

## THE INDEX

The Pacer Wealth Shield Index (USD) (the “**Index**”) was created by IDG (the “**Index Sponsor**”).

### *Summary*

The Pacer Wealth Shield Index utilizes a systematic risk management strategy that directs the Index’s exposure to either 100% equities, or a blend of equity and 3 month US treasury bills, or 100% 20 year treasury bonds, or 100% 3 month US treasury bills (3 month US T-bills). Equity exposures are selected from 10 S&P Sector Indices, the S&P Biotech Select Industry Index, and the Dow Jones Internet Composite Index.

### *Currency versions, calculation frequency, desired ticker, name and description*

#### 1. Price Return

- a. Index Name = Pacer Wealth Shield Price Index
- b. EOD or Real-time? Real-time
  - i. If real-time trading hours =
- c. Desired Ticker (8 character max) = PWSP
- d. Index Description (for BBG it can only be 300 characters including spaces) = The Pacer Wealth Shield Index utilizes a systematic risk management strategy that directs the Index’s exposure to either 100% equities, or a blend of equity and 3 month US treasury bills, or 100% 20 year treasury bonds, or 100% 3 month US treasury bills (3 month US T-bills). Equity exposures are selected from 10 S&P Sector Indices, the S&P Biotech Select Industry Index, and the Dow Jones Internet Composite Index.
- e. Currency = USD
- f. Hedged PR, if so hedged from what current into what currency (please note for hedged indices we need to know points i-iv specific for the hedged level too)? Not Hedged

#### 2. Total Return

- a. Index Name = Pacer Wealth Shield Total Return Index
- b. EOD or Real-time? EOD
  - i. If real-time trading hours =
- c. Desired Ticker (8 character max) = PWSTR
- d. Index Description (for BBG it can only be 300 characters including spaces) = The Pacer Wealth Shield Total Return Index utilizes a systematic risk management strategy that directs the Index’s exposure to either 100% equities, or a blend of equity and 3 month US treasury bills, or 100% 20 year treasury bonds, or 100% 3 month US treasury bills (3 month US T-bills). Equity exposures are selected from 10 S&P Sector Indices, the S&P Biotech Select Industry Index, and the Dow Jones Internet Composite Index.
- e. Currency = USD
- f. Hedged TR, if so hedged from what current into what currency (please note for hedged indices we need to know points i-iv specific for the hedged level too)? Not Hedged

#### 3. Net Total Return

- a. Index Name = Pacer Wealth Shield Net Tax Index
- b. EOD or Real-time? EOD
  - i. If real-time trading hours =

- c. Desired Ticker (8 character max) = PWSNT
- d. Index Description (for BBG it can only be 300 characters including spaces) = The Pacer Wealth Shield Net Tax Index utilizes a systematic risk management strategy that directs the Index's exposure to either 100% equities, or a blend of equity and 3 month US treasury bills, or 100% 20 year treasury bonds, or 100% 3 month US treasury bills (3 month US T-bills). Equity exposures are selected from 10 S&P Sector Indices, the S&P Biotech Select Industry Index, and the Dow Jones Internet Composite Index.
- e. Currency = USD
- f. Hedged NTR, if so hedged from what current into what currency (please note for hedged indices we need to know points i-iv specific for the hedged level too)? Not Hedged
- g. Withholding Tax (WHT) = Option 1
  - i. **Option 1:** Follow S&P DJI's Standard WHT rates. In S&P Dow Jones Indices' context, this refers to the tax that non-residents are subject to, when the country in which the company paying the dividends is incorporated is not where the shareholder resides. In most countries, domestic shareholders are not required to pay this tax. Tax treaties between countries may reduce the amount of withholding tax required.  
Visit <http://us.spindices.com/resource-center/index-policies/> to view the latest withholding tax rates by markets.
  - ii. **Option 2:** Client provided WHT rates. If client provided, please note the rates will not be changed unless we receive instruction to do so.

