

# DRIVEWEALTH ETF TRUST

# **Prospectus**

April 24, 2023 DRIVEWEALTH ICE 100 INDEX ETF — (CETF)

Fund shares are not individually redeemable. Fund shares are listed on NYSE Arca, Inc. (the "Exchange" or "NYSE Arca").

These securities have not been approved or disapproved by the U.S. Securities and Exchange Commission ("SEC") or the U.S. Commodity Futures Trading Commission ("CFTC"), nor have the SEC or CFTC passed upon the adequacy of this Prospectus. Any representation to the contrary is a criminal offense.

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# **DriveWealth ICE 100 Index ETF Summary**

# Risk/Return Summary: Investment Objective

DriveWealth ICE 100 Index ETF (the "Fund") seeks to provide investment results that, before fees and expenses, track the performance of the ICE DriveWealth 100 Index (the "Index").

# Risk/Return Summary: Fees and Expenses of the Fund

The following table describes the fees and expenses you may pay if you buy, hold and sell shares of the Fund. You may pay other fees, such as brokerage commissions and other fees to financial intermediaries, which are not reflected in the tables and examples below.

Shareholder Fees (fees paid directly from your investment)	None
Annual Fund Operating Expenses (expenses that you pay each year as a percentage of the value of	
your investment)	
Management Fees <sup>(1)</sup>	0.50%
Distribution and/or Service (12b-1) Fees	0.00%
Acquired Fund Fees and Expenses <sup>(2)</sup>	0.35%
Other Expenses <sup>(2)</sup>	0.00%
Total Annual Fund Operating Expenses	0.85%

<sup>(1)</sup> DriveAdvisory, LLC, the Fund's investment adviser ("DriveAdvisory" or the "Adviser"), will pay all expenses of the Fund, except for the fee payments to the Adviser under the Investment Advisory Agreement (also known as a "unitary advisory fee"), acquired fund fees and expenses, brokerage commissions, trading fees, taxes and non-routine or extraordinary expenses.

### **Example**

This Example is intended to help you compare the cost of investing in the Fund with the cost of investing in other funds. The Example assumes that you invest \$10,000 in the Fund for the time periods indicated. The Example also assumes that your investment has a 5% return each year and that the Fund's operating expenses remain the same. Although your actual costs may be higher or lower, based on these assumptions, whether you do or do not sell your shares, your costs would be:

1 Year	3 Years
\$87	\$270

### Portfolio Turnover

The Fund pays transaction costs, such as commissions, when it buys and sells securities (or "turns over" its portfolio). A higher portfolio turnover rate may indicate higher transaction costs and may result in higher taxes when Fund shares are held in a taxable account. These costs, which are not reflected in the Annual Fund Operating Expenses or in the Example, affect the Fund's performance. Because the Fund has not commenced investment operations prior to the date of this Prospectus, it does not have portfolio turnover information for the prior fiscal year to report.

# Risk/Return Summary: Investments, Risks and Performance

### **Principal Investment Strategies**

The Fund seeks to provide investment results that, before fees and expenses, track the performance of the Index. The Index is a rules-based, equal-weighted index that tracks the performance of the top 100 U.S.-listed ETFs. For this purpose, the term "ETFs" means exchange-traded investment vehicles, including exchange-traded funds that are registered as investment companies under the Investment Company Act of 1940, as amended (the "1940 Act") and exchange-traded vehicles that are not subject to the registration requirements of the 1940 Act, such as grantor trusts. The Index selects the 100 top ETFs based on a proprietary methodology that ranks eligible ETFs according to size, liquidity and risk-adjusted returns. The Fund uses a replication indexing strategy, which means that the Fund will invest in all or substantially all of the ETFs in the Index such that, after each quarterly rebalancing, 1% of the

<sup>(2)</sup> Based on estimated amounts for the current fiscal year.

Fund's assets will be invested in each of the 100 ETFs represented by the Index. In certain circumstances, when it is not possible or practicable to purchase or hold an ETF included in the Index to the same extent as represented by the Index due to potentially adverse tax consequences of that ETF or due to other Fund policies or restrictions, the Fund may adjust the Fund's holdings such that the Fund's weights may deviate from the weights of the Index to the extent necessary to avoid such adverse tax consequences or otherwise comply with Fund policies or restrictions. The ETFs in which the Fund invests are referred to herein as the "Underlying ETFs."

In order to be eligible for inclusion in the Index, an ETF must satisfy a number of conditions, including, among others, that the ETF: (i) must be listed on NYSE Arca, the New York Stock Exchange ("NYSE"), Nasdaq or Cboe BZX Exchange, Inc. ("Cboe BZX"); (ii) may not be (a) an exchange-traded note, (b) an inverse or leveraged ETF, (c) an ETF-of-ETFs, or (d) a single-stock ETF; and (iii) may not itself track the Index. In addition, the ETF must have at least \$100 million in assets under management as of a certain date, and have at least a \$3 million trailing average daily traded value over a certain three-month period. ETFs that are eligible for inclusion in the Index are ranked by their risk-adjusted total returns over the most recent three-month period. Although the Index has only 100 constituent ETFs, the Index ranks 200 ETFs so that, in the event that an ETF is no longer eligible for inclusion due to a corporate action or otherwise, that ineligible ETF can be replaced by the next highest ranked eligible ETF without the need to republish the Index. The Index is provided by ICE Data Indices, LLC (the "Index Provider"), which is not affiliated with either the Fund or its investment adviser.

