Methodology: Motif Capital Aging of America Index

Version as of July 23rd, 2018

# Overview

The following overview of the Motif Capital Aging of America Index is a summary and, as such, is necessarily incomplete. This overview should be read in conjunction with, and is qualified in its entirety by, the more detailed description of the Motif Capital Aging of America Index and its operation that follows in this document.

The Motif Capital Aging of America Index (the “Index”) is comprised of shares of U.S. exchange listed common equity securities (including American Depositary Receipts) (each an “Underlying Stock” and together the “Underlying Stocks”).

The Underlying Stocks provide exposure to companies in the healthcare and real estate sectors that may benefit from the long-term demographic shift towards an older population in the United States and the resulting demand for products and services geared towards managing the health and lifestyle of an aging population.

The Index is calculated on a absolute return basis. The value of the Index (the “Index Value”) is calculated on each Index Business Day (as defined in the attached annex) in U.S. dollars.

The Index seeks to provide systematic targeted exposure to the U.S. exchange-listed common equity securities (including American Depositary Receipts) of companies in the healthcare and real estate sectors that may benefit from the long-term demographic shift towards an older population in the United States (the “Aging of America Theme”) and the resulting demand for products and services geared towards managing the health and lifestyle of an aging population..

The Underlying Stocks comprising the Index and their respective weightings are based on an objective determination of relevance and exposure to the Aging of America Theme (as described under “Components of the Index” and “Calculation of the Underlying Stock Target Weights” below) on the third Friday of each June (the “Index Observation Day”) and subject to constraints on maximum and minimum weights for each Underlying Stock. The Index is rebalanced annually over a five-day period (the “Index Rebalancing Period”) beginning on the day that is three Index Business Days after the applicable Index Observation Day and including the four following Index Business Days. Each Index Business Day in a Index Rebalancing Period will be deemed a “Index Rebalancing Day”. On each Index Rebalancing Day, component changes are made after the close of markets and become effective at the opening on the next trading day.

The value of the Index (the “Index Value”) is calculated on each Index Business Day. Motif Capital Management, Inc. (the “Index Sponsor”) has retained Solactive AG to serve as Calculation Agent (the “Calculation Agent”) for the Index. In the event the Index Sponsor appoints a replacement Calculation Agent a public announcement will be made via press release.

Unless otherwise indicated, any public announcement contemplated by this Methodology shall be made on the website of the Calculation Agent.

# Methodology

## Overview

At any given time, the Index tracks the weighted return of the Underlying Stocks and, in the limited circumstance described under “Short-Term Treasury Bond ETF Position”, the iShares Short-Term Treasury Bond ETF (the “Underlying ETF”).

The composition of Underlying Stocks and the Underlying ETF, if applicable, and their respective weights are rebalanced annually during the relevant Index Rebalancing Period within a set of pre-determined constraints by applying the Methodology rules. Rebalancing during Market Disruption Events is described under “Rebalancing: Impact of Disruptions”. In addition, the Index Committee intends to review the Methodology at least once a year, and may make changes to the Methodology from time to time (including after any such annual review) if it determines, in its sole discretion, that such changes are necessary or desirable in light of the goals of the Index. Any such changes to the Methodology will be publicly announced at least 60 Index Business Days prior to their effective date.

## Index Rebalancing

On each Index Observation Day, the Index Sponsor, pursuant to the Methodology and subject to the applicable constraints, selects the Underlying Stocks with the objective of providing targeted exposure to the Aging of America Theme (as described under “Components of the Index” and “Calculation of the Underlying Stock Target Weights” below). Once the constituents and their exposure to the Aging of America Theme have been determined by the Index Sponsor, the Index Calculation Agent will determine the target weight for each Underlying Stock (as described under “Calculation of the Underlying Stock Target Weights” below) and the Underlying ETF Target Weight (as described under “Short-Term Treasury Bond ETF Position”), if applicable. The Index will then be reweighted over the Index Rebalancing Period from the previous Underlying Stocks and their weights (as described under “Calculation of the Underlying Stock Target Weights” below) and the weight of the Underlying ETF (as described under “Short-Term Treasury Bond ETF Position”), if applicable, to the newly determined Underlying Stocks using the newly determined Underlying Stock Target Weights and Underlying ETF Target Weight, if applicable.

# Publication of the Index

The Calculation Agent calculates and publishes the value of the Index every 15 seconds on each Index Business Day and publishes it on Bloomberg under the ticker symbol “MCAOI Index”.

# Publication of Changes to the Index and to the Methodology

Changes to the components of the Index made by the Index Committee will be publicly announced as promptly as is reasonably practicable and normally at least five Index Business Days prior to the effective date of the changes. Except as otherwise provided herein, changes to the Methodology made by the Index Committee will be publicly announced at least 60 Index Business Days prior to their effective date. Adjustments made by the Calculation Agent in response to potential adjustment events will be publicly announced as promptly as is reasonably practicable.

# Index Committee

An Index Committee is responsible for overseeing the Index, the Methodology and the implementation thereof, while the Calculation Agent is responsible for the calculation of the Index, including calculating the Underlying Stock Target Weights (as defined under “Underlying Stock Weights and Index Rebalancing” below), Underlying ETF Target Weight, if applicable, and determining and responding to Market Disruption Events (as defined under “Market Disruption Events” below) and potential adjustment events. The Index Committee will initially be comprised of three full-time employees of Motif Capital Management, Inc. or one or more of its affiliates.

The Index Committee may exercise limited discretion with respect to the Index, as contemplated by the Methodology, including in the situations described under “Components of the Index”. Any such changes or actions will be publicly announced as promptly as is reasonably practicable and normally at least five Index Business Days prior to their effective date. The Calculation Agent may from time to time consult the Index Committee on matters of interpretation with respect to the Methodology.

Because the Index Committee considers information about changes to the Index and related matters to be potentially market moving and material, all Index Committee discussions, including those with the Calculation Agent, are confidential. The Index Committee will determine the successor of any of its members.

# Components of the Index

The Index Sponsor determines the components of the Index (the Underlying Stocks) and their exposure to the Aging of America Theme (as defined below) on the Index Inception Date and on each Index Observation Day by applying the following steps:

1. Identify companies with keyword matches
   1. Companies providing therapies for medical conditions disproportionately affecting seniors
      * Data on incidence of diseases by age group is obtained from the most-recent Tables of Summary Health Statistics published by the Centers for Disease Control and Prevention (CDC) available on the CDC website at <http://www.cdc.gov/>. From those diseases included in the Tables of Summary Health Statistics, the specific medical conditions that disproportionately affect seniors are determined by firstly establishing that the condition is not uncommon, namely it affects more than 1% of total US adult population (age 18+), and secondly the percentage of senior patients (age 65+) relative to all adult patients (age 18+) with the particular condition is above 30%. The data on disease incidence obtained from the latest published CDC data indicates that the conditions that disproportionately affect seniors are: cancer, heart disease (including hypertension and stroke), diabetes, arthritis, kidney disease, chronic obstructive pulmonary disease and hearing loss. The Index Committee will update the selection of conditions when new CDC data on disease incidence by age demographic is released and such updated data on incidence of diseases and medical conditions that disproportionately afflict seniors based on the statistical rule above will be included in the determination of the Index at the times and in the manner set forth below.
      * To define the universe of relevant companies for the Aging of America Theme (or the “Index Universe”), each condition identified above is paired with specific keywords. For each condition, semantic searches are conducted over the most recent annual regulatory filings (i.e., Form 10-K, 40-F, and 20-F) (the “Annual SEC Filing”) of all companies with US exchange-listed common equity (including American Depositary Receipts) filed with the Securities and Exchange Commission (the “SEC”), using the keywords associated with the condition. The keywords associated with each condition are as below:
        + Cancer: “Cancer”, “Oncology”, “Malignancy”, “Neoplasm”
        + Heart Disease: “Heart Disease”, “Hypertension”, “Stroke”, “Cardiovascular Disease”, “Atherosclerosis”, “Arrhythmia”, “Coronary Artery Disease”
        + Diabetes: “Diabetes”, “Insulin”, “Hypoglycemia”, “Hyperglycemia”
        + Arthritis: “Arthritis”, “Osteoarthritis”, “Rheumatoid Arthritis”
        + Kidney Disease: “Kidney Disease”, “Dialysis”, “Renal Disease”, “Acute Renal Failure”
        + Chronic Obstructive Pulmonary Disease: “Chronic Obstructive Pulmonary Disease”, “COPD”, “Bronchitis”, “Emphysema”, “Lung Inflammation”, “Bronchodilators”, “Lung Disease”, “Chronic Obstructive Lung Disease”, “Chronic Obstructive Airway Disease”
        + Hearing Loss: “Hearing Loss”, “Deafness”, “Presbycusis”
      * All companies where a positive match with one or more keyword(s) in their Annual SEC Filing is detected are added to the Index Universe.
      * Fifteen Index Business Days prior to each Index Observation Day, the Index Committee will determine if a new CDC report has been released and if so, determine if there are any updates on the specific medical conditions that disproportionately affect seniors. The Index Committee will tag a previously unreported chronic disease or condition as relevant to the Aging of America Theme if the latest CDC data indicates that the condition is not uncommon (i.e., it affects more than 1% of total US adult population) and that the percentage of senior patients (age 65+) relative to all adult patients (age 18+) with the particular condition is above 30%. To determine the U.S. exchange-listed companies involved in the development of therapies related to the identified condition, the Index Committee will define the list of keywords relevant to the condition that are to be used in semantic searches across Annual SEC Filings. The list of keywords will be drawn up and will be published in the “Components of the Index” section of this document as promptly as is reasonably practicable and normally at least five Index Business Days prior to such Index Observation Day and will be effective for use beginning on such Index Observation Day.
   2. Companies providing age-restricted services used by seniors.
      * In addition to the companies identified above that develop therapies for medical conditions that disproportionately affect seniors, the Index Universe also includes U.S. exchange-listed companies which derive all or a fraction of their revenue from age-restricted services that are provided predominantly to seniors (age 65+). These services specifically are Senior Housing Facilities and Medicare Insurance. To define the universe of relevant companies for the Aging of America Theme each age-restricted service type identified above is paired with specific keywords. For each age-restricted service type, semantic searches are conducted over the Annual SEC Filings of all companies with US exchange-listed common equity (including American Depositary Receipts) filed with the SEC, using the keywords associated with the service type. The keywords associated with each service type are as below:
        + Senior Housing Facilities: “Independent Living Facilities”, “Retirement Communities”, “Assisted Living”, “Senior Housing”
        + Medicare Insurance: “Medicare”, “Medicare Advantage”, “Medicare Supplement”, “Medicare Part D”
      * All companies where a positive match with the keyword is detected are added to the Index Universe.
      * Fifteen Index Business Days prior to each Index Observation Day, the Index Committee will review company data to determine if there are any additional age-restricted services used by seniors. If there are any additional age-restricted services used by seniors the Index Committee will define the list of keywords relevant to the age-restricted service(s) that are to be used in the semantic searches across Annual SEC Filings. The list of keywords will be drawn up and will be published in the “Components of the Index” section of this document as promptly as is reasonably practicable and normally at least five Index Business Days prior to such Index Observation Day and will be effective for use beginning on such Index Observation Day.
2. Apply stock screens
   * As of the Index Inception Date or Index Observation Day, companies that meet any of the following conditions are screened out of the Index Universe to determine the Underlying Stocks:
     + Stocks having an average daily dollar volume (“ADDV”) over the most recent 30-day period of less than $1,000,000
       - ADDV for a stock on a given day is equal to the 30-day average of such stock’s daily dollar value from (but excluding) such day to (and including) the day which is the 30th calendar day prior thereto. For each trading day during the 30-calendar day period, the daily dollar value is equal to such stock’s trading volume for such day multiplied by such stock’s last available price as of the close of trading for such day. A stock’s trading volume may be equal to zero on a trading day. While the ADDV period consists of 30 calendar days, only trading days within such period are used for purposes of the ADDV calculation and the actual number of trading days varies from period to period.
     + Stocks of companies whose market capitalization is less than $500,000,000
       - Market capitalization for a company stock on a given day is calculated by multiplying the total number of outstanding shares on such day by the closing price of a share of such stock on such day. In the event that a Market Disruption Event (determined with respect to a stock subject to this market capitalization screen as specified in the “Market Disruption Events” section below) occurs or is continuing on such day with respect to such stock, the market capitalization will be equal to the market capitalization on the immediately prior Index Business Day on which no Market Disruption Event occurs or is continuing with respect to such stock. (For purposes of determining whether a Market Disruption Event occurs or is continuing with respect to a stock in the context of this market capitalization screen, any references in the “Market Disruption Events” section to “Underlying Stock” shall mean any stock subject to this market capitalization stock screen.)
     + Stocks having a closing price of less than $1 at any point over the most recent thirty day period
     + Stocks of companies having total revenue of less than $25,000,000 over the previous twelve month period as of their most recent Annual SEC Filing
     + Stocks having less than 60 days of historical returns data over the most recent 90 day period
3. Apply Thomson Reuters Business Classification screen
   * For each company included in the Index Universe, the Thomson Reuters Business Classification (TRBC) of the company is obtained. The TRBC classification structure includes four hierarchical levels: Economic Sector, Business Sector, Industry Group, and Industry (<http://thomsonreuters.com/content/dam/openweb/documents/pdf/financial/trbc-quick-guide.pdf>). For each company in the Index Universe, the company is retained in the Index Universe only if under the TRBC classification, its Economic Sector is classified as “Healthcare” or its Business Sector is classified as “Real Estate”.
4. Calculate exposure to the Aging of America Theme
   * For each company included in the Index Universe, an objective determination is made as to whether the company is relevant to the Aging of America Theme by calculating the company’s exposure to the Aging of America Theme, which is equal to the *quotient* of (i) such company’s “Total Theme Revenue” (calculated as described below) *divided by* (ii) such company’s total revenue.

