

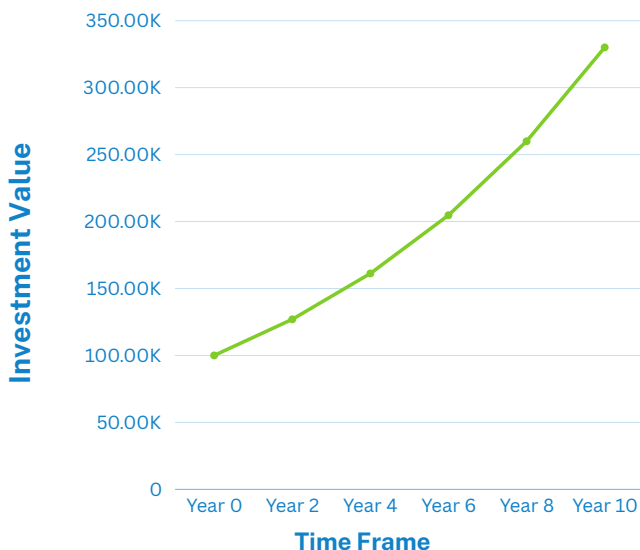


High-Yield Fund

Preferred Shares Class B - Fund Overview

Prosperity Capital MIC (PC MIC) is an Ontario-based Mortgage Investment Corporation (MIC) that represents ownership in a diversified, professionally managed residential mortgage portfolio. The MIC invests primarily in high-yield first and second residential mortgages in strong, stable urban real estate markets across Ontario. Prosperity Capital's investments are 100% backed by real property in prime real estate locations across Ontario. The fund is designed to generate net annual returns of 12.68% (with DRIP), comprised of interest and fee revenue minus expenses, directly to shareholders. Prosperity Capital provides consistent returns, while risk is mitigated through the MIC's investment in multiple mortgages, and the backing of MIC loans by real estate security, with 0% Management Fees for investors.

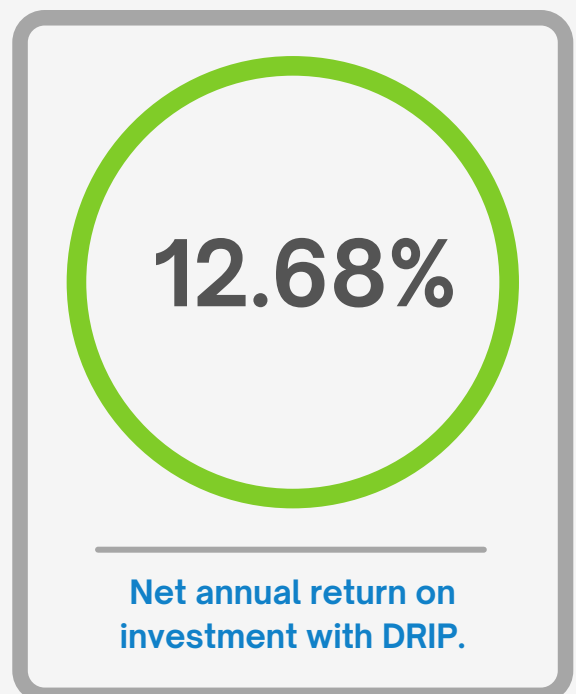
10-YEAR RETURNS



*Initial Investment Amount: \$100,000

*Value after 10-years: \$330,038.69

RETURN ON INVESTMENT



INVESTMENT COMPARISON CHART

Feature	PC MIC	GICs	REITs	Mutual Funds
Annual ROI	12.68% (with DRIP)	Typically 4-5%	Typically 6-8%	Typically 4-8%
Income Distribution	Monthly	At Maturity	Typically Quarterly	Typically Annually
Income Type	Interest Income	Interest Income	Dividends or Capital Gains - taxed at higher rate	Dividends or Capital Gains - taxed at higher rate
Risk level	Low risk: diversified pool of secured mortgages	Low risk: government-backed / institution-secured	Medium risk: subject to market fluctuations	Medium to high risk: dependent on market volatility
DRIP Eligible	Yes	No	Yes	Yes
Asset Value Stability	Shares never drop in value; fixed price	Principal fully guaranteed, no fluctuation	Shares can decline with real estate market downturns	Unit values can decrease with market volatility
Management Fees	0%	None	Moderate	Moderate to high (MERs and other fees)
Minimum Investment	\$25,000	Low minimums (as little as \$500)	Low (as little as one share)	Low (as little as \$500)

Why Choose Prosperity Capital MIC?

