund's net assets allocated to the applicable series less applicable deferred sales charges. If you hold securities in a Trust Fund, you will be entitled to vote at the securityholder meetings of that Trust Fund as a whole, as well as any securityholder meetings for the particular series of securities that you own. Securities are issued as fully paid and non-assessable and are redeemable at their net asset value per security. There are no pre-emptive rights attached to the securities. A Trust Fund may issue an unlimited number of securities. Each security, regardless of the series, will entitle the holder to one vote at all meetings of securityholders. A Trust Fund may issue fractional securities, which shall entitle the holder to similar proportionate participation in that Trust Fund but will not entitle the holder to receive notice of, or vote at, meetings of securityholders of the Trust Fund.

Meetings of securityholders

Securityholders of each Fund will be entitled to vote to approve all matters that require securityholder approval under NI 81-102. As at the date of this document, these matters include the following:

- a change in the manager of the Fund, unless the new manager is an affiliate of the Manager;
- any change in the fundamental investment objectives of the Fund;
- any decrease in the frequency of calculating the net asset value of the Fund;
- certain material reorganizations of the Fund;
- if the basis of the calculation of a fee or expense that is charged to a Fund or a series of a Fund or directly to the securityholders of a Fund by the Fund or the Manager in connection with the holding of securities of the Fund is changed in a way that could result in an increase in charges to the Fund or the series of the Fund or to the securityholders, unless the Fund is at arm's length to the person or company charging the fee or expense to the Fund or if applicable securities laws do

not require the approval of securityholders to be obtained and, if required by securities laws, written notice is sent to all securityholders of the Fund or the series at least 60 days before the effective date of the change;

- if a fee or expense to be charged to a Fund, a series of a Fund or directly to a Fund's securityholders by the Fund or the Manager in connection with the holding of securities of the Fund that could result in an increase in charges to the Fund or to its securityholders is introduced, unless the Fund is at arm's length to the person or company charging the fee or expense to the Fund or if applicable securities laws do not require the approval of securityholders to be obtained and, if required by securities laws, written notice is sent to all securityholders of the Fund at least 60 days before the effective date of the change; and
- any other matter which requires the approval of securityholders pursuant to the Trust Agreement or the Articles of Incorporation of the Corporation or applicable laws.

Securityholders in the Corporate Fund also have certain voting rights under corporate law in limited circumstances, including with respect to certain fundamental changes to the Corporation that may impact their Fund. In certain cases, securityholders in the Corporate Fund may have a right to vote in respect of a fund merger under corporate legislation and the required approval of a fund merger by the Corporate Fund may, in some circumstances, require approval by 2/3 of votes cast rather than by 50% plus one of the votes cast

VALUATION OF PORTFOLIO SECURITIES

As at 4:00 p.m. (Eastern time) on each day that the Toronto Stock Exchange is open for business (a "Valuation Date"), the net asset value per series of each Fund is calculated by subtracting from the series' proportionate share of the fair value of assets of the Fund its proportionate share of fair value of liabilities of the Fund and the fair value of liabilities attributable to that series. The net asset value per series of each Fund is determined in Canadian dollars. To arrive at the net asset value per security for a series, the net asset value of a series is divided by the number of outstanding securities of that series.

In determining the fair value of the assets of each Fund the following rules apply:

- (a) the value of any cash on hand or on deposit, bills, demand notes, accounts receivable, prepaid expenses, cash dividends received (or to be received and declared to securityholders of record on a date before the date as of which the net asset value of the Fund is being determined), and interest accrued and not yet received, shall be deemed to be the full amount thereof unless the Manager shall have determined that any such deposit, bill, demand note, account receivable, prepaid expense, cash dividend received or interest is not worth the full amount thereof, in which event the value thereof shall be deemed to be such value as the Manager shall determine to be the reasonable value thereof;
- (b) the value of any security which is listed or dealt in upon a stock exchange shall be determined by (1) in the case of a security which was traded on the day as of which the net asset value of the Fund is being determined, the closing sale price; (2) in the case of a security which was not traded on the day as of which the net asset value of the Fund is being determined, a price which is the average of the closing recorded bid and ask prices; or (3) if no bid or ask quotation is available, the price last determined for such security for the purpose of calculating the net asset value of the Fund. The value of inter-listed securities shall be computed in accordance with directions laid down from time to time by the Trustee, in the case of the Trust Funds, or the Manager, in the case of the

Corporate Fund, and provided however that if, in the opinion of the Trustee or the Manager (as applicable), stock exchange or over-the-counter quotations do not properly reflect the prices which would be received by the Fund upon the disposal of securities necessary to effect any redemptions of securities, the Trustee or the Manager (as applicable) may place such value upon such securities as appears to the Trustee or the Manager (as applicable) to most closely reflect the fair value of such securities;

- (c) the value of any security, the resale of which is restricted or limited, shall be the quoted market value less a percentage discount for illiquidity amortized over the length of the hold period;
- (d) a long position in an option or a debt-like security shall be valued at the current market value of the position;
- (e) for options written by the Fund (1) the premium received by the Fund for those options shall be reflected as a deferred credit and the option shall be valued at an amount equal to the current market value of the option that would have the effect of closing the position; (2) any difference resulting from revaluation shall be treated as an unrealized gain or loss on investment; (3) the deferred credit shall be deducted in calculating the net asset value per security of the Fund; and (4) any securities that are the subject of a written option shall be valued at their current market value;
- (f) the value of a forward contract or swap shall be the gain or loss on the contract that would be realized if, on the date that valuation is made, the position in the forward contract or swap were to be closed out;
- (g) the value of gold and any other precious metals will be based upon the active spot price;
- (h) the value of any security or other property for which no price quotations are available or in the opinion of the Trustee or the Manager, to which the above valuation principles cannot or should not be applied, shall be the fair value thereof determined from time to time in such manner as the Trustee or the Manager shall from time to time provide;
- (i) the value of all assets and liabilities of the Fund valued in terms of a currency other than the currency used to calculate the Fund's net asset value shall be converted to the currency used to calculate the Fund's net asset value by applying the rate of exchange obtained from the best available sources to the Trustee or the Manager (as applicable);
- (j) the value of standardized futures shall be (1) if daily limits imposed by the futures exchange through which the standardized future was issued are not in effect, the gain or loss on the standardized future that would be realized if, on the date that valuation is made, the position in the standardized future were to be closed out; or (2) if daily limits imposed by the futures exchange through which the standardized future was issued are in effect, based on the current market value of the underlying interest of the standardized future; and
- (k) margin paid or deposited on standardized futures or forward contracts shall be reflected as an account receivable, and if not in the form of cash, shall be noted as held for margin.

The Manager has not exercised its discretion to deviate from a Fund's valuation practices described above since it became the manager of the applicable Funds on March 31, 2014, or in the case of Sprott Real Asset Class and Sprott Global REIT & Property Equity Fund, since their inception.

The Trustee and the Manager have agreed that, pursuant to paragraph (h) above, the value of any bonds, debentures, and other debt obligations shall be valued by taking the average of the bid and ask prices on a valuation date at such times as the Manager, in its discretion, deems appropriate. For money market investments, such investments are valued at cost plus accrued interest and plus or minus amortization, including foreign currency translation, if applicable, which approximates market value.

The liabilities of each Fund shall be deemed to include the following:

- (a) all bills and accounts payable;
- (b) all administrative expenses payable and/or accrued;
- (c) all obligations for the payment of money or property, including the amount of any declared but unpaid distributions or any unpaid dividends;
- (d) all allowances authorized or approved by the Trustee or the Manager (as applicable) for taxes or contingencies; and
- (e) all other liabilities of the Fund of whatever kind and nature, except liabilities represented by outstanding securities.

Portfolio transactions (investment purchases and sales) will be reflected in the first computation of the net asset value per series security made after the date on which the transaction becomes binding.

The Manager may declare a suspension of the calculation of the net asset value per security for each series of a Fund in the circumstances described under the heading “Redemption of Securities.” There will be no calculation of net asset value per security for each series during any suspension period and a Fund will not be permitted to issue further securities or redeem any securities during this period.

CALCULATION OF SECURITY PRICE

As at 4:00 p.m. on each Valuation Date, the net asset value per security is calculated for each series of a Fund. The net asset value per security (or security price) of a series will be based on the fair value of the series’ proportionate share of the assets of a Fund, less that series’ proportionate share of common liabilities and less any liabilities attributable to that series of the Fund, divided by the total outstanding securities of that series. The net asset value per security of a series is the basis for all purchases, switches, reclassifications/conversions and redemptions and for reinvestment of distributions.