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* + Where:
    - is the Total Theme Revenue of Underlying Stock (i) on the Index Inception Day or given Index Observation Day; and
    - is the Total Revenue of Underlying Stock (i) on the Index Inception Day or given Index Observation Day.
    - To calculate a company’s Total Theme Revenue, the Annual SEC Filing for each company in the Index Universe is reviewed to determine all revenue streams that contain revenue derived from a “Senior Product” or a “Senior Service” (each a “Theme Revenue Stream”). A “Senior Product” is a drug or therapy that the Index Sponsor determines is used to treat a medical condition that disproportionately affects seniors, as identified under “Identify companies with keyword matches” above. A “Senior Service” is a service that the Index Sponsor determines is provided predominantly for seniors, as identified under “Identify companies with keyword matches” above. This review is not limited to searches for the keywords described above, and additional company information and third party information may be, and often is, consulted to determine if a specific product is a Senior Product or if a specific service is a Senior Service.
      * *For example, the Index Sponsor generally will classify a drug used to treat melanoma as a Senior Product, as melanoma is a type of cancer, even though “melanoma” is not one of the keywords associated with cancer used to identify companies for potential inclusion in the Index Universe. Further, the Index Sponsor generally will classify a nursing home as a Senior Service, as it is a type of senior housing facility, even though “nursing home” is not one of the keywords associated with senior housing facility used to identify companies for potential inclusion in the Index Universe.*
  + With respect to a company, the sum of the Theme Revenue (as defined below) from each Theme Revenue Stream is such company’s Total Theme Revenue.
    - The Theme Revenue for each Theme Revenue Stream is determined by calculating the Senior Revenue (as defined below) therein and applying the applicable adjustments, as follows:
      1. Determine Senior Revenue
      * For each Theme Revenue Stream of a company, the Index Sponsor determines the amount of revenue that is derived from Senior Products or Senior Services (“Senior Revenue”).
        1. If a Theme Revenue Stream includes only revenue derived from one or more Senior Products and/or Senior Services, all revenue reported by that Theme Revenue Stream will be considered Senior Revenue and the Senior Revenue from each Senior Product and Senior Service will be adjusted as set forth under “Adjust Senior Revenue” below.
        2. If a Theme Revenue Stream includes a combination of revenue derived from Senior Products and/or Senior Services and non-Senior Products and/or non-Senior Services, and the Index Sponsor has determined that appropriate company data (either within or outside of the Annual SEC Filing) exists that sets forth the amount of revenue included in the Theme Revenue Stream that is Senior Revenue, such data will be used as the amount of Senior Revenue in such Theme Revenue Stream and such Senior Revenue from each Senior Product and Senior Service will be adjusted as set forth under “Adjust Senior Revenue” below.
        3. If a Theme Revenue Stream includes a combination of revenue derived from Senior Products and/or Senior Services and non-Senior Products and/or non-Senior Services, and the Index Sponsor has determined that no appropriate company data (either within or outside of the Annual SEC Filing) sets forth the amount of revenue included in the Theme Revenue Stream that is Senior Revenue, the revenue in such Theme Revenue Stream will be equally allocated and adjusted as described under “Equal Allocation” below.
      1. Adjust Senior Revenue
      * Once the Senior Revenue has been identified for a Theme Revenue Stream, such Senior Revenue will be subject to the following adjustment, as applicable, and the resulting total will be such Theme Revenue Stream’s Theme Revenue:
        1. Senior Revenue derived from a single Senior Product (“Senior Product Adjustment”): The Senior Revenue amount will be multiplied by (a) if the Index Sponsor determines that it is available and appropriate for use, the percentage of senior use of such product as provided in company data (either within or outside of the Annual SEC Filing), or (b) if the preceding percentage is not available or appropriate for use, the percentage of new cases of the medical condition the Senior Product is used to treat that is attributable to seniors, as identified by the most recent CDC report.

In instances where a single Senior Product is used to treat more than one medical condition, the Senior Revenue attributed to such product will be adjusted by (a) if the Index Sponsor determines that it is available and appropriate for use, the percentage of senior use of such product as provided in company data (either within or outside of the Annual SEC Filing), or (b) if the preceding percentage is not available or appropriate for use, the percentage of new cases of the medical condition the product is primarily used to treat that is attributable to seniors, as identified by the most recent CDC report.

* + - * + *For example, if a company reports earnings of $1 million in a Theme Revenue Stream where the revenue is attributed to a chronic obstructive pulmonary disease (“COPD”) therapy, and the company does not provide data on the percentage of senior use of such therapy, the revenue attributed to the COPD therapy would be adjusted by the percentage of new cases of COPD attributable to seniors, as identified by the most recent CDC report (the applicable Senior Product Adjustment). If the applicable Senior Product Adjustment was 33.5%, the Theme Revenue related to that Theme Revenue Stream would be calculated as 33.5% of $1 million, or $335,000.*
        1. Senior Revenue derived from a single Senior Service (“Senior Service Adjustment”): The Senior Revenue amount will be multiplied by (a) if the Index Sponsor determines that it is available and appropriate for use, the percentage of use of such service attributable to seniors provided in company data (either within or outside of the Annual SEC Filing) or (b) if the preceding percentage is not available or appropriate for use and the Index Sponsor determines that appropriate government data on the incidence of senior use of such service exists, the percentage of use of such service attributable to seniors, as identified by such government data.
        + *For example, if a company reports earnings of $2 million in a Theme Revenue Stream where the revenue is attributed to providing senior housing facilities, and the company does not provide data on the percentage of senior use of such service, the revenue attributed to senior housing facilities generally would be adjusted by the percentage of senior use of senior housing facilities, as identified by government data (the applicable Senior Service Adjustment). If the applicable Senior Service Adjustment was 92%, the Theme Revenue related to that Theme Revenue Stream would be calculated as 92% of $2 million, or $1,840,000.*
        1. In instances where the Senior Revenue for a Theme Revenue Stream is derived from more than one Senior Product or Senior Service, the Index Sponsor will look to (a) appropriate company data (either within or outside of the Annual SEC Filing) or (b) if the Index Sponsor determines that such company data is not available, appropriate government data available that sets forth, or can be used as a proxy in order to estimate, the amount of such Senior Revenue that can be attributed to each Senior Product or Senior Service included in the Theme Revenue Stream. If the Index Sponsor determines that such data exists, it will be applied to the Senior Revenue as, or as a proxy in order to estimate, the amount of Senior Revenue that should be allocated to each Senior Product and/or Senior Service. The revenue as allocated to each Senior Product or Senior Service then will be adjusted by the applicable Senior Product Adjustment or Senior Service Adjustment.
        + *For example, if a company reports Senior Revenue of $2 million in a Theme Revenue Stream where revenue is attributed to both a cancer treatment drug and a diabetes therapy, and the company specifies on its website (but perhaps not in its Annual SEC Filing) that $1 million in revenue is attributed to such cancer treatment drug, the revenue attributed to the cancer treatment drug would be adjusted by the percentage of new cases of cancer attributable to seniors, as identified by the most recent CDC report (the applicable Senior Product Adjustment) and the revenue attributed to the diabetes therapy would be adjusted by the percentage of new cases of diabetes attributable to seniors, as identified by the most recent CDC report (the applicable Senior Product Adjustment). If the Senior Product Adjustment for the cancer treatment drug was 51.1% and the Senior Product Adjustment for diabetes was 42.1%, the Theme Revenue for the Theme Revenue Stream would be calculated as the sum of 51.1% of $1 million and 42.1% of $1 million, or $932,000.*
        1. In instances where the Senior Revenue for a Theme Revenue Stream is derived from more than one Senior Product or Senior Service, and the Index Sponsor has determined that no appropriate company data (either within or outside of the Annual SEC Filing) or appropriate government data is available that sets forth, or can be used as a proxy in order to estimate, the amount of such Senior Revenue that can be attributed to each Senior Product or Senior Service included in the Theme Revenue Stream, the total revenue in the Theme Revenue Stream will be adjusted by the lowest of the applicable Senior Product Adjustment(s) or Senior Service Adjustment(s).
        + *For example, if a company reports Senior Revenue of $2 million in a Theme Revenue Stream where revenue is attributed to both a cancer treatment drug and a diabetes therapy, but the company does not specify, either in its Annual SEC Filing or in additional company data, the amount of revenue allocated to each therapy, and the Index Sponsor has determined that no appropriate government data is available as a proxy to estimate the amount of revenue that should be allocated to each product, the total Senior Revenue will be further adjusted by the lowest of the applicable Senior Product Adjustments. If the Senior Product Adjustment for cancer was 51.1% and the Senior Product Adjustment for diabetes was 42.1%, the Theme Revenue for the Theme Revenue Stream would be calculated as 42.1% of $2 million, or $842,000.*
      1. Equal Allocation
      * Where Senior Revenue is included in a Theme Revenue Stream where revenue is derived from a combination of Senior Products and/or Senior Services and non-Senior Products and/or non-Senior Services, but the Index Sponsor has determined that no appropriate company data (either within or outside of the Annual SEC Filing) is available that sets forth the amount of revenue included in the Theme Revenue Stream that is Senior Revenue, the total amount of revenue in such Theme Revenue Stream is equally allocated to each product and/or service included in the Theme Revenue Stream by dividing the total revenue in such Theme Revenue Stream by the number of products and/or services in such Theme Revenue Stream (as set forth in the description of such revenue stream in the company’s Annual SEC Filing). The revenue allocated to each Senior Product and/or Senior Service included in the Theme Revenue Stream then will be adjusted by the applicable Senior Product Adjustment or Senior Service Adjustment. If the total of the as adjusted revenue attributable to each Senior Product or Senior Service in the Theme Revenue Stream is greater than 10.0% of such Theme Revenue Stream, only 10.0% of the total revenue from such Theme Revenue Stream will be included in the company’s Theme Revenue calculation.
      * *For example, the Theme Revenue for a company that has only one revenue stream, which is a Theme Revenue Stream, which reports revenue from (a) oncology solutions, (b) vaccines, and (c) diabetes care in such Theme Revenue Stream, but does not break down revenues earned from each of the three sources, will be calculated by dividing the total revenue from such revenue stream by the total number of products and services reported in the revenue stream (in this case, three). The resulting percentage of the revenue stream attributable to each product and/or service used by seniors (33.3% for oncology solutions, and 33.3% for diabetes care) will then be adjusted by the applicable data obtained from the CDC on the percentage of new cases of such medical condition attributable to seniors. If the sum of the adjusted revenue numbers for oncology solutions and diabetes care exceeds 10.0% of the revenue reported in the Theme Revenue Stream, then 10.0% of the company’s total revenue will be the Total Theme Revenue for the company.*