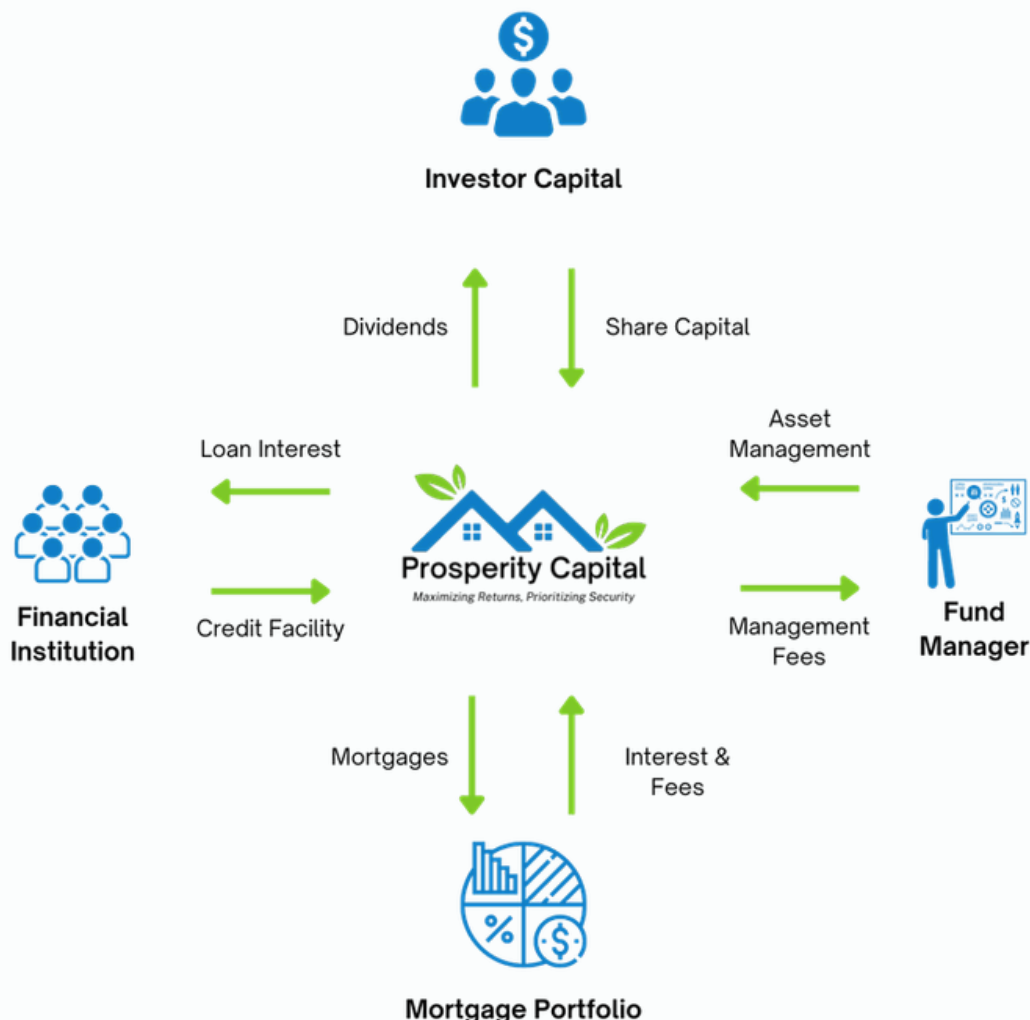
Investors looking for low-risk, high-return, and stable investment options should prioritize Prosperity Capital MICs to achieve their financial goals.

- **0% Management Fees** for investors.
- **Consistent Strong Returns:** Fixed 12.68% net annual return, with DRIP, outperforming GICs and offering more stability than REITs or mutual funds.
- **Asset Value Stability:** MIC shares never drop in value, providing peace of mind compared to the fluctuating values of REITs and mutual funds.
- **Low Risk:** Backed by secured real estate mortgages, MICs combine diversification and security, making them a reliable choice for conservative investors.
- **Tax Efficiency:** Not subject to the new Canadian capital gains tax increase, as returns are treated as interest income.
- **DRIP Eligible:** Offers a Dividend Reinvestment Plan (DRIP), allowing investors to compound their returns over time.
- **No Market Volatility:** MICs are insulated from the stock market's ups and downs, unlike REITs and mutual funds that are prone to market fluctuations.
- **Reliable Income Stream:** Monthly or quarterly payouts provide steady, predictable cash flow for passive income seekers.
- **A Loan-Loss-Reverse (LLR)** to protect investments and significantly reduce default risk.