The Manager will make available the net asset value per security for each series of the Funds on the Funds’ website at www.sprott.com. Such information will also be available on request, free of charge, by calling the Manager toll-free at 1-866-299-9906, by sending an email to invest@sprott.com or by mailing Sprott Asset Management LP at Royal Bank Plaza, South Tower, 200 Bay Street, Suite 2700, P.O. Box 27, Toronto, Ontario M5J 2J1.

PURCHASE OF SECURITIES

Each of the Funds offers Series A, Series F and Series I securities. Sprott Timber Fund and Sprott Global Agriculture Fund also offer Series L securities. Securities of the Funds may be purchased in each of the provinces and territories of Canada. You may purchase, switch, reclassify/convert or redeem securities of the Funds, as applicable, directly through your registered dealer approved by the Manager. The procedures to be followed by investors who desire to purchase securities of the Funds are described in the Funds’ Simplified Prospectus.

Investors can purchase Series A securities of the Funds under the Initial Sales Charge Option. Series A securities of Sprott Global Infrastructure Fund, Sprott Real Asset Class and Sprott Global REIT & Property Equity Fund and Series L securities of Sprott Timber Fund and Sprott Global Agriculture Fund can be purchased under the Low Load Option. Please refer to the Funds' Simplified Prospectus for a description of the various purchase options.

Securities of the Funds may be purchased at their net asset value per security of a specific series, computed as described under "Calculation of Security Price." The purchase price per security is the net asset value per security of a series next determined following receipt by a Fund of a completed purchase order. Any purchase order received on a Valuation Date after the cut-off time or on any day which is not a Valuation Date is deemed to have been received on the following Valuation Date. The purchase price per security will then be the net asset value per security of the series established on the Valuation Date following the day of actual receipt of the purchase order. If your purchase order is received by the Recordkeeper (defined below) before 4:00 p.m. (Eastern time) on a Valuation Date, you will pay the net asset value per security established on that Valuation Date, or if received after 4:00 p.m., the net asset value per security established on the next Valuation Date, subject to the Recordkeeper receiving all necessary forms properly completed.

The Fund must receive full payment within three business days of processing your order for each Fund. If payment is not received within that time or if the payment is returned, the Manager may deem the securities you ordered as having been redeemed by you on the next business day. If the proceeds are greater than the amount you owe the Fund, your dealer will pay the difference to the applicable Fund, and your dealer may seek reimbursement from you for any losses caused by you in connection with such failed settlement of the purchase of securities of the Fund where such dealer has the contractual right to do so.

No certificates are issued for securities purchased, but an investor receives, following each purchase of securities, a written statement indicating all relevant details of the purchase transaction, including the number of securities purchased, cost per security and the total dollar amount of the purchase order.

Each of the Funds are valued in Canadian dollars.

SWITCHES BETWEEN SPROTT MUTUAL FUNDS

You may, at any time, switch all or part of your investment in a series of securities of a Fund to securities of another Sprott mutual fund of the same series and the same purchase option, provided that the series of securities you wish to switch to is offered by that other Sprott mutual fund and provided that that series is offered in the same currency as the series from which you are switching.

If you switch Series A or Series L securities of a Fund purchased under the Low Load Option into the same series of securities of another Sprott mutual fund available under the Low Load Option, for purposes of the Low Load Option, the original purchase date and price of the original series of securities will continue to apply. You may request a switch of your series of securities by contacting your registered broker or dealer.

Currently, a switch between the Corporate Fund and other Sprott mutual funds that are classes of shares of the Corporation (offered under separate simplified prospectuses) is not a disposition for tax purposes and will not result in a capital gain or loss. Pursuant to proposed changes to the Tax Act announced in the March 22, 2016 Federal Budget, after September 2016, a switch between the Corporate Fund and another Sprott mutual fund that is a class of shares of the Corporation will be a disposition for tax purposes and you will realize a capital gain or loss. Other switches between Funds and other Sprott mutual funds will

be a disposition for tax purposes and a capital gain or loss will result. Please see “Income Tax Considerations” on page 26.

When you switch securities of any series of a Sprott mutual fund, your registered dealer may charge you a switch fee of up to 2% of the net asset value of the securities switched. This fee is negotiated with and paid to your dealer.

Upon a switch of your series of securities, the number of securities you hold will change since each series of securities of a Sprott mutual fund has a different security price.

RECLASSIFICATIONS/CONVERSIONS BETWEEN SERIES OF A TRUST FUND/THE CORPORATE FUND

You may, at any time, reclassify all or part of your investment in one series of a Trust Fund to another series of the same Trust Fund or convert all or part of your investment in one series of the Corporate Fund to another series of the Corporate Fund, provided that you are eligible to invest in the series of securities into which you are reclassifying or converting.

If you wish to reclassify/convert all or part of your investment in Series A securities of Sprott Global Infrastructure Fund, Sprott Real Asset Class or Sprott Global REIT & Property Fund or Series L securities of a Fund that were purchased under the Low Load Option to a series of the same Fund that is not available under the Low Load Option, you will be charged the amount of the applicable deferred sales charge at the time of such reclassification or conversion. If you wish to reclassify/convert all or part of your investment in Series F or Series I securities of a Fund into Series A or Series L securities of the same Fund, you can choose the Initial Sales Charge Option or the Low Load Option (as available). If you choose the Low Load Option, the new series of securities issued to you will be subject to a deferred sales charge.

A reclassification/conversion between series of securities of a Fund will not be considered a disposition for tax purposes and, accordingly, provided there is no redemption of securities in order to pay the deferred sales charges, you will not realize a capital gain or loss. You may request a reclassification or conversion of your series of securities by contacting your registered broker or dealer.

When you reclassify or convert securities of a series of a Fund, your registered dealer may charge you a fee of up to 2% of the net asset value of the securities reclassified or converted. This fee is negotiated with and paid to your dealer.

Upon a reclassification/conversion of your series of securities, the number of securities you hold will change since each series of securities of a Sprott mutual fund has a different security price. If you cease to satisfy the criteria for holding Series F or Series I securities of a Fund, such series of securities held by you may be reclassified/converted as Series A securities of the same Fund under the Initial Sales Charge Option, after we provide you with 5 days’ notice, unless you notify us during the notice period and we agree that you are once again eligible to hold Series F or Series I securities (as applicable).

REDEMPTION OF SECURITIES

An investor may redeem securities of a Fund by completing a redemption request and delivering it to the investor’s registered dealer approved by the Manager. The Manager may require that an investor’s signature on any redemption request be guaranteed by a bank, trust company, credit union or otherwise to the satisfaction of the Manager. A redemption request received by the Recordkeeper before 4:00 p.m. (Eastern time) on a Valuation Date will receive the net asset value per security for the applicable series of securities established as of the close of business on that day. A redemption request received by the

Recordkeeper after 4:00 p.m. (Eastern time) or on a day which is not a Valuation Date will receive the net asset value per security for the applicable series of securities established as of the close of business on the next Valuation Date. A dealer which receives a redemption request is required to transmit the redemption request to the Recordkeeper without charge to the investor and, where practicable, by courier, priority post or telecommunications facility. Redemption payments will be made in Canadian dollars for all of the Funds.

The Recordkeeper will pay redemption proceeds within three business days after the receipt of the investor's order, provided the written request for redemption submitted to the registered dealer is complete and the registered dealer has provided correct settlement instructions to the Recordkeeper.

Your dealer may seek reimbursement from you for any of its losses caused by you in connection with a failed settlement of a redemption of securities of a Fund where such dealer has the contractual right to do so.

If you purchased securities under the Low Load Option (as described in the Funds' Simplified Prospectus), you may have to pay a deferred sales charge when you redeem your securities. The deferred sales charge is based on the original purchase price of your securities. The deferred sales charge payable for redeeming securities purchased under the Low Load Option is set out below:

If you redeem during the following periods after purchase	Deferred Sales Charge	
	Trust Funds	Corporate Fund
First year	3.00%	3.00%
Second year	2.50%	2.75%
Third year	2.00%	2.50%
Thereafter	Nil	Nil

No deferred sales charges will be payable for cash distributions on securities purchased under the Low Load Option or securities received on the reinvestment of distributions that are paid from securities purchased under the Low Load Option.

The Manager has the right, upon 30 days' written notice to the investor, to redeem securities owned by an investor in a Fund if the value of those securities is less than \$1,000.

An investor may prevent the automatic redemption by purchasing additional securities of the Fund to increase the value of the securities to an amount equal to or greater than \$1,000 before the end of the 30-day notice period. Applicable deferred sales charges are payable on such automatic redemptions.