Stocks of companies with less than 10% of exposure to the Aging of America Theme are removed from the Index Universe.

All remaining Stocks are included in the Index and become the Underlying Stocks.

# Underlying Stock Weights and Index Rebalancing

## Overview

Based on each Underlying Stock’s exposure to the Aging of America Theme, the Index Calculation Agent determines the respective target weights of the Underlying Stocks (each an “Underlying Stock Target Weight” and together the “Underlying Stock Target Weights”) and the Underlying ETF (the “Underlying ETF Target Weight”), if applicable, on the Index Inception Date and on each Index Observation Day (in the case of the Underlying Stocks, within the maximum and minimum constraints described in the “Constraints Section” below) by applying the Methodology.

The weights of the Underlying Stocks (each an “Underlying Stock Weight” and together the “Underlying Stock Weights”) and, if applicable, the weight of the Underlying ETF (the “Underlying ETF Weight”) in the Index will then be adjusted gradually over the Index Rebalancing Period (in each case, after market close) based on the Underlying Stock Target Weights and the Underlying ETF Target Weight, if applicable, by changing the number of shares of the Underlying Stocks (with regard to any Underlying Stock, its “Underlying Stock Shares”) and of the Underlying ETF (the “Underlying ETF Shares”), if applicable, that comprise the Index. Since the methodology relies on setting Underlying Stock Shares and Underlying ETF Shares, if applicable, price movements of the Underlying Stocks and the Underlying ETF, if applicable, are expected to result in weights that are greater or less than (but not equal to) the Underlying Stock Target Weights and Underlying ETF Target Weight, if applicable, at the end of the Index Rebalancing Period and thereafter.

## The Thematically Weighted Portfolio

On the Index Inception Day and each Index Observation Day, an adjusted market capitalization weighted portfolio (the “Thematically Weighted Portfolio”) is constructed, where the weight of each Underlying Stock is set as i) the stock’s market capitalization, multiplied by its exposure to the Aging of America Theme (the “Theme Adjusted Market Capitalization”) divided by ii) the sum of Theme Adjusted Market Capitalization for all Underlying Stocks. The Theme Adjusted Market Capitalization for each Underlying Stock is given by:

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Where:

* Subscript refers to the given Index Observation Day
* is the Market Capitalization of Underlying Stock on the Index Observation Day , subject to adjustment in the case of a Market Disruption Event as described under “Effect of a Market Disruption Event”.

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* Where:
  + refers to the total outstanding shares of Underlying Stock on the Index Inception Day or given Index Observation Day ; and
  + refers to the closing price of Underlying Stock on the Index Inception Day or given Index Observation Day .
* is the quantified exposure of the Underlying Stock to the Aging of America Theme as calculated in “Components of the Index”.

The weight of each Underlying Stock in the Thematically Weighted Portfolio (the “Underlying Stock Initial Weight”) is then given by:

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Where:

* is the Theme Adjusted Market Capitalization of Underlying Stock on the Index Inception Day or given Index Observation Day.

### Effect of a Market Disruption Event

In the event that a Market Disruption Event (as defined under “Market Disruption Events” below) occurs or is continuing on a Index Observation Day with respect to an Underlying Stock that was included in the Index on the Index Business Day prior to such Index Observation Day, the Market Capitalization of such Underlying Stock on the immediately prior Index Business Day on which no Market Disruption Event occurs or is continuing with respect to such Underlying Stock will be used to calculate the Theme Adjusted Market Capitalization with respect to such Underlying Stock.

In the event that a Market Disruption Event occurs or is continuing on a Index Observation Day with respect to a stock that was not included in the Index on the Index Business Day prior to such Index Observation Day, the Theme Adjusted Market Capitalization for such stock will be set to zero, and such stock will not be included in the Index.

## Calculation of the Underlying Stock Target Weights

The Underlying Stock Target Weight attributed to each Underlying Stock and the Underlying ETF Target Weight attributed to the Underlying ETF, if applicable, will be determined on each Index Observation Day and Index Inception Day (regardless of whether a Market Disruption Event occurs). The Underlying Stock Target Weight attributed to each Underlying Stock is intended to provide targeted exposure to the Aging of America Theme, subject to the investment minimum and maximum constraints, and will be equal to such Underlying Stock’s Underlying Stock Initial Weight adjusted to comply with the investment minimum and maximum weight constraints described below.

For any Underlying Stock with an Underlying Stock Initial Weight of less than 0.10%, the Underlying Stock Target Weight for such Underlying Stock will be adjusted to 0.10% prior to any additional adjustment to such Underlying Stock’s Underlying Stock Target Weight that is made to comply with the Underlying Stock maximum weight constraint of any other Underlying Stock.

The Underlying Stock Target Weight for Underlying Stock must not exceed the Maximum Weight for Underlying Stock (as defined below under “Constraints”), expressed as:

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Where:

* Subscript refers to the given Index Inception Day or Index Observation Day;
* refers to the Underlying Stock Target Weight for Underlying Stock determined by the Methodology on the given Index Inception Day or Index Observation Day; and
* refers to the Maximum Weight for Underlying Stock on the given Index Inception Day or Index Observation Day.

If any Underlying Stock Initial Weight is greater than the Maximum Weight for such Underlying Stock, the Underlying Stock Target Weight for such Underlying Stock will be set to such Underlying Stock’s Maximum Weight. The difference in weight between the Underlying Stock Initial Weight and the Underlying Stock Target Weight for such Underlying Stock will be proportionally redistributed to the rest of the Underlying Stock Target Weights, subject to the investment maximum weight constraints. This is an iterative process and is performed repeatedly, until no Underlying Stock Target Weight violates the investment maximum weight constraint.

The sum of the Underlying Stock Target Weights should be 1, expressed as:

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If the sum of the Underlying Stock Target Weights is less than 1.0, the Underlying Stock Target Weight for each Underlying Stock will be calculated as described under “Short-Term Treasury Bond ETF Position” below and the Index will include exposure to the Underlying ETF, such that the sum of the Underlying Stock Target Weights and the Underlying ETF Target Weight equals 1.