## ***Index Purpose***

1. Product or Benchmark? Product

## ***History***

1. Length of history to be calculated by SPDJI: 12.84 Years
2. Calculation Start Date: 12/31/2004
3. Base Value: 100

## ***Index Holiday Schedule***

1. Follows Exchange Holidays or Other? Exchange Holidays

## ***Index Rebalance***

### **Frequency**

The PWSP Index rebalances quarterly and monthly. The monthly rebalance depends on the Risk Indicator. Every month the index will run the Risk Indicator calculations to determine whether the index constituents will be RISK ON or RISK OFF (See RULE MAP pg. 6 - Step 1). While in RISK ON, the index will rebalance its Equity Indices List quarterly (Relative Strength Screen; Step 2 in RULE MAP) and rebalance its 3 month US T-bill exposure (Trend Screen; Step 3 in RULE MAP) every month. While in RISK OFF, the RISK OFF Exposure Screen (Step 4) will determine whether PWSP's exposure will be the 20 Year US Treasury Bond Total Return Index or 3 month US T-bills.

### **Risk Indicator (RISK ON/OFF)**

On the third to last business day of the month, the index will observe the ratio between the S&P 500 High Yield Corporate Bond Total Return Index (SP5HYBIT Index) and the S&P U.S. Treasury Bond 7-10 Year Total Return Index (SPBDU10T Index). If that ratio is above its 5 month exponential moving average (RISK ON), the index

exposure will be 100% equities or a blend of equity and 3 month US treasury bills. If that ratio is below its 5 month exponential moving average (RISK OFF), the index exposure will be 100% 20 year US Treasury bonds (SPBDUSLT Index) or 100% 3 month US T-bills (SPBDU3T Index).

## **RISK ON (RULE MAP – Step 1)**

If the ratio of the S&P U.S. High Yield Corporate Bond Index and the S&P U.S. Treasury Bond 7-10 Year Index is above its 5 month exponential moving average on the third to last business day of the month, the index will shift exposure to a selected list of equity indices (**Equity Indices List**) that are determined at the end of each calendar quarter:

- a. **Relative Strength Screen: Determining Equity Indices (RULE MAP – Step 2)**
  - i. The index's **Equity Indices List** is selected on the third to last business day of each calendar quarter. The five equity indices are selected from the **Potential Equity Indices List** (see below). The screen determines the 5 indices with the highest relative strength based on their 6 month price returns. S&P 500 Telecommunications Service Index is not included (S5TELS Index).
    - **Potential Equity Indices List**
      - a. S&P 500 Consumer Staples Index (S5CONS Index)
      - b. S&P 500 Information Technology Index (S5INFT Index)
      - c. S&P 500 Utilities Index (S5UTIL Index)
      - d. S&P 500 Energy Index (S5ENRS Index)
      - e. S&P 500 Consumer Discretionary Index (S5COND Index)
      - f. S&P 500 Health Care Index (S5HLTH Index)
      - g. S&P 500 Financials Index (S5FINL Index)
      - h. S&P 500 Real Estate Index (S5RLST Index)
      - i. S&P 500 Materials Index (S5MATR Index)
      - j. S&P 500 Industrials Index (S5INDU Index)
      - k. S&P Biotechnology Select Industry Index (SPSIBI Index)
      - l. Dow Jones Internet Composite Index (DJINET Index)
  - ii. The 5 selected indices chosen at the end of the calendar quarter are then equally-weighted (or allocated 20% of the index's weight) in the PWSP Index.
  - iii. If at the end of the calendar quarter the **Risk Indicator** remains or shifts to **RISK OFF**, the selected 5 equity indices (**Equity Indices List**) will be the equity exposures if the Risk Indicator shifts to **RISK ON** at a month end intra-quarter. The five selected equity indices will be equally weighted (or allocated 20% of the index's weight) as of the end of that month.
- b. **Trend Screen (RULE MAP – Step 3)**
  - i. The index's **Trend Screen** is run each calendar quarter end and also each month end.
  - ii. The **Trend Screen** determines if any of the 5 quarterly selected equity price return indices are below their respective 7 month exponential moving average. The selected equity price return indices that are below will have their current weight in the PWSP index substituted with 3 month US T-bills (**SPBDU3T Index**).
  - iii. The **Trend Screen** is done on the third to last business day of each quarter end and the third to last business day of each month when the **Risk Indicator** is **RISK ON**.
- c. **Rebalance Schedule**
  - i. End of the calendar quarter: (**RULE MAP - Step 1, Step 2, Step 3**)
    - On the third to last business day of the calendar quarter, the index will observe the **Risk Indicator (RULE MAP - Step 1)**.