Each Fund may suspend the right of securityholders to redeem securities (a) for the whole or any part of a period during which normal trading is suspended on a stock exchange or options exchange within or outside Canada on which securities are listed and posted for trading, or which specified derivatives are traded (if applicable), if those securities or specified derivatives represent more than 50 per cent by value, or underlying market exposure, of the total assets of a Fund (without allowance for liabilities) and if those securities or specified derivatives (if applicable) are not traded on any other exchange that represents a

reasonably practical alternative for that Fund; or (b) with the consent of the Ontario Securities Commission.

The Manager reserves the right to require any securityholder of a Fund to redeem such securityholder's entire holding or a portion of security of the Fund at its sole discretion including where a securityholder is or becomes a U.S. citizen or resident of the United States or a resident of another foreign country if the Manager concludes that their participation has the potential to cause adverse regulatory or tax consequences for the Corporation or other securityholder of a Fund.

The Funds may postpone payment during a period in which the right of securityholders to request redemption of their securities is suspended, despite the Funds' obligation to pay the redemption price for securities that have been redeemed in accordance with the redemption requirements.

RESPONSIBILITY FOR OPERATION OF THE FUNDS

The Manager

Sprott Asset Management LP is the manager of the Funds. The registered office of the Manager is located at the Royal Bank Plaza, South Tower, 200 Bay Street, Suite 2700, P.O. Box 27, Toronto, Ontario M5J 2J1. Further contact information of the Manager is as follows:

Tel: (416) 943-6707

Fax: (416) 943-6497

Email: invest@sprott.com

Website: www.sprott.com

Toll-free number: 1-866-299-9906

Under the Trust Agreement, the Manager is responsible for providing all management and administrative services required by the Trust Funds, which includes, effecting, or arranging for, the management of the investment portfolio, investment analysis, recommendations and decisions, the implementation of the portfolio purchase and sale transactions and arranging for the distribution of the Trust Funds' securities and is paid a management and incentive fee for performing its duties. Pursuant to the Trust Agreement, the Manager may delegate any or all of its duties and responsibilities to one or more agents to assist it in the performance of such duties and responsibilities. The Manager may resign as manager of the Trust Funds on 90 days' prior written notice to the Trustee and to the securityholders, other than a resignation in connection with a corporate reorganization which results in no material change to the day-to-day management, administration or operation of the Trust Funds. The Manager will appoint a successor manager of the Trust Funds, and unless the successor manager is an affiliate of the Manager, such appointment must be approved by a majority of the securityholders of the Trust Funds. If prior to the effective date of the Manager's resignation, a successor manager is not appointed or the securityholders of the Trust Funds do not approve the appointment of the successor manager as required, the Trust Funds will be terminated in accordance with the terms of the Trust Agreement.

Under the Master Management Agreement between Sprott Asset Management LP and Sprott Corporate Class Inc. dated September 23, 2011, as amended (the "Management Agreement"), the Manager is responsible for providing all management and administrative services required by the Corporate Fund, which includes the management of the investment portfolio, investment analysis, recommendations and decisions, the implementation of the portfolio purchase and sale transactions and arranging for the distribution of the Corporate Fund's securities and is paid management fees for performing its duties.

Pursuant to the Management Agreement, the Manager may delegate any or all of its duties and responsibilities to one or more agents to assist it in the performance of such duties and responsibilities.

The Management Agreement may be terminated by the Manager on 90 days' prior written notice to the Corporation. Where the Management Agreement is terminated by the Corporation, the approval of two-thirds of securityholders of the Corporation, voting at a meeting duly called to consider the proposed termination, is required. If the securityholders approve the termination of the Management Agreement, then the Management Agreement will terminate six months after the date on which such securityholders' approval is obtained or such later or earlier date as the Corporation and the Manager mutually agree. The Management Agreement may also be immediately terminated by either party by notice in writing to the other party if the other party ceases to carry on business, becomes bankrupt or insolvent, resolves to wind up or liquidate or has an examiner appointed in relation to it or if a receiver of any of the assets of the other party is appointed.

The Manager may only assign the Management Agreement without securityholder approval if the assignment is to a company affiliated with the Manager within the meaning of the *Securities Act* (Ontario). Any assignment of the Management Agreement to a non-affiliated company will require the prior approval of at least a majority of the votes cast by the securityholders of the Corporate Fund at a meeting of securityholders called for such purpose and the consent of the Canadian securities regulators.

The Manager is overseen by the Independent Review Committee (the "IRC") in respect of conflict of interest matters identified by the Manager. For further information on the IRC, please see page 25.

Officers and Directors of the Manager and the General Partner of the Manager

The following are the names, municipalities of residence, offices and principal occupations or business activities during the five years preceding the date hereof of the directors and executive officers of the Manager and/or of Sprott Asset Management GP Inc. (the "GP"), the general partner of the Manager.

Name and Municipality of Residence	Position with the Manager and/or the GP	Principal Occupation for the Past 5 Years
John Wilson Toronto, Ontario	Chief Executive Officer, Co-Chief Investment Officer and Senior Portfolio Manager of the Manager, and Chief Executive Officer and Director of the GP	Chief Executive Officer, Co-Chief Investment Officer and Senior Portfolio Manager of the Manager and Chief Executive Officer of the GP
James Robert Fox Toronto, Ontario	President and Director of the Manager and President of the GP	President of the Manager and the GP, Registered Representative of Sprott Private Wealth LP and Managing Director of Sprott Private Wealth GP Inc.
Kirstin Heath McTaggart Mississauga, Ontario	Chief Compliance Officer of the Manager and Director of the GP	Chief Compliance Officer of the Manager and Chief Compliance Officer & Operations of Sprott Private Wealth GP Inc.
Kevin Hibbert North York, Ontario	Director of the GP	Chief Financial Officer and Corporate Secretary of Sprott Inc.

Each of the directors and executive officers has worked for Sprott Asset Management LP for the past five years, except for John Wilson who was Chief Investment Officer of Cumberland Private Wealth Management from March 2009 to January 2012 and Kevin Hibbert who was Director, Finance of Royal Bank of Canada from June 2010 to January 2014.

Officers and Directors of the Corporation

Management of the business of the Corporation is supervised by its board of directors who may exercise all powers that are not required by statute, the Articles of Incorporation or its by-laws to be exercised by the common shareholders or mutual fund shareholders (i.e., the securityholders) of the Corporation. The Manager administers the day to day operations of the Corporation.

The following are the names, municipalities of residence, offices and principal occupations or business activities during the five years preceding the date hereof of the directors and executive officers of the Corporation.

Name and Municipality of Residence	Position with the Corporation	Principal Occupation for Last Five Years
James Robert Fox Toronto, Ontario	Chief Executive Officer	President of the Manager and the GP, Registered Representative of Sprott Private Wealth LP and Managing Director of Sprott Private Wealth GP Inc.
Kirstin Heath McTaggart Mississauga, Ontario	Secretary	Chief Compliance Officer of the Manager and Chief Compliance Officer & Operations of Sprott Private Wealth GP Inc.
Stuart J. Freeman Thornhill, Ontario	Director	Member of the Independent Review Committee, Guardian Capital Funds. Until 2015, Member of the Independent Review Committee, Blackrock Funds. Since September 2015, Director, Big Bank Big Oil Split Corp.
Laurie Davis Toronto, Ontario	Director	Member of the Independent Review Committee, Gluskin Sheff & Associates Inc. Since January 2011, Consultant, Davis Consulting.
Johann Lau Unionville, Ontario	Director, Chief Financial Officer	Since June 2012, Vice President, Investment Administration of the Manager; from December 2010 to June 2012, Governance and Oversight at Gluskin Sheff and Associates.