### Constraints

For each Underlying Stock in the Index, the constraints set a minimum weight of 0.10%. For each Underlying Stock in the Index, the constraints set a maximum weight (the “Maximum Weight”) of the lesser of:

1. 10%
2. ADDV (as defined in “Components of the Index” above and expressed as a numerical value) , expressed as a percentage.

Negative weights (that is, short positions) are not permitted by the Methodology. The sum of the Underlying Stock Target Weights (and, in the limited circumstance described above, the Underlying ETF Target Weight) in the Index is always equal to 1.0.

### Short-Term Treasury Bond ETF Position

If the sum of the Target Weights for all Underlying Stocks on the Index Inception Day or a given Index Observation Day is less than 1.0, a condition expressed as:

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Where:

* refers to the Target Weight for Underlying Stock on the given Index Inception Day or Index Observation Day,

then the Index will also include a position in the Underlying ETF, with the Underlying ETF Target Weight equal to:

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Where:

* refers to the Underlying ETF Target Weight on the Index Inception Day or Index Observation Day ; and
* refers to the Target Weight for Underlying Stock on the given Index Inception Day or Index Observation Day .

The Short-Term Treasury Bond ETF Position is intended to express the notional returns accruing to a hypothetical investor from an investment in the Underlying ETF, which is comprised of publicly-issued U.S. Treasury securities that have a remaining maturity of greater than one month and less than or equal to one year. As of the date hereof, the Underlying ETF trades on NASDAQ under the ticker symbol “SHV”.

If for any reason the Underlying ETF ceases to exist, is delisted, terminated, wound up, liquidated or files for bankruptcy, is combined with another exchange traded fund that has a different investment objective, or changes its currency of denomination, then the Index Committee, in its sole discretion, can choose to replace the Underlying ETF with a successor exchange traded fund that in the determination of the Index Committee most closely replicates the Underlying ETF. Any such changes or actions taken with respect to the Underlying ETF by the Index Committee are publicly announced as promptly as is reasonably practicable and normally at least five Index Business Days prior to the effective date of the change or actions, and will be reflected in an updated version of this document.

### Index Underlying Stock and Underlying ETF Weightings

On each Index Business Day , the Underlying Stock Weight or the Underlying ETF Weight, if applicable, is calculated as:

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Where:

* Subscript refers to the given Index Business Day ;
* Subscript refers to the Underlying Stock or the Underlying ETF, if applicable;
* Subscript refers to the universe of all Underlying Stocks and the Underlying ETF, if applicable, including Underlying Stock or the Underlying ETF, if applicable;
* is the Underlying Stock Weight of Underlying Stock or the Underlying ETF Weight, if applicable, as of the date ;
* is the Underlying Stock Shares or the Underlying ETF Shares, if applicable, on Index Business Day ;
* is the Underlying Stock Shares or the Underlying ETF Shares, if applicable, on Index Business Day ;
* is the closing price of the Underlying Stock or the closing price of the Underlying ETF, if applicable, on date ; and
* is the closing price of the Underlying Stock or the closing price of the Underlying ETF, if applicable, on date .

On the Index Inception Day, the Underlying Stock Shares and Underlying ETF Shares, if applicable, are calculated as:

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Where:

* Subscript refers to the Underlying Stock or the Underlying ETF, if applicable;
* Subscript refers to the Index Inception Day;
* is the Underlying Stock Shares or the Underlying ETF Shares, if applicable, on date ;
* refers to the Underlying Stock Target Weight or the Underlying ETF Target Weight, if applicable, on the Index Inception Day; and
* is the closing price of Underlying Stock or the closing price of the Underlying ETF, if applicable, on the Index Inception Day.

On each Index Business Day that is not the Index Inception Day but that is a Index Rebalancing Day , the Underlying Stock Shares and the Underlying ETF Shares, if applicable, are calculated according to the following formula:

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with:

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Where:

* Subscript refers to the relevant Index Rebalancing Day;
* Subscript refers to the Index Business Day immediately preceding the first Index Rebalancing Day of the relevant Index Rebalancing Period;
* Subscript refers to the Index Business Day immediately prior to Index Rebalancing Day ;
* Subscript refers to the Underlying Stock or the Underlying ETF, if applicable;
* Subscript refers to the Index Inception Day or Index Observation Day immediately prior to Index Rebalancing Day ;
* Subscript refers to the Underlying Stock or the Underlying ETF, if applicable;
* refers to the Underlying Stock Shares or the Underlying ETF Shares, if applicable, as of the date ;
* refers to the weight for each Underlying Stock or Underlying ETF, if applicable, on Index Rebalancing Day ;
* refers to the Underlying Stock Target Weight or Underlying ETF Target Weight, if applicable, that was determined on the Index Observation Day immediately preceding Index Rebalancing Day ;
* is the Underlying Stock Weight or the Underlying ETF Weight, if applicable, on the date ;
* is the total number of Index Rebalancing Days in the relevant Index Rebalancing Period;
* is the number of Index Rebalancing Days elapsed as of (and including) day in the relevant Index Rebalancing Period;
* refers to the Underlying Stock Shares or Underlying ETF Shares, if applicable, as of the date ;
* refers to the closing price of Underlying Stock or the closing price of the Underlying ETF, if applicable, as of the date ; and
* refers to the closing price of Underlying Stock or the closing price of the Underlying ETF, if applicable, as of the date .

On each Index Business Day that is not also the Index Inception Day but that is a Index Rebalancing Day, in the event that there is a Potential Adjustment Event affecting the Underlying Stock or the Underlying ETF, if applicable, adjustments to the number of Underlying Stock Shares or Underlying ETF Shares, if applicable, computed as described above, will be made. For details on these adjustments, please refer to “Potential Adjustment Events”.

On each Index Business Day that is not also the Index Inception Day or a Index Rebalancing Day, the number of Underlying Stock Shares and Underlying ETF Shares, if applicable, will remain unchanged from the last Index Rebalancing Day, subject to any Potential Adjustment Events affecting the Underlying Stock or the Underlying ETF, if applicable. In the case of Potential Adjustment Events affecting the Underlying Stock or the Underlying ETF, if applicable, adjustments to the Underlying Stock Shares or Underlying ETF Shares, if applicable, will be made. For details on these adjustments, please refer to “Potential Adjustment Events”.

## Rebalancing: Impact of Disruptions

As described under “Calculation of the Underlying Stock Target Weights,” the Underlying Stock Target Weight attributed to each Underlying Stock and the Underlying ETF Target Weight attributable to the Underlying ETF, if applicable, will be determined on each Index Observation Day regardless of whether a Market Disruption Event (as defined under “Market Disruption Events” below) occurs.

If a Market Disruption Event affects an Underlying Stock or the Underlying ETF, if applicable, on a Index Rebalancing Day, the Calculation Agent shall then rebalance the Index for that Index Rebalancing Day and for every subsequent Index Rebalancing Day within the applicable Index Rebalancing Period as if (i) for each Underlying Stock or the Underlying ETF, if applicable, that had not been affected by such Market Disruption Event, the Index Rebalancing Day occurred on such day and (ii) for each Underlying Stock or the Underlying ETF, if applicable, that had been affected by such Market Disruption Event, the Index Rebalancing Day did not occur on such day (i.e., each Underlying Stock or the Underlying ETF, if applicable, that was affected by such Market Disruption Event is not further rebalanced during such Index Rebalancing Period).