- In the event that the ratio indicates a shift from **RISK OFF** to **RISK ON** or remains **RISK ON**, the **Relative Strength Screen** is performed to select the equity indices from the **Potential Equity Indices List (RULE MAP – Step 2)** and the **Trend Screen** is run on the selected equity indices to determine which equity indices are substituted with 3 month US T-bills (**RULE MAP – Step 3**).
  - The new index holdings will be effective as of the 1st business day of the next month.
- ii. Intra-quarter **RISK OFF** to **RISK ON: (RULE MAP – Step 1, Step 3)**
- On the third to last business day of the month, the index will observe the **Risk Indicator (RULE MAP - Step 1)**.
  - In the event that the ratio indicates a shift from **RISK OFF** to **RISK ON** the **Trend Screen** is run (**RULE MAP – Step 3**) on the pre-selected equity indices from the end of the previous calendar quarter (**Equity Indices List**) to determine the equity or cash/equity blend holdings.
  - The new index holdings will be effective as of the 1st business day of the next month.
- iii. Intra-quarter **RISK ON** remains: (**RULE MAP – Step 1, Step 3**)
- In the event that the index remains **RISK ON (RULE MAP - Step 1)**, the **Trend Screen** is run (**RULE MAP – Step 3**) on the pre-selected equity indices from the end of the previous calendar quarter to determine the equity or cash/equity blend holdings for the following month
  - The new index holdings will be effective as of the 1st business day of the next month.

#### **RISK OFF (RULE MAP – Step 1)**

If the ratio of the S&P U.S. High Yield Corporate Bond Index and the S&P U.S. Treasury Bond 7-10 Year Index is below its 5 month exponential moving average on the third to last business day of the month, the exposure will be either 20 Year US Treasury bonds or 3 month US T-bills.

##### **a. RISK OFF Exposure Screen (RULE MAP – Step 4)**

- i. If the 20 Year US Treasury bond Total Return Index (SPBDUSLT Index) is above its 7 month exponential moving average on the third to last business day of the month, the index's holdings will be composed of the 20 Year US Treasury Bond Total Return Index.
- ii. If the 20 Year US Treasury bond Total Return Index (SPBDUSLT) is below its 7 month exponential moving average on the third to last business day of the month, the index's holdings will be composed of the 3 month T-bill index (**SPBDU3T Index**).

These new Index Holdings will be effective as of the 1st business day of the next month.



<u>2</u>		<u>3</u>	Final Exposure	Weight
Top 5 of S&P sectors + biotechnology subsector + Dow Jones Internet sector (based on Price Return)	Consumer Staples Index	<i>Above its 7 month EMA</i>	<i>Consumer Staples Index</i>	<i>20%</i>
	Information Technology Index	<i>Above its 7 month EMA</i>	<i>Information Technology Index</i>	<i>20%</i>
	Utilities Index	<i>Above its 7 month EMA</i>	<i>Utilities Index</i>	<i>20%</i>
	Energy Index	<i>Below its 7 month EMA</i>	<i>3M T-Bills</i>	<i>20%</i>
	Consumer Discretionary Index	<i>Below its 7 month EMA</i>	<i>3M T-Bills</i>	<i>20%</i>

## RISK OFF

If a RISK OFF scenario is determined, the index's composition will be either 100% 20 Year US Treasury Bond Total Return Index (SPBDUSLT Index) or 100% 3 month US T-bill Index (SPBDU3T Index).