Kevin Hibbert North York, Ontario	Director	Since January 2014, Chief Financial Officer and Corporate Secretary of Sprott Inc.; from January 2014 to December 2015, Vice President, Finance at Sprott Inc.; from June 2010 to January 2014, Director, Finance at Royal Bank of Canada.
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Portfolio Manager

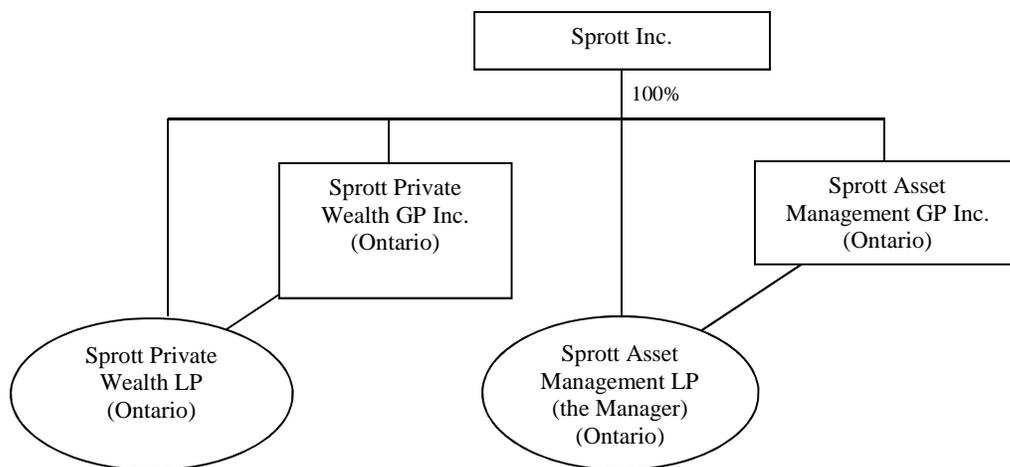
The Manager is the portfolio manager (the “Portfolio Manager”) to the Funds. The Portfolio Manager has engaged Capital Innovations, LLC (“Capital Innovations”) of Pewaukee, Wisconsin to act as the sub-advisor of each of the Funds. Capital Innovations’ head office is located at 325 Forest Grove Drive, Suite 100, Pewaukee, Wisconsin 53072. As Capital Innovations is a non-resident advisor, the Portfolio Manager accepts responsibility for the investment advice given to it from Capital Innovations. Michael Underhill is the Chief Investment Officer of Capital Innovations and the lead portfolio advisor of the Funds. Mr. Underhill has more than 23 years of investment industry experience. In 2007 he co-founded Capital Innovations, an independent employee-owned, boutique real assets manager providing infrastructure, timber, and agriculture focused investment strategies. Prior to founding the company, he held senior positions at AllianceBernstein Investment Management, INVESCO/AIM Management Group, and Janus Capital. Mr. Underhill holds a Bachelor of Science degree from Pennsylvania State University.

The sub-advisory agreement between the Portfolio Manager and Capital Innovations may be terminated at any time by either party giving 180 days’ prior written notice of termination to the other (unless a shorter notice period is agreeable to both parties) any time after the third anniversary of the establishment of a Fund and may be terminated immediately in certain circumstances.

There is a portfolio management committee which meets on a quarterly basis to review the economic and market outlook. Investment decisions made by the portfolio management team are not subject to oversight, approval or ratification of this committee.

Affiliated Entities

The diagram below sets out the relationships among the affiliated entities that provide services to the Funds or to the Manager in connection with the Funds. The disclosure of the amount of fees received from a Fund by each affiliated entity that provides services to the Fund or to the Manager in relation to the Fund is provided in the audited financial statements of the Fund.



Sprott Asset Management GP Inc. is the general partner of Sprott Asset Management LP. Sprott Private Wealth GP Inc. is the general partner of Sprott Private Wealth LP.

Each of the following individuals is a director and/or officer of the Corporation, the Manager or the general partner of the Manager, who also is a director and/or officer of an entity that provides services to the Funds or to the Manager (or of the general partner of such entity):

Name	Position with the Corporation	Position with the Manager or the General Partner of the Manager	Position with Affiliated Entities
James Robert Fox	Chief Executive Officer	President and Director of the Manager and President of the GP	Registered Representative of Sprott Private Wealth LP and Managing Director of Sprott Private Wealth GP Inc.
Kirstin Heath McTaggart	Secretary	Chief Compliance Officer of the Manager and Director of the GP	Chief Compliance Officer & Operations of Sprott Private Wealth GP Inc.
Kevin Hibbert	Director	Director of the GP	Chief Financial Officer and Corporate Secretary of Sprott Inc.

Trustee

Under the Trust Agreement, RBC Investor Services Trust of Toronto, Ontario acts as the trustee of all securities held on behalf of the Trust Funds. Under the Trust Agreement, the Trustee may resign as the trustee of a Trust Fund by giving the Manager 60 days' prior notice, and the Manager may remove the Trustee by giving the Trustee 60 days' prior notice. The Trustee holds title to the securities owned by a Trust Fund on behalf of its securityholders. The Manager and Trustee have exclusive authority over the assets and affairs of the Trust Funds with a fiduciary responsibility to act in the best interests of the securityholders.

Custodian

Under the Trust Agreement, RBC Investor Services Trust of Toronto, Ontario acts as the custodian of all securities held on behalf of the Trust Funds. The Manager may also appoint another custodian for the Trust Funds with the consent of the Trustee and in accordance with applicable law.

The Corporation and the Manager have also entered into a Custodian Agreement dated September 23, 2011, as amended (the "Custodian Agreement") with the Custodian to act as custodian of the Corporate Fund. The Custodian Agreement continues indefinitely for the Corporate Fund unless terminated upon 30 days' written notice by either the Custodian, the Manager or the Corporation, or immediately upon receipt of written notice that any party is declared bankrupt, the assets or the business of any party is liable to seizure or confiscation by any public or governmental authority or the Manager's powers and authorities to act on behalf of or represent the Corporate Fund have been revoked or terminated.

The Custodian holds each Fund's cash and securities on behalf of the Fund and is responsible for ensuring that they are safe and secure. All of the Funds' securities will be held by the Custodian in the Province of Ontario with the exception of foreign portfolio securities, if any, which may be held by the Custodian at its branch offices, the offices of its subsidiaries, or at the offices of sub custodians under arrangements made to the satisfaction and order of the Custodian and in compliance with applicable regulatory requirements.

Under the Trust Agreement, RBC Investor Services Trust is paid a fee for performing its duties as the Trustee, Custodian and Recordkeeper of the Trust Funds. Under the Custodian Agreement, the Corporation pays the Custodian a fee for performing its duties as custodian of the Corporate Fund.

Recordkeeper

RBC Investor Services Trust is the recordkeeper for the Funds (the "Recordkeeper"). In such capacity, the Recordkeeper keeps a register of the owners of securities of the Funds, processes purchase and redemption orders, issues investor account statements and issues annual tax reporting information.

Auditors

The auditors of the Funds are KPMG LLP of Toronto, Ontario (the "Auditor"). The Manager will not seek the approval of securityholders before changing the Auditor of a Fund; however, the Manager will provide securityholders with at least 60 days' written notice before the effective date of any such change.

Brokerage Arrangements

Decisions as to the purchase and sale of portfolio assets and portfolio securities and the execution of portfolio transactions, including the selection of the market, the selection of the broker and the negotiation of commissions, are made by the sub-advisor for the Funds. Purchase and sale orders are usually placed with brokers who are selected by the sub-advisor as able to achieve "best price and execution" of such orders. "Best price and execution" refers to many factors, including the price paid or received for a security, the commission charged, the promptness and reliability of execution, the confidentiality and placement accorded the order and other factors affecting the overall benefit obtained by the account in the transactions.

When determining the reasonableness of compensation paid to a broker, the sub-advisor considers competitive rates in the market, complexity of the transaction, promptness and reliability of services and other similar factors. The sub-advisor's Management Committee is responsible for reviewing, on at least a quarterly basis, best execution. This review includes analyzing the sub-advisor's trading costs relative to other investment managers. Allocation of portfolio brokerage transactions, including their frequency, to various brokers is determined by the sub-advisor, in its best judgment, based on the professional capabilities of the brokers, and in a manner deemed fair and reasonable to the Funds.

From time to time, the sub-advisor may allocate brokerage business to brokers who provide or have provided general investment research, including provision of industry and company analysis, research and economic reports, statistical data pertaining to the capital markets, portfolio reports and portfolio analytics, trading data and other services that assist the sub-advisor in carrying out the investment decision-making process. The sub-advisor will attempt to allocate these transactions with appropriate regard to the brokers the sub-advisor believes are best able to provide the best combination of net price and execution in each transaction.

Since the date of the last annual information form, certain third party companies provided goods and services (other than order execution) to the sub-advisor, including general investment research, industry

and company analysis, economic reports and statistical data. A list of the dealers and third parties to whom any brokerage commissions of the Funds have been or might have been directed in return for goods and services (other than order execution) since the date of the last annual information form filing, will be provided upon request by contacting the Manager at the toll-free telephone number 1-866-299-9906, at the address indicated on the back cover of this amended and restated annual information form, or by emailing the Manager at invest@sprott.com.