Therefore, if an Underlying Stock or the Underlying ETF, if applicable, is affected by a Market Disruption Event on a Index Rebalancing Day, such Underlying Stock or the Underlying ETF, if applicable, will not be further rebalanced over the remaining Index Rebalancing Days in the applicable Index Rebalancing Period by effectively holding the Underlying Stock Shares or Underlying ETF Shares constant over the remaining days of the Index Rebalancing Period. This is given as:

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Where:

* Subscript refers to the given Index Rebalancing Day;
* Subscript refers to the Index Business Day immediately preceding Index Rebalancing Day ;
* Subscript refers to the Underlying Stock or the Underlying ETF, if applicable, affected by a Market Disruption Event during the applicable Index Rebalancing Period (on or prior to Index Rebalancing Day );
* is the Underlying Stock Shares or Underlying ETF Shares, if applicable, affected by a Market Disruption Event during the applicable Index Rebalancing Period (on or prior to Index Rebalancing Day ) after the close of calendar date ; and
* is the Underlying Stock Shares or the Underlying ETF Shares, if applicable, affected by a Market Disruption Event during the applicable Index Rebalancing Period (on or prior to Index Rebalancing Day ) after the close of calendar date .

The weight of such Underlying Stock or Underlying ETF, if applicable, affected by a Market Disruption Event during the applicable Index Rebalancing Period will then on each subsequent Index Rebalancing Day, be calculated as:

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Where:

* Subscript refers to the given Index Rebalancing Day;
* Subscript refers to the Index Business Day immediately prior to Index Rebalancing Day ;
* Subscript refers to the Underlying Stock or the Underlying ETF, if applicable;
* Subscript refers to the Underlying Stock or the Underlying ETF, if applicable, affected by a Market Disruption Event during the applicable Index Rebalancing Period (on or prior to Index Rebalancing Day );
* is the Underlying Stock Shares or Underlying ETF Shares, if applicable, affected by a Market Disruption Event during the applicable Index Rebalancing Period (on or prior to Index Rebalancing Day ) after the close of calendar date ;
* is the last available traded price of Underlying Stock or the Underlying ETF, if applicable, affected by a Market Disruption Event during the applicable Index Rebalancing Period (on or prior to Index Rebalancing Day ) after the close of calendar date ;
* refers to the Underlying Stock Shares or the Underlying ETF Shares, if applicable as of the date ; and
* refers to the closing price, or the last available traded price if the closing price is not available, of Underlying Stock or the Underlying ETF, if applicable, as of the date as of calendar date .

If not all Underlying Stocks are affected by a Market Disruption Event, then the weight for each Underlying Stock and the Underlying ETF, if applicable, not affected by a Market Disruption Event will then be proportionally adjusted on each subsequent Index Rebalancing Day, and the weight will be calculated as:

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Where:

* Subscript refers to the given Index Rebalancing Day;
* Subscript refers to the Underlying Stock or the Underlying ETF, if applicable, not affected by a Market Disruption Event during the applicable Index Rebalancing Period (on or prior to Index Rebalancing Day ;
* Subscript refers to the Underlying Stock or the Underlying ETF, if applicable, affected by a Market Disruption Event during the applicable Index Rebalancing Period (on or prior to Index Rebalancing Day );
* refers to the weight for each Underlying Stock or Underlying ETF, if applicable, on Index Rebalancing Day in the presence of a Market Disruption Event impacting a certain group of Underlying Stocks referred to by Subscript ;
* refers to the weight for each Underlying Stock or Underlying ETF, if applicable, on Index Rebalancing Day calculated as though no Market Disruption Event occurred or was continuing on any Index Rebalancing Day in the applicable Index Rebalancing Period;
* refers to the weight for each Underlying Stock or Underlying ETF, if applicable, on Index Rebalancing Day calculated as though no Market Disruption Event occurred or was continuing on any Index Rebalancing Day in the applicable Index Rebalancing Period; and
* refers to the weight for each Underlying Stock or Underlying ETF, if applicable, affected by a Market Disruption Event during the relevant Index Rebalancing Period, on Index Rebalancing Day .

The Underlying Stock Shares or the Underlying ETF Shares each Underlying Stock or Underlying ETF, if applicable, not affected by a Market Disruption Event will then, on each subsequent Index Rebalancing Day, be calculated as:

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Where:

* Subscript refers to the given Index Rebalancing Day;
* Subscript refers to the Index Business Day immediately prior to Index Rebalancing Day ;
* Subscript refers to the Underlying Stock or the Underlying ETF, if applicable, not affected by a Market Disruption Event during the applicable Index Rebalancing Period (on or prior to Index Rebalancing Day );
* Subscript refers to the Underlying Stock or the Underlying ETF, if applicable;
* refers to the Underlying Stock Shares or the Underlying ETF Shares, if applicable, as of the date ;
* refers to the closing price of Underlying Stock or the closing price of the Underlying ETF, if applicable, as of the date ;
* refers to the closing price or the last available traded price if the closing price is not available of Underlying Stock or the closing price of the Underlying ETF, if applicable, as of the date ;
* refers to the weight for each Underlying Stock or Underlying ETF, if applicable, on Index Rebalancing Day in the presence of Market Disruption Events impacting a certain group of Underlying Stocks (the group of Underlying Stocks other than those referred to by Subscript ; and
* is the Underlying Stock Shares or Underlying ETF Shares, if applicable, not affected by a Market Disruption Event during the applicable Index Rebalancing Period (on or prior to Index Rebalancing Day ) after the close of calendar date .

*For example, on a Index Observation Day, a hypothetical Index with no minimum or maximum weight constraints and no Underlying ETF requirement consists of only four Underlying Stocks (Stock A, Stock B, Stock C and Stock D), all four of which were included in the Index on the Index Business Day prior to the Index Observation Day, at weights of 40%, 20%, 30% and 10%, respectively. For illustration purposes, the closing price for each stock is assumed to be the same at $10 per share at the end of each day. With the assumption of the constant closing price of $10, the Underlying Stock Shares on the Index Business Day prior to the Index Observation Day can be assumed to be 4, 2, 3, and 1 for Stock A, Stock B, Stock C, and Stock D, respectively. On the Index Observation Day, the Underlying Stock Target Weight of each Underlying Stock is determined to be equal to 20%, 50%, 10% and 20%, respectively.*

*If a Market Disruption Event affects Stock A on the second Index Rebalancing Day in the applicable Index Rebalancing Period, the second Index Rebalancing Day and all subsequent Index Rebalancing Days in the Index Rebalancing Period will be deemed to have not occurred with respect to Stock A. The Underlying Stock Shares for Stock A will be held constant at 3.6 which was the Underlying Stock Shares for Stock A at the end of the first Index Rebalancing Day (the last Index Business Day without a Market Disruption Event), as Stock A was rebalanced by 1/5 of the decrease on the first Index Rebalancing Day in the Index Rebalancing Period. Similarly, the Underlying Stock Shares for Stocks B, C, and D will be 2.6, 2.6 and 1.2, respectively at the end of the first Index Rebalancing Day.*

*The weight for Stock A, given the Market Disruption Event, will now be 36% for the second Index Rebalancing Day (compared to a weight of 32% for such day in the absence of the Market Disruption Event). The weight for Stock B, Stock C and Stock D will be calculated such that each retains a weight within the remaining weight of the Index not allocated to Stock A’s weight that is proportional to its Underlying Stock Target Weight relative to the other Underlying Stock Target Weights. The weight in the Index not allocated to Stock A’s weight is equal to 64%. The weight in the Index that was to be allocated to Stock A’s weight in the absence of the Market Disruption Event was 68% for such day. Therefore, the weight for Stock B on the second Index Rebalancing Day will be equal to 30.12% (the product of 32%/68% times 64%), versus the weight of 32% in the absence of the Market Disruption Event for Stock B on the second Index Rebalancing Day) and the weight for Stock C and Stock D will be equal to 20.71% and 13.18%, respectively (versus the weights of 22% and 14%, respectively, on the second Index Rebalancing Day in the absence of the Market Disruption Event). Therefore, the Underlying Stock Shares for Stock A, Stock B, Stock C, and Stock D will be 3.6, 3.012, 2.071, and 1.318, respectively, for the second Index Rebalancing Day.*