## Intra-rebalance weighting rules: Holdings float intra-rebalance

### *Detailed Calculation of Index Level*

#### Exponential Moving Average (EMA)

An exponential moving average (EMA) is a type of moving average that is similar to a simple moving average, except that more weight is given to the latest data. It is also known as the exponentially weighted moving average. This type of moving average reacts faster to recent price changes than a simple moving average.

#### 1. Calculating the Risk Indicator

##### a. Current Risk Indicator Ratio

- i. The ratio of the S&P 500 High Yield Corporate Bond Total Return Index (SP5HYBIT Index) and the S&P U.S. Treasury Bond 7-10 Year Total Return Index (SPBDU10T Index) is calculated on the third to last business day of the current month (Current Risk Indicator Ratio).

$$\text{ii. Current Risk Indicator Ratio} = \frac{\text{S\&P 500 High Yield Corporate Bond Total Return Index}}{\text{S\&P U.S. Treasury Bond 7-10 Year Total Return Index}}$$

##### b. 5 Month EMA Risk Indicator Ratio

- i. On the third to last business day of the month, the 5 Month EMA Risk Indicator Ratio is calculated via:

$$1. \text{ Current Risk Indicator Ratio} * (2 / (5+1)) + 5 \text{ Month EMA Risk Indicator Ratio from last Month} * (1 - (2 / (5+1)))$$

##### c. 5 Month EMA Risk Indicator from last Month

- i. The 5 Month EMA Risk Indicator Ratio from last Month is a rolling calculation ultimately derived from taking the SMA of the previous 5 month end values (third to last business day) of the Risk Indicator Ratio (5 data points in total) at the very beginning of the time series.
- ii. The initial 5 Month EMA Risk Indicator Ratio is calculated via:

$$1. \text{ Current Risk Indicator Ratio} * (2 / (5+1)) + \text{SMA of the previous 5 Month Risk Indicator Ratios} * (1 - (2 / (5+1)))$$

##### d. The Risk Indicator

- i. The Risk Indicator is indicated by comparing the Current Risk Indicator Ratio value with the 5 Month EMA Risk Indicator Ratio value. If the Current Risk Indicator Ratio value is above the 5 Month EMA Risk Indicator Ratio value, the Risk

Indicator indicate RISK ON. If the Current Risk Indicator Ratio value is below the 5 Month EMA Risk Indicator Ratio value, the Risk Indicator indicate RISK OFF.

## 2. Relative Strength Screen

- a. On the third to last business day, each sector's 6 month return is calculated via current price return index value compared to the value on the third to last business day 6 months ago.
- b. The top 5 sectors with the highest returns are selected
- c. Index names and tickers are:
  - i. S&P 500 Consumer Staples Index (S5CONS Index)
  - ii. S&P 500 Information Technology Index (S5INFT Index)
  - iii. S&P 500 Utilities Index (S5UTIL Index)
  - iv. S&P 500 Energy Index (S5ENRS Index)
  - v. S&P 500 Consumer Discretionary Index (S5COND Index)
  - vi. S&P 500 Health Care Index (S5HLTH Index)
  - vii. S&P 500 Financials Index (S5FINL Index)
  - viii. S&P 500 Real Estate Index (S5RLST Index)
  - ix. S&P 500 Materials Index (S5MATR Index)
  - x. S&P 500 Industrials Index (S5INDU Index)
  - xi. S&P Biotechnology Select Industry Index (SPSIBI Index)
  - xii. Dow Jones Internet Composite Index (DJINET Index)

## 3. Trend Screen

- a. The Trend Screen determines if any of the 5 quarterly selected equity price return indices are below their respective 7 month exponential moving average
- b. Within the Top 5 selected sectors, on the third to last business day of the month, the 7 month EMAs of each total return index are calculated via
  - i.  $\text{Current Index Value} * (2 / (7+1)) + \text{EMA from last Month} * (1 - (2 / (7 +1)))$
  - ii. See Part 1 section c **5 Month EMA Risk Indicator from last Month** for deriving **EMA from last Month**
- c. Compare current total return index value with the EMA to determine the Equity or T bill Exposure of each sector for next month.