OWNERSHIP

Principal Holders of Securities

The general partner of Sprott Asset Management LP is a direct wholly owned subsidiary of Sprott Inc., which is the sole limited partner of Sprott Asset Management LP. As at May 31, 2016, Eric S. Sprott owned 61,598,078 common shares, representing 24.8% of the issued and outstanding voting securities of Sprott Inc.

As at May 31, 2016, Sprott Corporate Class Voting Trust I owned of record and beneficially 10 redeemable common shares of the Corporation, representing 100% of the issued and outstanding redeemable common shares.

As of May 31, 2016, no person owns of record or beneficially, directly or indirectly, more than 10% of a series of units of the Funds (other than as noted above), except as follows:

Securityholder	Fund/Series	Type of Ownership	Number of Units Owned	Percentage of Fund / Series of Securities
Individual Investor A*	Sprott Global Agricultural Fund, Series F	Beneficially and of record	15,151	35.0%
Sprott Real Asset Class	Sprott Global Agricultural Fund, Series I	Beneficially and of record	238,445	100.0%
Individual Investor B*	Sprott Global Agricultural Fund, Series L	Beneficially and of record	2,338	18.2%
Individual Investor C*	Sprott Global Agricultural Fund, Series L	Beneficially and of record	2,947	22.9%
Individual Investor D*	Sprott Global Agricultural Fund, Series L	Beneficially and of record	2,754	21.4%

Individual Investor E*	Sprott Global Agricultural Fund, Series L	Beneficially and of record	2,254	17.5%
PAA Trask Holdings Inc.	Sprott Global Infrastructure Fund, Series F	Beneficially and of record	20,649	13.6%
Sprott Real Asset Class	Sprott Global Infrastructure Fund, Series I	Beneficially and of record	823,116	100.0%
Sprott Real Asset Class	Sprott Timber Fund, Series I	Beneficially and of record	498,809	97.3%
3090-1797 Quebec Inc.	Sprott Global REIT & Property Equity Fund, Series A	Beneficially and of record	2,651	14.7%
Sprott Asset Management LP	Sprott Global REIT & Property Equity Fund, Series A	Beneficially and of record	15,444	85.3%
Individual Investor A*	Sprott Global REIT & Property Equity Fund, Series F	Beneficially and of record	19,009	34.9%
Sprott Real Asset Class	Sprott Global REIT & Property Equity Fund, Series I	Beneficially and of record	25,152	100.0%
Individual Investor A*	Sprott Real Asset Class, Series F	Beneficially and of record	82,947	12.7%

* To protect the privacy of investors, the Manager has omitted the names of unitholders who are individuals. This information is available on request by contacting the Manager at the telephone number on the back cover of this Annual Information Form.

As at May 31, 2016, the directors and senior officers of the Manager, in aggregate, did not beneficially own, directly or indirectly, more than 10% of the issued and outstanding securities of any series of any Fund.

As at May 31, 2016, the members of the IRC did not own any securities in the Manager or any person or company that provides services to the Funds or to the Manager. In addition, the members, in the aggregate, did not own more than 10% of a series of securities of any Fund.

FUND GOVERNANCE

Generally

The Board of Directors of the Corporation has all of the regular duties of directors of a business corporation as required under the *Business Corporations Act* (Ontario). The directors of the Corporation have engaged Sprott Asset Management LP as manager, registrar and transfer agent of the Corporate Fund to help them carry out their duties to the Corporate Fund's investors. The directors of the Corporation are disclosed above under "Officers and Directors of the Corporation."

Sprott Asset Management LP, as manager of the Funds, is ultimately responsible for fund governance, and is overseen by the directors and officers of the Manager and/or Sprott Asset Management GP Inc., the general partner. Details of the directors and officers of the Manager and/or of Sprott Asset Management GP Inc., the general partner of the Manager, are disclosed above under "The Manager."

The Manager has established appropriate policies, procedures and guidelines to ensure the proper management of the Funds. The systems implemented monitor and manage the business and sales practices, risks and internal conflicts of interest relating to the Funds while ensuring compliance with regulatory and corporate requirements.

Derivatives

The Funds may use derivatives as described under the heading "Investment Strategies" in respect of each Fund in the Simplified Prospectus. The Funds must comply with the investment restrictions and practices in NI 81-102, subject to any exemptive relief obtained, in connection with their use of derivatives for hedging and non-hedging purposes. The sub-advisor and the Manager each have processes in place to ensure the Funds comply with such restrictions and practices when they use derivatives. The sub-advisor reviews the use of derivatives by each Fund on a daily basis, and monitors trading activities. Portfolio management software is also utilized to confirm that each security transaction complies with the investment guidelines and restrictions for the Funds, as applicable.

The sub-advisor has written policies and procedures in place that set out the objectives and goals for derivatives trading and the risk management procedures applicable to those transactions by the Funds. The sub-advisor is responsible for setting and reviewing these policies and procedures. These policies and procedures are reviewed at least annually by the sub-advisor and are approved by the board of directors of the sub-advisor. The Compliance Teams of the sub-advisor and the Manager monitor the risks associated with the use of derivatives independent of the individual portfolio managers. Currently, no risk measurement procedures or simulations are used to test the Funds' portfolios under stress conditions.

Short Selling

The Funds may, from time to time, engage in short selling as permitted by applicable securities legislation. Where a Fund engages in short selling, it will sell securities that it has borrowed and provide

an interest over fund assets to dealers as security in connection with such transactions. A Fund's use of short selling is subject to certain conditions including:

- (a) the securities are sold short only for cash;
- (b) the securities sold short will not be
 - (i) a security that a Fund is otherwise not permitted by securities legislation to purchase at the time of the transaction;
 - (ii) "illiquid assets" as such term is defined in NI 81-102; or
 - (iii) a security of an investment fund (other than an index participation unit);
- (c) at the time a Fund sells the security short,
 - (i) the Fund has pre-arranged to borrow the securities from a lender for the purpose of such short sale;
 - (ii) the aggregate market value of all securities of the issuer of the securities sold short by a Fund does not exceed 5% of the total net asset value of the Fund; and
 - (iii) the aggregate market value of all securities sold short by a Fund does not exceed 20% of the total net asset value of the Fund;
- (d) the Fund will hold cash cover (as defined in NI 81-102) in an amount, including the fund assets deposited with dealers as security in connection with the short sale, that is at least 150% of the aggregate market value of all securities sold short by the Fund on a daily marked-to-market basis; and
- (e) no proceeds from any short sale by the Fund will be used by the Fund to purchase long positions in securities other than cash cover.

Written policies and procedures regarding objectives and risk management procedures (including trading limits and controls) have been adopted by the sub-advisor and the Manager in connection with short-selling activities. The sub-advisor and the Manager are responsible for setting and reviewing these policies and procedures for the Funds. Such policies and procedures are monitored by the sub-advisor and the Manager and are formally reviewed at least annually by the sub-advisor, and its board of directors. The Funds will adhere to controls and limits that are intended to offset the risks of short selling by short selling only liquid securities and by limiting the amount of exposure for short sales. The authorization of short selling transactions and placing limits or other controls on short selling is the responsibility of the sub-advisor, with post-trade review conducted by the sub-advisor's and the Manager's compliance departments. No risk measurement procedures or simulations are used to test the portfolio under stress conditions.

Short-Term Trading

The Manager has adopted certain restrictions to deter short-term trading. For example, the Manager may restrict purchases if an investor engages in such short-term trading. The Manager's restrictions also include charging a fee of up to 1.5% of the net asset value of the securities of a Fund that are redeemed within 20 days of purchasing or switching them. These fees are payable to the relevant Fund. They are in

addition to any redemption fees or deferred sales charges that may apply and will reduce the amount otherwise payable to you on the redemption.

The Recordkeeper on behalf of the Manager, monitors and detects short-term trading. The Recordkeeper on direction from the Manager, automatically charges a short-term trading fee to any redemption of securities of the Funds that is made within 20 days of purchasing or switching those securities. The Manager assesses the short-term trading fee charged to an investor on a case-by-case basis and may, at its absolute discretion, reverse a short-term trading fee that has been charged to an investor.

The short-term trading fees will not be charged (i) for a redemption of securities acquired through automatic reinvestment of all dividends and distributions of net income or capital gains by a Fund, as applicable; (ii) for a redemption of securities in connection with a failed settlement of a purchase of securities; (iii) as a result of switching between the Sprott mutual funds; (iv) as a result of reclassifying/converting securities of a Fund from one series into another series of the same Fund; (v) for a redemption of securities by another investment fund or investment product approved by the Manager; (vi) for a redemption of securities as a result of regular payments made from an LRIF or RRIF; or (vii) in the absolute discretion of the Manager as described above. For purposes of the short term trading fee, securities will be considered to be redeemed on a first-in, first-out basis.

