Nasdaq Nasdaq BX Nasdaq PHLX

INFORMATION CIRCULAR: ETFS TRUST

TO: Head Traders, Technical Contacts, Compliance Officers, Heads of ETF Trading, Structured Products Traders

FROM: NASDAQ / BX / PHLX Listing Qualifications Department

DATE: March 31, 2017

EXCHANGE-TRADED FUND	SYMBOL	CUSIP #
ETFS Bloomberg All Commodity Strategy K-1 Free ETF	BCI	26923J503
ETFS Bloomberg All Commodity Longer Dated Strategy K-1 Free ETF	BCD	26923J602
ETFS Bloomberg Energy Commodity Longer Dated Strategy K-1 Free ETF	BEF	26923J883

BACKGROUND INFORMATION ON THE FUNDS

The ETFS Trust (the "Trust") is a management investment company registered under the Investment Company Act of 1940, as amended (the "1940 Act"), consisting of several investment portfolios. This circular relates only to the Funds listed above (each, a "Fund" and together, the "Funds"). The shares of the Fund are referred to herein as "Shares." ETF Securities Advisors LLC (the "Adviser") is the investment adviser to the Funds.

ETFS Bloomberg All Commodity Strategy K-1 Free ETF

The ETFS Bloomberg All Commodity Strategy K-1 Free ETF ("BCI") is an actively managed exchange traded fund that seeks to provide a total return designed to exceed the performance of the Bloomberg Commodities Index which is calculated on an excess return basis ("BCI Index").

The BCI is an actively managed exchange traded fund that seeks to provide a total return designed to exceed the performance of the BCI Index. The BCI is not an index tracking exchange traded fund and is not required to invest in all components of the BCI Index. However, the BCI will generally seek to hold similar interests to those included in the BCI Index and will seek exposure to many of the commodities included in the BCI Index under the same futures rolling schedule as the BCI Index. The BCI will also hold short-term fixed-income securities, which may be used as collateral for the BCI's commodities futures holdings or to generate interest income and capital appreciation on the cash balances arising from its use of futures contracts (thereby providing a "total return" investment in the underlying commodities).

Under normal market conditions, the BCI intends to achieve its investment objective by investing in exchange-traded commodity futures contracts through a wholly-owned subsidiary of the BCI organized under the laws of the Cayman Islands (the "Subsidiary"). As a means to provide investment returns that are highly correlated to those of the BCI Index, the Subsidiary may also invest directly in commodity-linked instruments, including pooled investment vehicles (such as exchange traded funds and other investment companies), swaps and exchange-traded options on futures contracts, to the extent permitted under the 1940 Act and any applicable exempted relief (collectively, "Commodities-Related Assets" and, together with exchange-traded commodities futures contracts, "Commodities Instruments"). The BCI may invest up to 25% of its total assets in the Subsidiary.

The remainder of the BCI's assets that are not invested in the Subsidiary (i.e., at least 75% of the BCI's total assets) will principally be invested in: (1) short-term investment grade fixed-income securities that include U.S. government securities and money market instruments; and (2) cash and other cash equivalents. The BCI will exercise its discretion to use such instruments to most efficiently utilize the cash balances arising from the use of futures contracts and generate a total return for investors.

The BCI will not invest directly in commodity futures contracts but, instead, expects to gain exposure to these investments exclusively by investing in the Subsidiary. The BCI's investment in the Subsidiary is intended to enable the BCI to gain exposure to relevant commodity markets within the limits of current federal income tax laws applicable to investment companies such as the BCI, which limit the ability of investment companies to invest directly in commodity futures contracts. The Subsidiary and the BCI have the same investment objective. However, the Subsidiary may invest without limitation in the Commodities Instruments. Except as otherwise noted, for the purposes of this Prospectus, references to the BCI's investments include the BCI's indirect investments through the Subsidiary.