*In contrast, if a Market Disruption Event does not affect Stock A during the Index Rebalancing Period but a Market Disruption Event affects Stock B on the third Index Rebalancing Day in the applicable Index Rebalancing Period, the third Index Rebalancing Day and all subsequent Index Rebalancing Days in the Index Rebalancing Period will be deemed to have not occurred with respect to Stock B. The Underlying Stock Shares for Stock B will be held at 3.2 shares for the remaining Index Rebalancing Days (as Stock B was rebalanced by a total of 2/5 of the increase over the first and second Index Rebalancing Days in the Index Rebalancing Period to a weight of 32%). Therefore, on the fifth and final day of the Index Rebalance Period, the weights for Stock A, Stock C and Stock D will be calculated such that each retains a weight within the remaining weight of the Index not allocated to Stock B’s weight that is proportional to its Underlying Stock Target Weight relative to the other Underlying Stock Target Weights. The weight in the Index not allocated to Stock B’s weight is equal to 68%. Therefore, the weight for Stock A on the final day of the rebalance will be equal to 27.2% (versus the Underlying Stock Target Weight of 20%), the weight for Stock C will be equal to 13.6% (versus the Underlying Stock Target Weight of 10%) and the weight for Stock D will be equal to 27.2% (versus the Underlying Stock Target Weight of 20%). Correspondingly, the Underlying Stock Shares for Stock A, Stock B, Stock C, and Stock D will be 2.72, 3.2, 1.36, and 2.72, respectively, at the end of the Index Rebalancing Period (in the absence of the Market Disruption Event, the Underlying Stock Shares would have been 2, 5, 1, and 2, respectively).*

# Calculation of the Index

The Index Value on the Index Inception Date is set to 100. On any Index Business Day following the Index Inception Date, the Index Value is calculated according to the following formula:

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Where:

* Subscript refers to the given Index Business Day ;
* Subscript refers to the Underlying Stock or the Underlying ETF, if applicable;
* means the Index Value as of the date ;
* is the Underlying Stock Shares or the Underlying ETF Shares, if applicable, on Index Business Day ; and
* is the closing price of Underlying Stock or the closing price of the Underlying ETF, if applicable, on Index Business Day .

# Historical Data

The “Launch Date” for the Index, which is the date the Calculation Agent began calculating the Index, is specified in the Annex. Therefore, information provided for the period from the Index Inception Date until the Launch Date, is hypothetical and is provided as an illustration of how the Index would have performed during the period had the Calculation Agent begun calculating the Index on the Index Inception Date using the Methodology. This data does not reflect actual performance, nor was a contemporaneous investment model run of the Index. Historical information for the period from and after the Launch Date is based on the actual performance of the Index.

Historical levels of the Index are calculated with reference to the Underlying Stock Values of the Underlying Stocks determined based on the latest available data published by the relevant exchanges.

# Market Disruption Events

A “Market Disruption Event” with respect to an Underlying Stock or the Underlying ETF will have occurred in any of the following situations (as determined by the Calculation Agent in its sole discretion):

1. The official closing price, level or other measure of any Underlying Stock or the Underlying ETF, if applicable, is unavailable on any relevant day on which such measure is scheduled to be published;
2. A relevant Exchange is not open for trading during its regular trading session, or closes prior to its scheduled closing time, on any relevant day or there is an Exchange Disruption;
3. Upon the occurrence or existence of a Trading Disruption for more than two hours of trading, or at any time during the one-hour period that ends at the scheduled closing time of the relevant Exchange, and which the Calculation Agent determines is material;
4. With respect to the Underlying ETF, the net asset value per share is not calculated or is not announced by the Underlying ETF or the sponsor of the Underlying ETF, and such event has a material impact on the Index;
5. With respect to the Underlying ETF, the Underlying ETF or the sponsor of the Underlying ETF suspends creations or redemptions of shares, and such event has a material impact on the Index;
6. Upon the occurrence or existence of an Index Dislocation; or
7. Upon the occurrence or existence of a Force Majeure Event.

A “**Trading Disruption**” means any suspension of or limitation imposed on trading by the relevant Exchange or Related Exchange, and whether by reason of movements in price exceeding limits permitted by the relevant Exchange or otherwise, relating to the Underlying Stock shares, the Underlying ETF shares, the index underlying the Underlying ETF or futures or options on the Underlying Stock shares, Underlying ETF shares or the index underlying the Underlying ETF.

An “**Exchange Disruption**” means any event that disrupts or impairs (as determined by the Calculation Agent in its sole discretion) the ability of market participants in general to effect transactions in, or obtain market values for, the shares of the Underlying Stock or Underlying ETF on the relevant Exchange or futures or options on the Underlying Stock shares, Underlying ETF shares or the index underlying the Underlying ETF, in each case on the relevant Related Exchange.

“**Exchange**” means the primary exchange on which shares of an Underlying Stock or the Underlying ETF are listed.

“**Related Exchange**” means, in respect of an Underlying Stock, the Underlying ETF or the index underlying the Underlying ETF, as the case may be, the primary exchange (or exchanges) or quotation system (or quotation systems) on which futures or options contracts relating to such Underlying Stock, the Underlying ETF or the index underlying the Underlying ETF, as the case may be, are traded, if any.

An “**Index Dislocation**” means the Calculation Agent determines that a market participant, as a result of a market-wide condition relating to the Index or any Underlying Stock or the Underlying ETF would (i) be unable, after using commercially reasonable efforts, to acquire, establish, re-establish, substitute, maintain, unwind, or dispose of all or a material portion of any hedge position relating to the Index, an Underlying Stock or the Underlying ETF, or (ii) incur a materially increased cost in doing so, including due to any capital requirements or other law or regulation.

A “**Force Majeure Event**” means the Calculation Agent determines that there has been the occurrence of a systems failure, natural or man-made disaster, act of God, armed conflict, act of terrorism, riot or labor disruption or any similar intervening circumstance that is beyond the reasonable control of the Index Sponsor, Calculation Agent or any of their respective affiliates that Calculation Agent determines is likely to have a material effect on an Index component, or on its ability to perform its role in respect of the Index.

On any Index Business Day on which a Market Disruption Event occurs or is continuing with respect to any non-zero weighted Underlying Stock or Underlying ETF, if applicable, included in the Index, the Calculation Agent shall postpone calculation of the Index Value to the next Index Business Day on which no Market Disruption Event occurs or is continuing with respect to any non-zero weighted Underlying Stock or Underlying ETF, if applicable, included in the Index and an indicative level for the Index will be published. Such level will be identified as a “disrupted indicative level”.

The Calculation Agent shall resume calculating the Index Value on the first Index Business Day on which no Market Disruption Event is occurring or continuing with respect to any Underlying Stock or the Underlying ETF, if applicable, by using (i) for the Underlying Stock Shares of each Underlying Stock or the Underlying ETF Shares of the Underlying ETF, if applicable, that had not been affected by such Market Disruption Event, the Underlying Stock Shares and Underlying ETF Shares, if applicable, that would have been used as if the Index Rebalancing Day(s), if applicable, occurred on each Index Business Day on which such Market Disruption Event occurred or was continuing and (ii) for the Underlying Stock Shares of each Underlying Stock or the Underlying ETF Shares of the Underlying ETF, if applicable, that had been affected by such Market Disruption Event, the Underlying Stock Shares and Underlying ETF Shares, if applicable, on the Index Business Day immediately preceding the first day of such Market Disruption Event.