How Does It Work?

The Prosperity Capital MIC is a straightforward investment vehicle focused solely on high-quality mortgage investments. Investors' capital is incorporated in a pool of mortgages that is then provided to end-borrowers. Some of the advantages of a MIC include:

- ✓ Investment in Prosperity Capital MIC can be made in either cash or registered funds via a qualified trustee.
- ✓ Tends to have higher yields than other yield based investments on a risk-adjusted basis (please refer to 'Risk Factors' in the Offering Memorandum).
- ✓ Funds deposited in Prosperity Capital are exchanged for shares proportionate to the investor's capital investment (\$1 preferred share for every \$1 invested in the MIC).
- ✓ Each preferred share entitles the investor to a share of mortgage income earned by the MIC. Shares are RRSP, TFSA, RESP, RRIF and LIRA eligible.
- ✓ Fixed annual ROI of 12%, paid monthly, with the option to reinvest dividends.
- ✓ Prosperity Capital MIC offers a Dividend Reinvestment Program that enables investors to reinvest their cash dividends earned to purchase additional shares.
- ✓ Shares in Prosperity Capital are contingent upon the investor qualifying.



Our Competitive Advantage

Not all MICs are created equal. Prosperity Capital offers investors unique competitive advantages over other MICs and investment vehicles.

a

Premium Investments

Prosperity Capital has an exclusive first-right-of-refusal partnership with Burke Financial and all of its agents. Allowing PC to have first access to the most premium investment opportunities and providing ample investment opportunities to allow capital to be safely invested.

b

Experienced Team

Prosperity Capital's management team has extensive experience and a deep understanding of the administrative and legal mechanisms of private lending. This knowledge allows Prosperity Capital's management team to optimize the performance of investments through strategic mortgage placement and investment structure.

c

Extensive Due Dilligence

Prosperity Capital puts an absolute priority on the security of investments through an extensive underwriting and due diligence process, reviewing all potential risk factors in great detail prior to investing.

Prosperity Capital vs. Other MICS

	1	2	3	4
Fund Performance	Prosperity Capital	Canadian Mortgages INC.	RESCO MIC	Royal Canadian MIC
 Average Loan to Value	>75%	75%	72.49%	63.23
 Annual Net Return	12.68%	8-9%	8%	8%
 Investment Term	12 Months	12 Months	24 Months	24 Months
 Minimum Investment Amount	\$25,000	\$5,000	\$10,000	\$5,000

*As of October 2026

Investment Strategy

Prosperity Capital's investment strategy focuses on the preservation through low LTVs (65% or less) and diversification of capital while maintaining strong returns of 8-10%+

01

Residential Properties

02

Owner-Occupied

03

Major Urban Centres

04

Conservative Loan to Value

05

Strong Exit Strategy

Risk Mitigation

Prosperity Capital's diversified mortgage portfolio is based on a diligent assessment of risk and underwriting guidelines, allowing investors to enjoy consistent long-term growth while actively seeking to minimize risk exposure. PC MIC mitigates risk through a combination of the following practices:

- ✓ Concentrating on stable, high-growth and recession resistant residential market across Canada.
- ✓ Targeting high-yield second mortgages while striving for a weighted-average portfolio loan-to-value of under 75%.
- ✓ Strict mortgage origination guidelines backed by expert underwriters that assess each property's liquidity, equity growth projections and the ability of the applicant to service the debt.
- ✓ Confirming residential property value through professional appraisers and experienced local realtors.
- ✓ MIC maintains an appropriate amount of cash so that existing investors can make redemptions of their principal amount in any given year.
- ✓ Maintaining a diversified pool of mortgages with no single loan exceeding more than 10% of the book value.*

* The corporation will maintain a pool of diversified mortgages with no single loan exceeding more than 10% once the corporation's present value of mortgages exceeds 5 million dollars.



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