The Advisor and Sub-Advisor will use their discretion to determine the percentage of the BCI's assets allocated to the Commodities Instruments held by the Subsidiary that will be invested in exchange-traded commodity futures contracts or Commodities-Related Assets. In this regard, under normal market conditions, the Subsidiary is expected to invest in futures contracts in proportional weights and allocations that are similar to the BCI Index. The BCI does not seek leveraged returns. However, the BCI's use of instruments to collateralize the Subsidiary's investments in Commodity Instruments has a leveraging effect and is designed to provide a total return, outperforming the investment performance of the BCI Index.

The BCI Index is a widely followed commodity index which is calculated and published by Bloomberg L.P. and/or Bloomberg Finance L.P. and/or an affiliate of them (together, "Bloomberg"). The BCI Index has been published since 1998 with simulated historical performance calculated back to 1991 and tracks movements in the price of a rolling position in a basket of commodity futures with a maturity between 1 and 3 months.

At present, there are 26 commodity futures eligible for inclusion in the BCI Index but four of those commodities (cocoa, lead, platinum and tin) are currently not included in the BCI Index. With the exception of certain metals contracts (aluminum, lead, tin, nickel and zinc) that trade on the London Metals Exchange ("LME") and the contract for Brent crude oil, each of the Commodities is the subject of at least one futures contract that trades on a U.S. exchange. The BCI Index uses a consistent, systematic process to represent the commodity markets using both liquidity data and U.S. dollar-weighted production data in determining the weightings of included commodities. Liquidity data is the relative amount of trading activity for a particular commodity and U.S. dollar-weighted production data takes the figures for production in the overall commodities market for all commodities in the BCI Index and weights them in the BCI Index in the same proportion in U.S. dollar terms. The value of the BCI Index is computed on the basis of hypothetical investments in the basket of commodities that make up the BCI Index.

The BCI Index is rebalanced annually starting on the fifth business day of January.

ETFS Bloomberg All Commodity Longer Dated Strategy K-1 Free ETF

The ETFS Bloomberg All Commodity Longer Dated Strategy K-1 Free ETF ("BCD") is an actively managed exchange traded fund that seeks to provide a total return designed to exceed the performance of the Bloomberg Commodity Index 3 Month Forward which is calculated on an excess return basis (the "BCD Index").

The BCD is an actively managed exchange traded fund that seeks to provide a total return designed to exceed the performance of the BCD Index. The BCD is not an index tracking exchange traded fund and is not required to invest in all components of the BCD Index. However, the BCD will generally seek to hold similar interests to those included in the BCD Index and will seek exposure to many of the commodities included in the BCD Index under the same futures rolling schedule as the BCD Index. The BCD will also hold short-term fixed-income securities, which may be used as collateral for the BCD's commodities futures holdings or to generate interest income and capital appreciation on the cash balances arising from its use of futures contracts.

Under normal market conditions, the BCD intends to invest in exchange-traded commodity futures contracts through a wholly-owned subsidiary of the BCD organized under the laws of the Cayman Islands. As a means to provide investment returns that are highly correlated to those of the BCD Index, the Subsidiary may also invest directly in commodity-linked instruments, including pooled investment vehicles (such as exchange traded funds and other investment companies), swaps and exchange-traded options on futures contracts, to the extent permitted under the 1940 Act and any applicable exempted relief. The BCD may invest up to 25% of its total assets in the Subsidiary.

The remainder of the BCD's assets that are not invested in the Subsidiary (i.e., at least 75% of the BCD's total assets) will principally be invested in: (1) short-term investment grade fixed-income securities that include U.S. government securities and money market instruments; and (2) cash and other cash equivalents. The BCD will exercise its discretion to use such instruments to most efficiently utilize the cash balances arising from the use of futures contracts and generate a total return for investors.

The BCD will not invest directly in commodity futures contracts but, instead, expects to gain exposure to these investments exclusively by investing in the Subsidiary. The BCD's investment in the Subsidiary is intended to enable the BCD to gain exposure to relevant commodity markets within the limits of current federal income tax laws applicable to investment companies such as the BCD, which limit the ability of investment companies to invest directly in commodity futures contracts. The Subsidiary and the BCD have the same investment objective. However, the Subsidiary may invest without limitation in the Commodities Instruments. Except as otherwise noted, for the purposes of this Prospectus, references to the BCD's investments include the BCD's indirect investments through the Subsidiary.

