

No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise. This prospectus constitutes a public offering of these securities only in those jurisdictions where they may be lawfully offered for sale and only by persons permitted to sell these securities.



**AMENDMENT NO. 1 DATED DECEMBER 18, 2023
TO THE PROSPECTUS DATED AUGUST 25, 2023**

FOR

**BetaPro Marijuana Companies 2x Daily Bull ETF (“HMJU”)
BetaPro Marijuana Companies Inverse ETF (“HMJI”)**

(each, an “ETF” and together, the “ETFs”)

The prospectus of the ETFs dated August 25, 2023 (the “**Prospectus**”) is hereby amended and is to be read subject to the additional information set forth below. In all other respects, the disclosure in the Prospectus is not revised. All capitalized terms not defined in this amendment no. 1 have the respective meanings set out in the Prospectus.

Termination of HMJU and HMJI

On December 13, 2023, Horizons ETFs Management (Canada) Inc. (the “**Manager**”) announced the termination of the ETFs effective at the close of business on or about February 21, 2024 (the “**Termination Date**”). After the Termination Date, all references to HMJU and HMJI will be deemed to be removed from the Prospectus.

Effective February 8, 2024, no further direct subscriptions for Shares of the ETFs will generally be accepted. The ETFs are expected to be de-listed from the Toronto Stock Exchange, at the request of the Manager, at the close of business on or about February 14, 2024, with all shares of the ETFs still held by investors being subject to a mandatory redemption as of the Termination Date.

The assets of the ETFs will be liquidated and the proceeds of each ETF distributed, less all liabilities and all expenses incurred in connection with the dissolution of an ETF, on a pro-rata basis based on net asset value among Shareholders of record of the applicable ETF on the Termination Date. Following the termination and distributions described above, each ETF will be dissolved.

PURCHASERS’ STATUTORY RIGHTS OF WITHDRAWAL AND RESCISSION

Securities legislation in certain of the provinces and territories of Canada provides purchasers with the right to withdraw from an agreement to purchase ETF securities within 48 hours after the receipt of a confirmation of a purchase of such securities. In several of the provinces and territories, the securities legislation further provides a purchaser with remedies for rescission or, in some jurisdictions, revisions of the price or damages if the prospectus and any amendment contains a misrepresentation, or non-delivery of the ETF Facts, provided that the remedies for rescission, revisions of the price or damages are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser’s province or territory.

The purchaser should refer to the applicable provisions of the securities legislation of the province or territory for the particulars of these rights or should consult with a legal adviser.

**CERTIFICATE OF HORIZONS ETF CORP. (ON BEHALF OF THE ETFs), THE MANAGER
AND PROMOTER**

Dated: December 18, 2023

The prospectus dated August 25, 2023, as amended by this amendment no. 1 dated December 18, 2023, together with the documents incorporated by reference, constitutes full, true and plain disclosure of all material facts relating to the securities offered by the prospectus dated August 25, 2023, as amended by this amendment no. 1 dated December 18, 2023, as required by the securities legislation of all of the provinces and territories of Canada.

HORIZONS ETF CORP. (ON BEHALF OF THE ETFs)

(Signed) "Rohit Mehta"
Chief Executive Officer

(Signed) "Julie Stajan"
Chief Financial Officer

**ON BEHALF OF THE BOARD OF DIRECTORS
OF HORIZONS ETF CORP. (ON BEHALF OF THE ETFs)**

(Signed) "Jasmit Bhandal"
Director

(Signed) "Geoff Salmon"
Director

**HORIZONS ETFs MANAGEMENT (CANADA) INC.,
AS MANAGER AND PROMOTER OF THE ETFs**

(Signed) "Rohit Mehta"
Chief Executive Officer

(Signed) "Julie Stajan"
Chief Financial Officer

**ON BEHALF OF THE BOARD OF DIRECTORS
OF HORIZONS ETFs MANAGEMENT (CANADA) INC.**

(Signed) "Young Kim"
Director

(Signed) "Thomas Park"
Director