While these restrictions and our monitoring attempt to deter short-term trading, the Manager cannot ensure that such trading will be completely eliminated.

Proxy Voting Guidelines of the Sub-Advisor

The sub-advisor has adopted and implemented policies and procedures relating to the voting of proxies received in connection with the applicable Funds' portfolio securities, as applicable. These policies and procedures may be updated from time to time.

The sub-advisor will judge each proposal on a case-by-case basis. Generally speaking, the sub-advisor will vote in favour of the following proxy proposals:

- electing and fixing number of directors so long as the nominees have shown responsibility to the welfare of securityholders
- appointing auditors
- director/officer liability and indemnification
- social/political issues
- changing in voting rights supporting one share, one vote provisions
- mergers/acquisitions so long as bid price is a notable premium over the trading price
- approving special resolutions to change the authorized capital of the company to an unlimited number of common shares without par value for financing future operations

The sub-advisor will generally vote against any proposal relating to (i) stock option plans that keep a substantial block of voting stock in friendly hands; (ii) stock option plans that call for re-pricing so called "underwater" options, that is, those options that expire worthless due to poor price performance; (iii) any stock option and employee compensation plan proposal used primarily as an anti takeover device or to subvert the incentive based purpose of the plans; (iv) the institution of a classified board and will vote in favour of its repeal wherever they have already been installed; (v) fair pricing provisions which would eliminate or could significantly change the interest of the remaining shares; (vi) all existing forms of

poison pill plans; and (vii) disclosure of government service and disclosure of employee or director compensation.

In certain cases, proxy votes may not be cast when the sub-advisor determines that it is not in the best interests of securityholders of the Funds to vote such proxies.

The sub-advisor retains the discretion to depart from these policies on any particular proxy vote depending upon the facts and circumstances. The Chief Executive Officer of the sub-advisor has appointed a Chief Compliance Officer who administers or oversees the proxy-voting process.

The proxy voting guidelines of the Funds are available on request, free of charge, by contacting the sub-advisor at 1-262-746-3100 or writing to 325 Forest Grove Drive, Suite 100, Pewaukee, WI 53072 USA.

Proxy Voting - General

In the event a proxy raises a potential material conflict of interest between the interests of a Fund and the Manager, Portfolio Manager, affiliate or associate of the Fund or the manager or portfolio manager of such affiliate or associate, the conflict will be resolved in the best interests of the securityholders and the Fund. The Manager will maintain and prepare an annual proxy voting record for the Funds. The proxy voting record for the annual period ending June 30 each year for the Funds is available free of charge to any investor upon request at any time after August 31 of that year and will be posted on the Funds' website at www.sprott.com.

Independent Review Committee

In accordance with NI 81-107, an IRC has been established for all the Sprott investment funds, which includes the Funds. The IRC complies with applicable securities legislation, including NI 81-107. The IRC is composed of three individuals, each of whom is independent of the Sprott investment funds, the Manager and its affiliates. The current members of the IRC and their principal occupations are as follows:

Name and municipality of residence	Principal Occupation
Lawrence A. Ward (Chair)	Consultant
W. William Woods	Consultant
Eamonn McConnell	Consultant

The IRC has adopted a written charter that includes its mandate, responsibilities and functions, and the policies and procedures it follows when performing its functions.

In accordance with NI 81-107, the mandate of the IRC is to consider and provide recommendations to the Manager on conflicts of interest to which the Manager is subject when managing the Sprott investment funds. The Manager is required under NI 81-107 to identify conflicts of interest inherent in its management of the Sprott investment funds, and refer its proposed course of action in respect of any such conflict of interest matters to the IRC for its review. Certain matters require the IRC's prior approval, but in most cases, the IRC will provide a recommendation to the Manager as to whether or not, in the opinion of the IRC, the Manager's proposed action will provide a fair and reasonable result for the Sprott investment funds. For recurring conflict of interest matters, the IRC can provide the Manager with standing instructions.

The IRC reports annually to securityholders of the Sprott investment funds on its activities, as required by NI 81-107. The reports of the IRC are available free of charge from the Manager on request by contacting the Manager at invest@sprott.com and are posted on the Manager's website at www.sprott.com. The annual report of the IRC in respect of the Funds will be available on or about March 31 in each year.

FEES AND EXPENSES

To encourage large purchases in the Funds and to achieve effective management fees that are competitive for these investments, the Manager may reduce the management and/or incentive fee payable by a Trust Fund (a "management fee reduction") or rebate to an investor a portion of the management and/or incentive fee it receives from the Corporate Fund (a "management fee rebate") with respect to the securities held by a particular investor. These fees may be reduced or rebated (as applicable) based on a number of factors including the type of investor or the value of securities held by an investor (eg. generally \$5,000,000) or purchased during a specified period. The amount of the reduction or rebate (as applicable) is negotiated with the investor.

Investors in a Trust Fund who receive the benefit of a management fee reduction with the Manager will receive a proportionately larger distribution from the Trust Fund (a "fee distribution"), so that those investors will receive the benefit of the lower fee. Fee distributions are paid first out of net income and net realized capital gains, and thereafter out of capital. All fee distributions and management fee rebates are reinvested in additional securities unless otherwise requested. See "Fees and Expenses" in the Funds' Simplified Prospectus for more information.

INCOME TAX CONSIDERATIONS

The following is a general summary of the principal income tax considerations under the Tax Act applicable to the Trust Fund, the Corporation, and to individual securityholders (other than trusts) who, for the purposes of the Tax Act, are resident in Canada and hold securities of a Fund as capital property.

This summary is based upon the current provisions of the Tax Act and the regulations thereunder, any specific proposals for amendments thereto that have been publicly announced by the Minister of Finance (Canada) prior to the date hereof and the current administrative practices and policies of the Canada Revenue Agency. This summary does not take into account or anticipate any other changes in law whether by legislative, regulatory, administrative or judicial action. This summary is not exhaustive of all possible Canadian federal income tax considerations and does not deal with foreign or provincial income tax considerations, which may differ from those under the Tax Act.

This summary is of a general nature only and does not constitute legal or tax advice to any particular investor. Investors should seek independent advice regarding the tax consequences of investing in securities, based upon the investors' own particular circumstances.

The Corporation

The Corporation qualifies as a mutual fund corporation under the Tax Act. This summary assumes that the Corporation will continue to qualify as a mutual fund corporation under the Tax Act effective at all material times.

Taxation of the Corporation

The Corporation is generally taxable at corporate tax rates applicable to a mutual fund corporation on its taxable income (which will not include taxable dividends from taxable Canadian corporations) computed

in Canadian dollars, and is also subject to a 38 1/3% refundable tax (the “Refundable Tax”) on taxable dividends received by it from the taxable Canadian corporations. The Refundable Tax is refunded on a formula basis when the Corporation pays taxable dividends to its securityholders. In addition, the Corporation may receive a refund (calculated on a formula basis) of taxes paid on realized capital gains when it pays capital gains dividends or when securities are redeemed. Generally, the Corporation will not pay tax on Canadian dividends or net realized capital gains. Other types of income will be subject to tax in the Corporation. Gains realized by the Corporation on certain derivative transactions will be treated as ordinary income for income tax purposes and not as capital gains. In certain circumstances, capital losses realized by the Corporation on the disposition of securities of the underlying funds may be suspended and, therefore, will be unavailable to shelter capital gains.

The Corporation may treat gains as a result of dispositions in bullion as capital gains, depending on the circumstances. The Canada Revenue Agency has expressed its opinion that gains (or losses) of mutual fund corporations resulting from transactions in commodities should generally be treated for tax purposes as ordinary income rather than as capital gains, although the treatment in each particular case remains a question of fact to be determined having regard to all the circumstances. Gains and losses of the Corporation from derivatives will be treated on income account or capital account depending on the particular circumstances, including whether they are used for hedging or non-hedging purposes. Gains and losses from trading in derivatives for non-hedging purposes will be treated on income account. The Corporation will generally treat gains and losses from trading in derivatives for hedging purposes in the same manner as the investments that such derivatives are used to hedge. For example, if derivatives are used to hedge investments treated on capital account, gains and losses from trading in such derivatives, generally, will also be treated as capital gains and losses. However, if derivatives are used to hedge investments treated on income account, gains and losses from trading in such derivatives will be treated as income. The Canada Revenue Agency may not agree with the Corporation’s position in this regard. If any transactions of the Corporation are reported by it on capital account but are subsequently determined by the Canada Revenue Agency to be on income account, there may be an increase in the net income of the Corporation for tax purposes, which may result in tax payable by the Corporation and may result in an increase in ordinary dividends payable by the Corporate Fund, and the Corporation could be liable for tax under Part III of the Tax Act in respect of excessive capital gains dividend elections.