The Advisor and Sub-Advisor will use their discretion to determine the percentage of the BCD's assets allocated to the Commodities Instruments held by the Subsidiary that will be invested in exchange-traded commodity futures contracts or Commodities-Related Assets. In this regard, under normal market conditions, the Subsidiary is expected to invest in futures contracts in proportional weights and allocations that are similar to the BCD Index. The BCD does not seek leveraged returns. However, the BCD's use of instruments to collateralize the Subsidiary's investments in Commodity Instruments has a leveraging effect and is designed to provide a total return, outperforming the investment performance of the BCD Index.

The BCD Index is a widely followed commodity index which is calculated and published by Bloomberg L.P. and/or Bloomberg Finance L.P. and/or an affiliate of them. The BCD Index has been published since 1998 with simulated historical performance calculated back to 1991 and tracks movements in the price of a rolling position in a basket of commodity futures with a maturity between 4 and 6 months.

At present, there are 26 commodity futures eligible for inclusion in the BCD Index but four of those commodities (cocoa, lead, platinum and tin) are currently not included in the BCD Index. With the exception of certain metals contracts (aluminum, lead, tin, nickel and zinc) that trade on the LME and the contract for Brent crude oil, each of the Commodities is the subject of at least one futures contract that trades on a U.S. exchange. The BCD Index uses a consistent, systematic process to represent the commodity markets using both liquidity data and U.S. dollar-weighted production data in determining the weightings of included commodities. Liquidity data is the relative amount of trading activity for a particular commodity and U.S. dollar-weighted production data takes the figures for production in the overall commodities market for all commodities in the BCD Index and weights them in the BCD Index in the same proportion in U.S. dollar terms. The value of the BCD Index is computed on the basis of hypothetical investments in the basket of commodities that make up the BCD Index.

The BCD Index is rebalanced annually starting on the fifth business day of January.

ETFS Bloomberg Energy Commodity Strategy K-1 Free ETF

The ETFS Bloomberg Energy Commodity Strategy K-1 Free ETF ("BEF") is an actively managed exchange traded fund that seeks to provide a total return designed to exceed the performance of the Bloomberg Energy Index which is calculated on an excess return basis (the "BEF Index").

The BEF is an actively managed exchange traded fund that seeks to provide a total return designed to exceed the performance of the BEF index. The BEF is not an index tracking exchange traded fund and is not required to invest in all components of the BEF index. However, the BEF will generally seek to hold similar interests to those included in the BEF index and will seek exposure to many of the commodities included in the BEF index under the same futures rolling schedule as the BEF index. The BEF will also hold short-term fixed-income securities, which may be used as collateral for the BEF's commodities futures holdings or to generate interest income and capital appreciation on the cash balances arising from its use of futures contracts.

Under normal market conditions, the BEF intends to invest in exchange-traded commodity futures contracts through a wholly-owned subsidiary of the BEF organized under the laws of the Cayman Islands. As a means to provide investment returns that are highly correlated to those of the BEF index, the Subsidiary may also invest directly in commodity-linked instruments, including pooled investment vehicles (such as exchange traded funds and other investment companies), swaps and exchange-traded options on futures contracts, to the extent permitted under the 1940 Act and any applicable exempted relief. The BEF may invest up to 25% of its total assets in the Subsidiary.

The remainder of the BEF's assets that are not invested in the Subsidiary (i.e., at least 75% of the BEF's total assets) will principally be invested in: (1) short-term investment grade fixed-income securities that include U.S. government securities and money market instruments; and (2) cash and other cash equivalents. The BEF will exercise its discretion to use such instruments to most efficiently utilize the cash balances arising from the use of futures contracts and generate a total return for investors. Under normal circumstances, the BEF will invest at least 80% of its net assets, plus the amount of any borrowings for investment purposes, in futures contracts and other securities in an amount that provides investment exposure to energy commodities.