On the sixth Index Business Day following the occurrence of a Market Disruption Event with respect to any Underlying Stocks or the Underlying ETF, if applicable, included in the Index, if such Market Disruption Event is continuing and such Underlying Stocks or the Underlying ETF, if applicable, have not been removed from the Index, the Index Committee may determine in its sole discretion to instruct the Calculation Agent to calculate the Index, using a price for such Underlying Stocks or the Underlying ETF, if applicable, as determined by the Index Committee in its sole discretion. In the event the Index Committee determines on such sixth Business Day, in its sole discretion, that no such instructions should be given to the Calculation Agent, the Index Committee may revisit such determination on any Index Business Day thereafter on which the Market Disruption Event is continuing.

Notwithstanding the foregoing, in the event of a Force Majeure Event in which all Underlying Stocks and the Underlying ETF, if applicable, are affected, the calculation and publication of the Index will be postponed until, in the determination of the Calculation Agent, such Force Majeure Event has been resolved.

# Potential Adjustment Events

In the event that an Underlying Stock or the Underlying ETF, if applicable, is affected by a “potential adjustment event”, the Calculation Agent may make adjustments to the number of shares of such Underlying Stock or the Underlying ETF, if applicable, reflected in the Index and/or the weighting of the Underlying Stock or the Underlying ETF, if applicable, if it determines that the event could have a diluting or concentrative effect on the theoretical value of the Underlying Stock shares or the Underlying ETF shares, if applicable, and would not otherwise be accounted for in the Index. Table 1 below describes the potential adjustment events for which the Calculation Agent may make adjustments. The effective date for all adjustments will be as of the ex-date for the potential adjustment event with the exception of Ad-hoc Situations as described below.

Ad-hoc Situations are defined as circumstances, when either the Calculation Agent receives information about the effectiveness of a transaction after the last trading day of an Underlying Stock or Underlying ETF, if applicable, or the Underlying Stock or Underlying ETF, if applicable, has been suspended from trading with immediate effect and will not resume to trade until its delisting and / or has been delisted from the relevant Exchange with immediate effect. In case of Ad-hoc Situations, the adjustment will be applied with a notice period of two Index Business Days, i.e. the effective date for the adjustment will be the third Index Business Day following the announcement.

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| Potential Adjustment Event | Adjustment | Adjustment Description |
| Cash Dividends | Yes | The Dividend is reinvested in the Underlying Stock or Underlying ETF |
| Special / Extraordinary Dividends | Yes | The Dividend is reinvested in the Underlying Stock or Underlying ETF |
| Stock Dividend | Yes | Where shareholders receive “B” new shares for every “A” share held, the number of shares is adjusted by multiplying the original number of shares by the quotient of (a) the sum of A and B divided by (b) A. |
| Stock Split | Yes | Where shareholders receive “B” new shares for every “A” share held, the number of shares is adjusted by multiplying the original number of shares by the quotient of B divided by A. |
| Stock Cash Acquisition | Yes | Where company X is acquired, proceeds equal to the original number of shares of company X multiplied by the latest available price determined by the Calculation Agent are reinvested proportionally across the index. If an Ad-hoc Situation applies, then a notional position in company X, where the valuation of the notional position is exactly equal to the proceeds, will be maintained in the Index during the two Index Business Day notice period prior to the effective date. |
| Stock Merger | Yes | If company Y, the acquirer, is currently in the index, and irrespective of whether or not an Ad-hoc Situation applies to the adjustment event, then where shareholders receive “B” new shares of company Y for every “A” share of company X held, the shares of company X are replaced by shares of company Y where the number of shares of company Y is obtained by multiplying the original number of shares of company X by the quotient of B divided by A. If the acquirer is not a current index constituent, then the share of the acquired company will be removed from the index and the proceeds will be reinvested proportionally across the index. If an Ad-hoc Situation applies and the acquirer company Z is not a current index constituent, and where shareholders receive “C” shares of company Z for every “A” share of company X held, then for the two Index Business Day notice period, the shares of company X will be replaced by shares of company Z obtained by multiplying the original number of shares of company X by the quotient of C divided by A. The shares of company Z will be removed from the index on the effective date and proceeds will be reinvested proportionally across the index. |
| Stock Spinoff | Yes | Where shareholders receive “B” new shares of spun-off company Y for every “A” share of parent company X held, a position in company Y is initiated where the number of shares of company Y is obtained by multiplying the original number of shares of company X by the quotient of B divided by A. If the effective date of the spinoff is a Index Rebalancing Day, the effective proceeds of the spinoff obtained by multiplying the original number of shares of company X by the quotient of B divided by A and that further multiplied by the latest available price of company Y determined by the Calculation Agent are reinvested in company X. |
| Stock Delisting | Yes | The proceeds received from the sale of the delisted securities are reinvested proportionally across the index. If an Ad-hoc Situation applies, then a notional cash position equal to the proceeds will be maintained in the Index during the two Index Business Day notice period prior to the effective date. |

For potential adjustment events not listed in the table above, the Calculation Agent may make adjustments if it determines that the event could have a diluting or concentrative effect on the theoretical value of the Underlying Stock shares or the Underlying ETF shares, if applicable, and would not otherwise be accounted for in the Index. Any such adjustments are publicly announced in advance wherever practicable.

# Revision to Index Values in the Event of Data Error

If the Calculation Agent determines that the price made available for an Underlying Stock or the Underlying ETF, if applicable, with a non-zero weighting in the Index (or the published level of the Notional Interest Rate) reflects a manifest error, the calculation of the Index shall be delayed until such time as a corrected price or level is made available. In the event a corrected price or level is not made available on a timely basis or in the event that the price made available for an Underlying Stock or the Underlying ETF, if applicable (or the published level of a Notional Interest Rate), is subsequently corrected and such correction is published, then the Calculation Agent may, if practicable and if the Calculation Agent determines, acting in good faith, that such error is material, adjust or correct the relevant calculation or determination, including the price of the Underlying Stock or the Underlying ETF, if applicable, as of any Index Business Day to take into account such adjustment or correction.

On any Index Business Day during which the price for an Underlying Stock or the Underlying ETF, if applicable, reflects such an error (and such error has not been corrected), the Underlying Stock Target Weights, the Underlying ETF Target Weight, if applicable, and the Index Weight will be calculated using the price made available by the relevant Exchange (notwithstanding any manifest error). If the Calculation Agent determines that any such error is material (as described above) and if the relevant Exchange subsequently corrects such price it has made available, the Index Value may be calculated using such corrected price, but the quantities of the Underlying Stocks and the Underlying ETF, if applicable, implied by the Underlying Stock Target Weights and the Underlying ETF Target Weight, if applicable, and the Index Weight (each prior to the error being corrected) will not be adjusted.

# Revision to Index Values in the Event of Non - Data Error

If there is a missed potential adjustment event (as described under “Potential Adjustment Events” above) (a “Missed Potential Adjustment Event”) or a deviation from the Index methodology as described in this document (a “Missed Index Methodology Event”), and a correction can be made within 2 days or fewer after such Missed Potential Adjustment Event or Missed Index Methodology Event, the Calculation Agent will recalculate the Index Value for the Index Business Day on which such error occurred and each following Index Business Day on which the Index Value was affected by such Missed Potential Adjustment Event or Missed Index Methodology Event, using the corrected potential adjustment event adjustment or index methodology. If such a correction occurs more than 2 days after such Missed Corporate Event or Missed Index Methodology Event, the Index will not be recalculated.

# Licensing Information

Motif Capital Management, Inc. is the sole licensing agent for the Index. Questions about licensing the Index can be directed to the individuals listed under “Contact Information” below.

# Contact Information

### Motif Capital Management

Simon Wicks - (888) 523-2408 - simon@motifcapital.com

### Calculation Agent Website

<http://www.solactive.com>

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# Annex

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| Item | Value |
| Index Inception Date | 06/20/2006 |
| Launch Date | 06/01/2016 |
| Index Bloomberg Ticker | MCAOI Index |
| Index Business Day | Means a day on which the New York Stock Exchange is open for its regular trading session |