Because the Corporation is a mutual fund corporation its tax position will include, among other things, the revenues, deductible expenses, capital gains and capital losses of all of its investment portfolios and all of its series of securities. For example, net losses or net capital losses in respect of the investment portfolio of a Corporate Fund may be applied to reduce the net income or net realized capital gains of the Corporation as a whole. Generally, this would benefit the investors in the other funds that make up the Corporation. The Corporation will, on a discretionary basis, allocate its income or loss and the applicable taxes payable to each series of securities of the funds that make up the Corporation (including the Corporate Fund). The Corporation may pay capital gains dividends to securityholders of any the funds that make up the Corporation (including the Corporate Fund) so that it can receive a refund of capital gains taxes it has paid. Capital gains taxes may arise when a securityholder of one fund that is part of the Corporation switches securities to another fund that is part of the Corporation. In particular, significant capital gains taxes may arise when a securityholder of Sprott Resource Class switches securities to another fund that is part of the Corporation, as the Corporation may be required to realize capital gains on property which accrued prior to the property being owned by the Corporation. This results from tax-deferred transfers of property to the Corporation from various limited partnerships.

Taxation of Securityholders in the Corporate Fund

Securityholders in the Corporate Fund, generally will be required to include in computing their income any dividends paid to them by the Corporation whether or not the dividend is automatically reinvested in

additional securities. All dividends and distributions must be computed in Canadian dollars using the applicable exchange rate on the date the dividend or distribution is paid.

To the extent that such dividends constitute capital gains dividends under the Tax Act, the dividend will be deemed to be a capital gain of the securityholder one-half of which will be included in income. The Corporation may pay capital gains dividends to securityholders of any fund that is part of the Corporation (including the Corporate Fund) so that it can receive a refund of capital gains taxes it has paid whether or not such taxes relate to the investment portfolio of such fund. To the extent that any dividends paid to a securityholder do not constitute capital gains dividends, they will constitute ordinary taxable dividends and will be subject to the gross up and dividend tax credit rules applicable under the Tax Act to taxable dividends received from mutual fund corporations. An enhanced gross up and dividend tax credit is available for certain eligible dividends paid by the Corporation.

Returns of capital received from the Corporation are not included in income, but do reduce the adjusted cost base of the securities of the Corporate Fund on which they were paid. If the adjusted cost base of a securityholder's securities of a Fund is reduced to less than zero, the securityholder will be deemed to have realized a capital gain equal to the negative amount and the adjusted cost base of the securities will be increased to nil. Monthly distributions of Series A securities and Series F securities of Sprott Real Asset Class will be comprised of returns of capital.

An investor who purchases securities may be taxed on income, accrued but unrealized capital gains and realized but undistributed capital gains that are in the Corporation at the time securities are purchased and that are reflected in the purchase price of the securities. As a consequence of tax deferred transfers of property to the corporation by certain limited partnerships a securityholder may receive capital gains dividends that relate to gains on the property that accrued prior to the property being owned by the Corporation. Such capital gains may be realized by the Corporation as a result of securityholders switching from Sprott Resource Class to another fund that is part of the Corporation, as well as in other circumstances. The Corporation may declare and pay capital gains dividends to securityholders of any fund that is part of the Corporation (including the Corporate Fund), regardless of whether the related capital gains resulted from a disposition of securities in a particular fund's portfolio. It is anticipated that initially, a significant portion of the assets of the Corporation will consist of property transferred to the Corporation by limited partnerships on a tax-deferred basis.

Generally, securityholders are required to include management and incentive fee rebates in their income. However, in certain circumstances securityholders may elect that management fee rebates instead be deducted in computing the cost to the securityholder of securities of the Corporation.

Management and incentive fees paid to the Manager by holders of Series I securities will not be deductible for tax purposes.

Upon the disposition or deemed disposition by a securityholder of a security in the Corporate Fund, whether by redemption, sale, transfer or otherwise, a capital gain (or capital loss) will be realized to the extent that the proceeds of disposition (computed in Canadian dollars using the exchange rate on the date of disposition), less any costs of disposition, are greater (or less) than the adjusted cost base to the securityholder of the securities (computed in Canadian dollars using the exchange rate applicable on the dates on which securities were acquired). Generally, one half of a capital gain is included in computing a securityholder's income. Capital gains and dividends may give rise to a liability for alternative minimum tax under the Tax Act.

Currently, if a securityholder switches securities of the Corporate Fund into another mutual fund that is a class of the Corporation, or converts securities of one series into securities of another series of the Corporate Fund, the securityholder will not be considered to have disposed of the securities for the

purposes of the Tax Act. The aggregate cost to the securityholder of the securities received on the switch will be deemed to be the aggregate adjusted cost base to the securityholder of the securities that were switched. Pursuant to proposed changes to the Tax Act announced in the March 22, 2016 Federal Budget, after September 2016, if a securityholder switches securities of the Corporate Fund into securities of another mutual fund that is a class of the Corporation, the shareholder will be considered to have disposed of the securities for the purposes of the Tax Act. The aggregate cost to the securityholder of the securities received will be the fair market value of the securities that were switched. In certain circumstances, if a securityholder switches securities of a fund that is part of the Corporation into another fund that is part of the Corporation, the Corporation may have to pay capital gains dividends to securityholders (including securityholders of the Corporation) in order that the corporation can obtain a refund of capital gains taxes.

The Trust Funds

Each Trust Fund qualifies as a mutual fund trust under the Tax Act. This summary assumes that each Trust Fund will qualify as a mutual fund trust under the Tax Act effective at all times.

Taxation of the Trust Funds

Each Trust Fund will in each year distribute sufficient net income and net realized capital gains to investors so that the Trust Fund will not be liable for income tax under Part I of the Tax Act, after taking into account any capital gains refunds under the Tax Act. Reasonable administrative and other expenses incurred for the purpose of earning income can be deducted by the Trust Fund.

Each Trust Fund may elect to have a taxation year end of December 15 and, if it so elects, net income and net realized capital gains in respect of that taxation year will be distributed between December 15 and December 31.

In certain circumstances, losses realized by a Trust Fund will be suspended or restricted and therefore will not be available to shelter capital gains or income. Gains and losses from derivatives, short sales, and gold, precious metals and minerals will be treated on income account or capital account depending on the particular circumstances, including whether they are used for hedging or non-hedging purposes. However, as the Trust Funds will make an election under section 39(4) of the Tax Act, gains and losses on short sales of “Canadian securities” under the Tax Act will be treated as capital gains and losses. The Trust Funds may treat gains as a result of dispositions in bullion as capital gains, depending on the circumstances. The Canada Revenue Agency has expressed its opinion that gains (or losses) of mutual fund trusts resulting from transactions in commodities should generally be treated for tax purposes as ordinary income rather than as capital gains, although the treatment in each particular case remains a question of fact to be determined having regard to all the circumstances. Gains and losses from trading in derivatives for non-hedging purposes will be treated on income account. The Trust Funds will generally treat gains and losses from trading in derivatives for hedging purposes in the same manner as the investments that such derivatives are used to hedge. For example, if derivatives are used to hedge investments treated on capital account, gains and losses from trading in such derivatives, generally, will also be treated as capital gains and losses. However, if derivatives are used to hedge investments treated on income account, gains and losses from trading in such derivatives will be treated as income. The Canada Revenue Agency may not agree with a Trust Fund’s position in this regard. If any transactions of a Trust Fund are reported by it on capital account but are subsequently determined by the Canada Revenue Agency to be on income account, there may be an increase in the net income of the Trust Fund for tax purposes, and in the taxable distributions made by the Trust Fund to securityholders, with the result that securityholders could be reassessed by the Canada Revenue Agency to increase their taxable income.

Taxation of Securityholders in the Trust Funds

An investor will be required to include in income for tax purposes for any year the amount of net income and the taxable portion of net realized capital gains paid or payable to him or her in the year, whether such amounts are reinvested in additional securities or paid by cheque. A fee distribution to an investor may include net income and net realized capital gains. Provided that the Trust Funds make the appropriate designations, to the extent permitted under the Tax Act, investors generally will be entitled to treat amounts of Canadian dividend income, foreign income and net taxable capital gains of the Trust Fund paid or payable to them, as if the investors received such amounts directly. Therefore, investors must include any taxable dividends from taxable Canadian corporations in income, subject to the applicable gross-up and dividend tax credit provisions of the Tax Act. An enhanced gross-up and dividend tax credit is available for certain eligible dividends paid by Canadian corporations. Income of a Trust Fund derived from foreign sources may be subject to foreign withholding tax which may, to the extent designated by the Trust Fund and within certain limits, be credited against Canadian income taxes payable by investors. Investors will be provided with information slips reporting their share of the Trust Fund's income, including capital gains and allowable tax credits.