The BEF will not invest directly in commodity futures contracts but, instead, expects to gain exposure to these investments exclusively by investing in the Subsidiary. The BEF's investment in the Subsidiary is intended to enable the BEF to gain exposure to relevant commodity markets within the limits of current federal income tax laws applicable to investment companies such as the BEF, which limit the ability of investment companies to invest directly in commodity futures contracts. The Subsidiary and the BEF have the same investment objective. However, the Subsidiary may invest without limitation in the Commodities Instruments. Except as otherwise noted, for the purposes of this Prospectus, references to the BEF's investments include the BEF's indirect investments through the Subsidiary.

The Advisor and Sub-Advisor will use their discretion to determine the percentage of the BEF's assets allocated to the Commodities Instruments held by the Subsidiary that will be invested in exchange-traded commodity futures contracts or Commodities-Related Assets. In this regard, under normal market conditions, the Subsidiary is expected to invest in futures contracts in proportional weights and allocations that are similar to the BEF index. The BEF does not seek leveraged returns. However, the BEF's use of instruments to collateralize the Subsidiary's investments in Commodity Instruments has a leveraging effect and is designed to provide a total return, outperforming the investment performance of the BEF index.

The BEF index is a sub-index of the Bloomberg Commodity Index ("BCOM"). BCOM is a widely followed commodity index which is calculated and published by Bloomberg L.P. and/or Bloomberg Finance L.P. and/or an affiliate of them. BCOM and its various sub-indices has been published since 1998 with simulated historical performance calculated back to 1991 and tracks movements in the prices of rolling positions in a basket of commodity futures with a maturity between 1 and 3 months.

At present, there are 26 commodity futures eligible for inclusion in BCOM but four of those commodities (cocoa, lead, platinum and tin) are currently not included in BCOM. With the exception of certain metals contracts (aluminum, lead, tin, nickel and zinc) that trade on the LME and the contract for Brent crude oil, each of the commodities is the subject of at least one futures contract that trades on a U.S. exchange. The BEF index includes only those commodities from BCOM which are related to energy being natural gas, WTI crude oil, Brent crude oil, gasoline, heating oil. BCOM and the BEF index use a consistent, systematic process to represent the commodity markets using both liquidity data and U.S. dollar-weighted production data in determining the weightings of included commodities. Liquidity data is the relative amount of trading activity for a particular commodity and U.S. dollar-weighted production data takes the figures for production in the overall commodities market for all commodities in the BEF index and weights them in the BEF index in the same proportion in U.S. dollar terms.

The values of BCOM and the BEF index are computed on the basis of hypothetical investments in the basket of commodities of which they are comprised.

BCOM and the BEF index are rebalanced annually starting on the fifth business day of January.

For more information regarding each Fund's investment strategy, please read the prospectus for the Funds.

As described more fully in the Trust's prospectus and Statement of Additional Information ("SAI"), the Funds issue and redeem Shares at net asset value ("NAV") only in large blocks of 50,000 Shares (each block of Shares called a "Creation Unit"). As a practical matter, only broker-dealers or large institutional investors with creation and redemption agreements (called Authorized Participants) can purchase or redeem these Creation Units. Except when aggregated in Creation Units, the Shares may not be redeemed with the Funds.

Shares are held in book-entry form, which means that no Share certificates are issued. The Depository Trust Company or its nominee is the record owner of all outstanding Shares of the Funds and is recognized as the owner of all Shares for all purposes.

The NAV per Share for each Fund is computed by dividing the value of the net assets of the Fund (i.e., the value of its total assets less total liabilities) by the total number of Shares outstanding. Expenses and fees are accrued daily and taken into account for purposes of determining NAV. The NAV of each Fund is determined each business day after the close of trading (ordinarily 4:00 p.m., Eastern Time or "ET") of the New York Stock Exchange. Any assets or liabilities denominated in currencies other than the U.S. dollar are converted into U.S. dollars at the current market rates on the date of valuation as quoted by one or more sources.

The registration statement for the Funds describes the various fees and expenses for the Funds' Shares. For a more complete description of the Funds and the underlying indexes, visit the Funds' website at www.etfsecurities.com.

PURCHASES AND REDEMPTIONS IN CREATION UNIT SIZE

NASDAQ members, BX members and PHLX members and member organizations are hereby informed that procedures for purchases and redemptions of Shares in Creation Unit Size are described in the Trust's prospectus and Statement of Additional Information and that Shares are not individually redeemable but are redeemable only in Creation Unit Size aggregations or multiples thereof.