## 4. RISK OFF Exposure Screen

- a. On the third to last business day of the month, the 7 month EMA of 20 year T Bond total return index (SPBDUSLT Index) is calculated via
  - i.  $\text{Current Index Value} * (2 / (7+1)) + \text{EMA from last Month} * (1 - (2 / (7 +1)))$
  - ii. Part 1 section c **5 Month EMA Risk Indicator from last Month** for deriving **EMA from last Month**
- b. Compare current total return index value with the EMA to determine the T Bond or T Bill Exposure for next month

## Index Calculation Agent

S&P Dow Jones Indices or another party designated by the Index Sponsor (as defined below), will act as the calculation agent for the Index (the “**Index calculation agent**”) and will be responsible for calculating the level of the Index using the Index Methodology published by the Index Sponsor. The Index Sponsor will be the final authority on the Index and the interpretation of the Index Methodology.

The Index calculation agent will calculate the Index Level for each Index business day. The Index Level will be displayed on Bloomberg page “X” (or on any successor page) on each Index business day. Intraday Index levels will be published by the Index calculation agent under ticker symbol “PWSP” The Index Level will not be published on any day on which the Index Level is not calculated, whether because such day is a disrupted day (as defined under “—Index Disruption Events” below) or otherwise. All numerical values for the Index will be rounded to fifteen decimal places.

In the event that the Index calculation agent or the Index Sponsor determines that a material error has occurred in the calculation of the Index, the Index calculation agent, having consulted, or having been consulted by, the Index Sponsor, will endeavor to correct such error on a date agreed to by the Index Sponsor. If a material error is corrected, the Index Sponsor will apply the correction from the relevant date forward.

IDG owns all intellectual property rights to the Index and this description of the Index. This description of the Index has been supplied by IDG. Any use of any intellectual property rights must be with the consent of IDG.

## Index Disruption Events

If, in the opinion of the Index Sponsor, any Index business day is a disrupted day (as defined below), the Index Level will not be published on such Index business day and will instead be calculated and published by the Index calculation agent on the next succeeding Index business day that is not a disrupted day, as determined by the Index Sponsor in good faith and subject to the index disruption fallbacks described under “—Index Disruption Fallbacks” below.

A “**disrupted day**” means any Index business day on which:

- any Exchange fails to open for trading during its regular trading session;
- an index disruption event (as defined below) occurs; or
- an Index adjustment event (as defined under “—Index Adjustment Events” below) occurs.

An “**index disruption event**” means the occurrence or existence of any of the following events if, as determined by the Index Sponsor, it has a material impact on the Index:

- it becomes impossible, on a certain Index business day, to obtain a closing level or any other price level for any component of, or instrument that is referenced by, the Index (a “**price disruption**”);
- any suspension of, or limitation imposed on, trading by any Exchange or otherwise, and whether by reason of price movements exceeding limits permitted by such Exchange or otherwise (a “**trading disruption**”);
- any event (other than an early closure, as defined below) during the one hour period that ends at the regularly scheduled close of trading for the securities comprising the Benchmark Index that disrupts or impairs (as determined by the Index calculation agent and/or Index Sponsor) the ability of market participants to effect transactions in, or obtain market values for, any component of or instrument that is referenced by the Index (an “**exchange disruption**”); or
- on any Index business day and in respect of any instrument or component referenced by the Index, the closure of any Exchange prior to its scheduled closing time, unless such earlier closing is announced by such Exchange at least one hour prior to the earlier of (a) the actual closing time for the regular trading session on such Exchange on such Index business day, and (b) the submission deadline for orders to be entered into the Exchange’s dealing system for execution on such Index business day (an “**early closure**”).