An investor must include in income for tax purposes the net income and net taxable capital gains paid or payable to him or her in the year by a Trust Fund, even if the income and capital gains accrued to the Trust Fund or were realized by the Trust Fund before the investor acquired the securities.

To the extent that distributions (including fee distributions) paid or payable to an investor in a year by a Trust Fund exceed the investor's share of the Trust Fund's net income and net realized capital gains for the year, the excess (except to the extent that it is proceeds of disposition) will be a return of capital and will not generally be taxable in the investor's hands in the year of receipt but will reduce the adjusted cost base of an investor's securities of the Trust Fund. If the adjusted cost base of an investor's securities is reduced to less than zero the investor will be deemed to have realized a capital gain equal to the negative amount and the adjusted cost base of the securities will be increased to nil.

Management and incentive fees paid directly to the Manager by holders of Series I securities will not be deductible by those securityholders.

Upon the actual or deemed disposition of a security of a Trust Fund, including the redemption of a security and a redemption to effect a transfer to another Sprott mutual Trust Fund, a capital gain (or a capital loss) will be realized by the investor to the extent that the proceeds of disposition of the security, less any costs of disposition exceed (or are exceeded by) the adjusted cost base to the investor of his or her security. Generally, one-half of a capital gain must be included in an investor's income as a taxable capital gain and one-half of a capital loss may be used to offset taxable capital gains in accordance with the provisions of the Tax Act. A reclassification of one series of securities of a Trust Fund into another series of securities of the same Trust Fund will not, by itself, result in a disposition of the securities being changed.

Generally, for the purpose of determining the adjusted cost base to an investor of securities of a Trust Fund, when a security of the Trust Fund is acquired, whether on the reinvestment of distributions or otherwise, the adjusted cost base of the security is determined by averaging the cost of the newly-acquired security with the adjusted cost base to the investor of all other identical securities held by the investor immediately before that time.

Capital gains and Canadian dividends may result in a liability for alternative minimum tax.

Eligibility for Investment

Provided that the Corporation qualifies as a mutual fund corporation under the Tax Act effective at all material times, and that the Trust Funds qualify as mutual fund trusts under the Tax Act effective at all material times, securities of the Funds will be qualified investments under the Tax Act for Registered Plans. If securities of a Fund are held in a Registered Plan, dividends paid by the Corporation and distributions from the Trust Funds, and capital gains from a disposition of the securities, are generally not subject to tax under the Tax Act until withdrawals are made from the Registered Plan (withdrawals from a TFSA are not subject to tax, and RESPs and RDSPs are subject to special rules). Annuitants of RRSPs and RRIFs, and holders of TFSAs, should consult with their own tax advisors as to whether securities of the Funds would be prohibited investments under the Tax Act in their particular circumstances.

REMUNERATION OF DIRECTORS, OFFICERS, TRUSTEE AND THE IRC

Each independent director of the Corporation is paid, as compensation for his or her services, \$20,000 per annum by all the Sprott mutual funds that are classes of the Corporation. Each of the Sprott mutual funds that are classes of the Corporation, including the Corporate Fund, will pay its pro rata share of the fees paid to the independent directors. For the financial year ended December 31, 2015, the aggregate amount of fees and expenses paid to the independent directors of the Corporation by all the Sprott mutual funds that are classes of the Corporation was \$40,000.

No payment or reimbursement is expected to be made to the directors and officers of the Manager by the Funds. The Trustee is entitled to receive from the Trust Funds, pursuant to the Trust Agreement, trustee fees, custody, administration and securityholder reporting fees. For the financial year ended December 31, 2015, all the Sprott mutual funds which are organized as mutual fund trusts, paid to the Trustee, in the aggregate, approximately \$123,830 for the Trustee's services as trustee.

Each member of the IRC, other than the Chairman, is paid, as compensation for his services, \$30,000 (plus HST) per annum and the Chairman is paid \$35,000 (plus HST) per annum by all the investment funds managed by the Manager. Each Fund will pay its pro rata share of the fees paid to the IRC of the Sprott investment funds. For the financial year ended December 31, 2015, the aggregate amount of fees and expenses paid to members of the IRC for all the Sprott investment funds was approximately \$220,350 (including HST).

MATERIAL CONTRACTS

Copies of the material contracts, listed below, are available for inspection during normal business hours at the offices of the Manager at Royal Bank Plaza, South Tower, 200 Bay Street, Suite 2700, P.O. Box 27, Toronto, Ontario:

1. Articles of Incorporation of the Corporation dated July 28, 2011, as amended;
2. Trust Agreement dated September 9, 1997, as amended and restated on October 1, 2001 and February 13, 2004, and as further amended on November 1, 2007, January 16, 2009, December 23, 2013, March 31, 2014 and June 2, 2014 together with amended and restated Schedules "A" and "B" each dated June 29, 2015, between the Manager and RBC Investor Services Trust described under "Responsibility for Operation of the Funds – The Manager";
3. Management Agreement dated September 23, 2011, as amended between the Manager and the Corporation as described under "Responsibility for Operation of the Funds – The Manager"; and

4. Custodian Agreement dated September 23, 2011, as amended, together with Schedules “A” and “B” each dated June 29, 2015, between the Manager, the Corporation and RBC Investor Services Trust as described under “Responsibility for Operation of the Funds – Custodian.”

LEGAL AND ADMINISTRATIVE PROCEEDINGS

There are currently no ongoing legal or administrative proceedings involving the Manager which may be material to the Funds, nor are there any such proceedings known to be contemplated as of the date of this Annual Information Form.

CERTIFICATE OF THE FUNDS, THE MANAGER AND THE PROMOTER

**SPROTT GLOBAL INFRASTRUCTURE FUND
SPROTT TIMBER FUND
SPROTT GLOBAL AGRICULTURE FUND
SPROTT REAL ASSET CLASS*
SPROTT GLOBAL REIT & PROPERTY EQUITY FUND**

(collectively, the “Funds”)

* A class of shares of Sprott Corporate Class Inc.

This annual information form, together with the simplified prospectus 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 each of the provinces and territories of Canada and do not contain any misrepresentations.

(signed) “*John Wilson*”

John Wilson
Chief Executive Officer
Sprott Asset Management GP Inc.

(signed) “*Kevin Hibbert*”

Kevin Hibbert
Acting Chief Financial Officer
Sprott Asset Management GP Inc.

**ON BEHALF OF THE BOARD OF DIRECTORS OF SPROTT ASSET MANAGEMENT LP
ACTING THROUGH ITS GENERAL PARTNER, SPROTT ASSET MANAGEMENT GP INC.,
AS MANAGER AND PROMOTER OF THE FUNDS**

(signed) “*James Fox*”

James Fox
Director

(signed) “*Kirstin McTaggart*”

Kirstin McTaggart
Director

(signed) “*James Fox*”

James Fox
Chief Executive Officer
Sprott Corporate Class Inc.

(signed) “*Johann Lau*”

Johann Lau
Chief Financial Officer
Sprott Corporate Class Inc.

ON BEHALF OF THE BOARD OF DIRECTORS OF SPROTT CORPORATE CLASS INC.

(signed) “*Stuart Freeman*”

Stuart Freeman
Director

(signed) “*Laurie Davis*”

Laurie Davis
Director

DATED: June 28, 2016

**SPROTT GLOBAL INFRASTRUCTURE FUND
SPROTT TIMBER FUND
SPROTT GLOBAL AGRICULTURE FUND
SPROTT REAL ASSET CLASS
SPROTT GLOBAL REIT & PROPERTY EQUITY FUND**

**Manager
Sprott Asset Management LP
Royal Bank Plaza, South Tower
200 Bay Street, Suite 2700
P. O. Box 27
Toronto, Ontario
M5J 2J1**

Tel: (416) 943-6707

Fax: (416) 943-6497

Additional information about the Funds is available in the Funds' fund facts, management reports of fund performance and financial statements. You may obtain a copy of these documents, at no cost, by calling toll-free 1-866-299-9906, or from your dealer, or by email at invest@sprott.com. These documents and other information about the Funds, such as information circulars and material contracts, are also available on the Sprott Asset Management LP internet site at www.sprott.com or at www.sedar.com.

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