PRINCIPAL RISKS

Interested persons are referred to the discussion in the prospectus for the Funds of the principal risks of an investment in the Funds. These include tracking error risk (factors causing a Fund's performance to not match the performance of its underlying index), market trading risk (for example, trading halts, trading above or below net asset value), investment risk, commodity price risk, market risk, non-diversification risk, cash redemption risk, futures, options and options on futures contracts, swap agreements, investment company securities, fixed-income securities and money market instruments, roll yield, subsidiary investment risk, liquidity, risk that the shares of the fund may trade at prices other than NAV, authorized participants, active fund management, leverage risk, commodity pool regulatory risk, and tax risk.

EXCHANGE RULES APPLICABLE TO TRADING IN THE SHARES

Trading in the Shares on NASDAQ is on a UTP basis and is subject to NASDAQ equity trading rules. Trading of the Shares on BX is on a UTP basis and is subject to BX equity trading rules. Trading of the Shares on PHLX's PSX system is on a UTP basis and is subject to PHLX rules.

TRADING HOURS

The values of each index underlying the Shares are disseminated to data vendors every 15 seconds. The Shares will trade on NASDAQ between 7:00 a.m. and 8:00 p.m. ET. The Shares will trade on BX between 8:00 a.m. and 7:00 p.m. ET. The Shares will trade on PSX between 9:00 a.m. and 5:00 p.m. ET. For trading during each market's pre-market and post-market sessions, market participants should note that additional risks may exist with respect to trading the Funds during these sessions, when the underlying index's values, intraday indicative value, or similar value may not be disseminated or calculated.

DISSEMINATION OF FUND DATA

The Consolidated Tape Association will disseminate real time trade and quote information for the Funds to Tape B.

Fund Name	Listing Market	Trading Symbol	IOPV Symbol	NAV Symbol
ETFS Bloomberg All Commodity Strategy K-1 Free ETF	NYSE Arca	BCI	BCI.IV	BCI.NV
ETFS Bloomberg All Commodity Longer Dated Strategy K-1 Free ETF	NYSE Arca	BCD	BCD.IV	BCD.NV
ETFS Bloomberg Energy Commodity Strategy K-1 Free ETF	NYSE Arca	BEI	BEI.IV	BEI.NV

SUITABILITY

Trading in the Shares on NASDAQ will be subject to the provisions of NASDAQ Rule 2310. Trading in the Shares on BX will be subject to the provisions of BX Equity Rule 2310. Shares trading on PSX will be subject to the provisions of PHLX Rule 763. Members and member organizations recommending transactions in the Shares to customers should make a determination that the recommendation is suitable for the customer. In addition, members must possess sufficient information to satisfy the "know your customer" obligation that is embedded in both the NASDAQ Conduct Rules and the BX Conduct Rules.

NASDAQ members, BX members and PHLX members and member organizations should also review NASD Notice to Members 03-71 for guidance on trading these products. The Notice reminds members of their obligations to: (1) conduct adequate due diligence to understand the features of the product; (2) perform a reasonable-basis suitability analysis; (3) perform customer-specific suitability analysis in connection with any recommended transactions; (4) provide a balanced disclosure of both the risks and rewards associated with the particular product, especially when selling to retail investors; (5) implement appropriate internal controls; and (6) train registered persons regarding the features, risk and suitability of these products.

TRADING HALTS

NASDAQ will halt trading in the Shares of a Fund in accordance with NASDAQ Rule 4120. BX will halt trading in the Shares of a Fund in accordance with BX Equity Rule 4120. PHLX will halt trading in the Shares of a Fund in accordance with PHLX Rule 3100. The grounds for a halt under these rules include a halt by the primary market because the intraday indicative value of the Fund, the value of its underlying index, or a similar value are not being disseminated as required, or a halt for other regulatory reasons. In addition, NASDAQ, BX and PHLX will also stop trading the Shares of a Fund if the primary market delists the Fund.