## **Index Adjustment Events**

The Index Methodology may be adjusted, amended, deleted or otherwise altered by the Index Sponsor at any time, acting in good faith and with the consent of the Index calculation agent, if the Index is no longer calculable in accordance with the Index Methodology (any event or condition giving rise to the right to so adjust, amend, delete or alter the Index, an “**Index adjustment event**”). Such adjustments may include, but are not limited to, adjustments required for clarification or for minor or technical reasons (including, without limitation, to correct any manifest or proven error or to cure, correct or supplement any ambiguity or defective provision contained in the Index Methodology).

## **Index Disruption Fallbacks**

If (a) five consecutive Index business days are disrupted days, or (b) the Index Sponsor determines that (i) there is a discontinuation in the publication of prices for any component of or instrument referenced by the Index, (ii) the use of any component of or instrument referenced by the Index has become prohibited, (iii) the sponsor of any component of or instrument referenced by the Index has changed the specifications of such instrument or component, (iv) any component of or instrument referenced by the Index is modified or changed in any other way (except for a previously announced modification), or (v) any component of or instrument referenced by the Index has been or is likely to become terminated, then the Index Sponsor will, in consultation with the Index calculation agent, have the right to:

- accept the closing level of any component of or instrument referenced by the Index published on any alternative price source;
- if no alternative price source is available, select a substantially similar component for the Index or instrument to which the Index can be linked;
- if no alternative price source or similar instrument or component is available, adjust, amend or otherwise alter this description of the Index; and
- if none of the foregoing will achieve the objective of the Index as set forth above, permanently cease to calculate and/or disseminate levels for the Index.

## **Termination of the Index**

The Index Sponsor may, at any time and without notice, terminate publication of the Index and proceed to ask the Index calculation agent to cease the calculation and dissemination of the Index.

## **Change in Index Methodology**

No assurance can be given that fiscal, market, regulatory, juridical, financial or other circumstances (including, without limitation, any changes to, or any suspension or termination of any components for which values must be determined in relation to the Index) will not arise that would, in the determination of the Index Sponsor, necessitate or make desirable a modification of, or change to, the Index Methodology.

Any change to, or modification of, the Index Methodology may be outside the technology employed by the Index calculation agent, and thus the Index calculation agent may not be able to calculate the Index following such change or modification. In such event the Index Sponsor may, in its sole and absolute discretion, appoint a successor Index calculation agent.

## **Disclaimer**

Although the Index Sponsor obtains price and return data from sources that it considers reliable, for example for the Benchmark Index, the Index Sponsor will not independently verify such data, and neither does it guarantee the accuracy and/or completeness of any data included in this description of the Index, nor the accuracy of any Index Levels.

The Index Sponsor is under no obligation to advise any person or entity of any error in the Index (but may do so in its sole and absolute discretion). References to the Benchmark Index are included only to describe the components upon which the Index is based. The Index is not in any way sponsored, endorsed or promoted by S&P Dow Jones Indices or any Exchange.

IDG owns all intellectual property rights to the Index and this description of the Index. This description of the Index has been supplied by IDG. Any use of any intellectual property rights must be with the consent of IDG.

## **Background on the Index Components**

### *Benchmark Index*

We have derived all information contained in this index methodology regarding Pacer Wealth Shield Total Return Index and the S&P 500 Total Return Index (the “**Benchmark Index**”), including, without limitation, their make-up, method of calculation and changes in their components, from publicly available information. Such information reflects the policies of, and is subject to change by, S&P Dow Jones Indices.

The Benchmark Index is widely distributed under the ticker symbol **SPXT**.

## **Corporate Actions and Events**

A Corporate ‘Action’ is an action on shareholders with a prescribed ex-date. The share price will be subject to an adjustment on the ex-date. The index will be adjusted in line with the ex-date.