DELIVERY OF A PROSPECTUS

NASDAQ members, BX members and PHLX members and member organizations should be mindful of applicable prospectus delivery requirements under the federal securities laws with respect to transactions in the Funds.

Prospectuses may be obtained through the Funds' website. The prospectus for the Funds does not contain all of the information set forth in the Funds' registration statement (including the exhibits to the registration statement), parts of which have been omitted in accordance with the rules and regulations of the Securities and Exchange Commission ("SEC"). For further information about the Funds, please refer to the registration statement.

In the event that the Funds rely upon an order by the SEC exempting the Shares from certain prospectus delivery requirements under Section 24(d) of the 1940 Act and in the future make available a written product description, NASDAQ Rules 5705 and 5740, BX Equity Rules 4420 and 4421, and PHLX Rule 803 require that members and member organizations, respectively, provide to all purchasers of Shares a written description of the terms and characteristics of such securities, in a form prepared by the Trust for the Funds, no later than the time a confirmation of the first transaction in the Shares is delivered to such purchaser. In addition, members and member organizations shall include such a written description with any sales material relating to the Shares that is provided to customers or the public. Any other written materials provided by members or member organizations to customers or the public making specific reference to the Shares as an investment vehicle must include a statement in substantially the following form: "A circular describing the terms and characteristics of the Shares of the Fund has been prepared by the Trust and is available from your broker. It is recommended that you obtain and review such circular before purchasing Shares of the Fund. In addition, upon request you may obtain from your broker a prospectus for Shares of the Fund."

Any NASDAQ, BX or PHLX member or member organization carrying an omnibus account for a non-member broker-dealer is required to inform such non-member that execution of an order to purchase Shares for such omnibus account will be deemed to constitute agreement by the non-member to make such written description available to its customers on the same terms as are directly applicable to NASDAQ members, BX members and PHLX members or member organizations under this rule.

Upon request of a customer, NASDAQ members, BX members and PHLX members or member organizations shall provide a copy of the prospectus.

EXEMPTIVE, INTERPRETIVE AND NO-ACTION RELIEF UNDER FEDERAL SECURITIES REGULATIONS

The SEC has issued exempted, interpretive or no-action relief from certain provisions of rules under the Securities Exchange Act of 1934 (the "Act") regarding trading in the above mentioned exchange-traded Funds.

REGULATION M EXEMPTIONS

Generally, Rules 101 and 102 of Regulation M prohibit any "distribution participant" and its "affiliated purchasers" from bidding for, purchasing, or attempting to induce any person to bid for or purchase any security which is the subject of a distribution until after the applicable restricted period, except as specifically permitted in Regulation M. The provisions of the Rules apply to underwriters, prospective underwriters, brokers, dealers, and other persons who have agreed to participate or are participating in a distribution of securities.

The SEC has granted an exemption from Rule 101 under Regulation M to permit persons participating in a distribution of shares of the above-mentioned Funds to engage in secondary market transactions in such shares during their participation in such a distribution. In addition, the SEC has granted relief under Regulation M to permit persons who may be deemed to be participating in the distribution of Shares of the above-mentioned Funds (i) to purchase securities for the purpose of purchasing Creation Unit Aggregations of Fund Shares and (ii) to tender securities for redemption in Creation Unit Aggregations. Further, the SEC has clarified that the tender of Fund Shares to the Funds for redemption does not constitute a bid for or purchase of any of the Funds' securities during the restricted period of Rule 101. The SEC has also granted an exemption pursuant to paragraph (e) of Rule 102 under Regulation M to allow the redemption of Fund Shares in Creation Unit Aggregations during the continuous offering of Shares.

CUSTOMER CONFIRMATIONS FOR CREATION OR REDEMPTION OF FUND SHARES (SEC RULE 10B-10)

Broker-dealers who handle purchases or redemptions of Fund Shares in Creation Unit size for customers will be permitted to provide such customers with a statement of the number of Creation Unit Aggregations created or redeemed without providing a statement of the identity, number and price of shares of the individual securities tendered to a Fund for purposes of purchasing Creation Unit Aggregations ("Deposit Securities") or the identity, number and price of shares to be delivered by the Trust for the Fund to the redeeming holder ("Redemption Securities"). The composition of the securities required to be tendered to the Fund for creation purposes and of the securities to be delivered on redemption will be disseminated each business day and will be applicable to requests for creations or redemption, as the case may be, on that day. This exemptive relief under Rule 10b-10 with respect to creations and redemptions is subject to the following conditions:

1) Confirmations to customers engaging in creations or redemptions must state that all information required by Rule 10b-10 will be provided upon request;

2) Any such request by a customer for information required by Rule 10b-10 will be filed in a timely manner, in accordance with Rule 10b-10(c);

3) Except for the identity, number and price of shares of the component securities of the Deposit Securities and Redemption Securities, as described above, confirmations to customers must disclose all other information required by Rule 10b-10(a).

SEC RULE 14E-5

An exemption from Rule 14e-5 has been granted to permit any person acting as a dealer-manager of a tender offer for a component security of a Fund (1) to redeem Fund Shares in Creation Unit Aggregations from the issuer that may include a security subject to such tender offer and (2) to purchase Fund Shares during such tender offer. In addition, a no-action position has been taken under Rule 14e-5 if a broker-dealer acting as a dealer-manager of a tender offer for a security of a Fund purchases or arranges to purchase such securities in the secondary market for the purpose of tendering such securities to purchase one or more Creation Unit Aggregations of Shares, if made in conformance with the following:

1) such bids or purchases are effected in the ordinary course of business, in connection with a basket of 20 or more securities in which any security that is the subject of a distribution, or any reference security, does not comprise more than 5% of the value of the basket purchased; or
2) purchases are effected as adjustments to such basket in the ordinary course of business as a result of a change in the composition of the underlying index; and
3) such bids or purchases are not effected for the purpose of facilitating such tender offer.

Section 11(d)(1); SEC Rules 11d1-1 and 11d1-2

Section 11(d)(1) of the Act generally prohibits a person who is both a broker and a dealer from effecting any transaction in which the broker-dealer extends credit to a customer on any security which was part of a new issue in the distribution of which he participated as a member of a selling syndicate or group within thirty days prior to such transaction. The SEC has clarified that Section 11(d)(1) does not apply to broker-dealers that are not Authorized Participants (and, therefore, do not create Creation Unit Aggregations) that engage in both proprietary and customer transactions in Shares of the Fund in the secondary market, and for broker-dealer Authorized Participants that engage in creations of Creation Unit Aggregations. This relief is subject to specific conditions, including the condition that such broker-dealer (whether or not an Authorized Participant) does not, directly or indirectly, receive from the fund complex any payment, compensation or other economic incentive to promote or sell the Shares of a Fund to persons outside the fund complex, other than non-cash compensation permitted under NASD Rule 2830(l)(5)(A), (B) or (C). (See letter from Catherine McGuire, Chief Counsel, SEC Division of Market Regulation, to Securities Industry Association, Derivative Products Committee, dated November 21, 2005.) The SEC also has taken a no-action position under Section 11(d)(1) of the Act that broker-dealers may treat Shares of a Fund, for purposes of Rule 11d1-2, as "securities issued by a registered open-end investment company as defined in the Investment Company Act" and thereby extend credit or maintain or arrange for the extension or maintenance of credit on Shares that have been owned by the persons to whom credit is provided for more than 30 days, in reliance on the exemption contained in the rule.

SEC RULE 15C1-5 AND 15C1-6

The SEC has taken a no-action position with respect to Rule 15c1-5 and Rule 15c1-6 as to the required disclosure of control by a broker or dealer with respect to creations and redemptions of Fund Shares and secondary market transactions therein. (See letter from Catherine McGuire, Chief Counsel, SEC Division of Market Regulation, to Securities Industry Association, Derivative Products Committee, dated November 21, 2005.)

This Information Circular is not a statutory prospectus. NASDAQ members, BX members and PHLX members and member organizations should consult the Funds' prospectus and/or the Funds' website for relevant information.

Inquiries regarding this Information Circular should be directed to:

- Ben Haskell, Listing Qualifications, at 301.978.8092
- NASDAQ / BX / PSX Market Sales, at 800.846.0477