A Corporate ‘Event’ is a reaction to company news (event) that may impact the index depending on the index rules. For example, a company announces a strategic shareholder is offering to sell their shares (secondary share offer) – this could result in a free float weighting change in the index.

For corporate actions, PWSP is an index of indices so there will not be any corporate action treatments.

## License Agreement

S&P Dow Jones Indices has entered into a non-transferable, non-exclusive license agreement granting IDG and certain of its affiliated or subsidiary companies, in exchange for a fee, the right to use the S&P Small Cap 600, which is owned and published by S&P Dow Jones Indices, in connection with certain securities, including the ETFs.

The license agreement between S&P Dow Jones Indices and IDG provides that the following language must be set forth in all written materials including but not limited to; marketing material, prospectus, website, etc.

The ETFs are not sponsored, endorsed, sold or promoted by S&P Dow Jones Indices, or any of their respective affiliates”) or their third party licensors. Neither S&P Dow Jones Indices nor their third party licensors make any representation or warranty, express or implied, to the owners of the ETFs or any member of the public regarding the advisability of investing in securities generally or in the ETFs particularly or the ability of the S&P Small Cap 600 Index to track general stock market performance. S&P Dow Jones Indices and their third party licensor’s only relationship to IDG is the licensing of certain trademarks, service marks and trade names of S&P Dow Jones Indices and/or their third party licensors and for the providing of calculation and maintenance services related to the Index. Neither S&P Dow Jones Indices nor their third party licensors are responsible for and have not participated in the determination of the prices and amount of the ETFs or the timing of the issuance or sale of the ETFs or in the determination or calculation of the equation by which the ETFs are to be converted into cash. S&P Dow Jones Indices has no obligation or liability in connection with the administration, marketing or trading of the ETFs. S&P Dow Jones Indices and its subsidiaries are not investment advisors. Inclusion of a security or futures contract within an index is not a recommendation by S&P Dow Jones Indices or its subsidiaries to buy, sell, or hold such security or futures contract, nor is it considered to be investment advice.

**NEITHER S&P DOW JONES INDICES NOR THEIR THIRD PARTY LICENSORS GUARANTEE THE ADEQUACY, ACCURACY, TIMELINESS OR COMPLETENESS OF THE S&P SMALL CAP 600 INDEX OR ANY DATA INCLUDED THEREIN OR ANY COMMUNICATIONS, INCLUDING BUT NOT LIMITED TO, ORAL OR WRITTEN COMMUNICATIONS (INCLUDING ELECTRONIC COMMUNICATIONS) WITH RESPECT THERETO. S&P DOW JONES INDICES AND THEIR THIRD PARTY LICENSORS SHALL NOT BE SUBJECT TO ANY DAMAGES OR LIABILITY FOR ANY ERRORS, OMISSIONS OR DELAYS THEREIN. S&P DOW JONES INDICES ENTITIES MAKE NO EXPRESS OR IMPLIED WARRANTIES, AND EXPRESSLY DISCLAIM ALL WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE WITH RESPECT TO THEIR MARKS, THE S&P SMALL CAP 600 INDEX OR ANY DATA INCLUDED THEREIN. WITHOUT LIMITING ANY OF THE FOREGOING, IN NO EVENT WHATSOEVER SHALL S&P DOW JONES INDICES ENTITIES OR THEIR THIRD PARTY LICENSORS BE LIABLE FOR ANY INDIRECT, SPECIAL, INCIDENTAL, PUNITIVE OR CONSEQUENTIAL DAMAGES, INCLUDING BUT NOT LIMITED TO, LOSS OF PROFITS, TRADING LOSSES, LOST TIME OR GOODWILL, EVEN IF THEY HAVE BEEN ADVISED OF THE POSSIBILITY OF SUCH DAMAGES, WHETHER IN CONTRACT, TORT, STRICT LIABILITY OR OTHERWISE.**

DRAFT

AS OF 8/9/17