The Fund has adopted a policy to invest, under normal circumstances, at least 80% of its net assets, plus the amount of any borrowings for investment purposes, in the ETFs that comprise the Index. This investment policy is non-fundamental and may be changed with 60 days prior written notice to Fund shareholders. In addition, the Fund has a policy to not concentrate its investments in securities of issuers in any one industry, as the term "concentrate" is used in the 1940 Act, except to the extent the Index concentrates in an industry or a group of industries. The Index is not currently concentrated in an industry or group of industries.

# **Principal Risks**

A shareholder of the Fund is subject to the risk that his or her investment could lose money. The Fund may not achieve its investment objective and an investment in the Fund is not by itself a complete or balanced investment program. An investment in the Fund is not a deposit with a bank and is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. An investment in the Fund involves the risk of total loss. In addition to these risks, the Fund is subject to a number of additional principal risks that may affect the value of its shares.

<u>Equity Securities Risk.</u> The Fund will hold the equity securities issued by the Underlying ETFs. Equity securities, such as common stock, are subject to changes in value, and their values may be more volatile than those of other asset classes.

ETF Risk. Like other ETFs, the Fund is subject to the following risks:

- Authorized Participants Concentration Risk. The Fund has a limited number of financial institutions that may act as authorized participants (i.e., large institutions that have entered into agreements with the distributor of the Fund's shares and are authorized to transact in Creation Units (described below) with the Fund) ("Authorized Participants"). To the extent they exit the business or are otherwise unable to proceed in creation and redemption transactions with the Fund and no other Authorized Participant is able to step forward to create or redeem, shares of the Fund may be more likely to trade at a premium or discount to net asset value ("NAV") and possibly face trading halts or delisting. This, in turn, could lead to wider spreads between the bid price (i.e., the highest price a buyer is willing to pay to purchase shares) and the ask price (i.e., the lowest price a seller is willing to accept for shares) of the Fund.
- Premium/Discount Risk. There may be times when the market price of the Fund's shares is more than the NAV intra-day (at a premium to NAV) or less than the NAV intra-day (at a discount to NAV). As a result, shareholders of the Fund may pay more than NAV when purchasing shares and receive less than NAV when selling Fund shares. This risk is heightened in times of market volatility or periods of steep market declines. In such market conditions, bid-ask spreads (as defined below) may widen and market or stop loss orders to sell Fund shares may be executed at prices well below NAV.

• Secondary Market Trading Risk. Investors buying or selling shares in the secondary market will normally pay brokerage commissions, which are often a fixed amount and may be a significant proportional cost for investors buying or selling relatively small amounts of shares. Secondary market trading is subject to bid-ask spreads and trading in Fund shares may be halted by the Exchange because of market conditions or other reasons. If a trading halt occurs, a shareholder may temporarily be unable to purchase or sell shares of the Fund. In addition, although the Fund's shares are listed on the Exchange, there can be no assurance that an active trading market for shares will develop or be maintained or that the Fund's shares will continue to be listed.

The Underlying ETFs will also be subject to the foregoing risks.

Investments in Other Investment Companies and ETFs Risk. Because the Fund invests all or substantially all of its assets in the Underlying ETFs, the Fund's investment performance is directly related to the performance of those Underlying ETFs, the majority of which are registered investment companies. The Fund's NAV will change with changes in the value of the Underlying ETFs. In addition, Fund investors will incur a proportionate share of the expenses of the Underlying ETFs (including any operating costs and investment management fees) in addition to the fees and expenses regularly borne the Fund. The Fund will be affected by the investment policies, and practices, performance and risks of the Underlying ETFs in direct proportion to the amount of assets the Fund invests in such Underlying ETFs. Because the Fund seeks to track the Index, the components of which may change on a quarterly basis, the extent to which the Fund is indirectly affected by, or exposed to, an Underlying ETF's performance or risks will vary based on the Index. In addition, to the extent that a significant portion of the Underlying ETFs represent similar asset classes or have similar risks, the Fund will have greater exposure to such asset classes and risks.

<u>Unregistered Investment Vehicles Risk.</u> The Fund may invest in Underlying ETFs that are not registered as investment companies under the 1940 Act. The Fund's investments in such vehicles will not have the regulatory protections afforded by the 1940 Act, such as those that limit the use of leverage and impose requirements on the custody of assets.

Market Risk. The Fund is subject to the risk that the securities markets will move down, sometimes rapidly and unpredictably, based on overall economic conditions and other factors, which may negatively affect Fund performance. Securities markets also may experience long periods of decline in value. Changes in the financial condition of a single issuer can impact a market as a whole. Geo-political risks, including terrorism, tensions or open conflict between nations, or political or economic dysfunction within some nations may lead to instability in world economies and markets, may lead to increased market volatility, and may have adverse long-term effects. Events such as natural disasters or pandemics, and governments' reactions to such events, could cause uncertainty in the markets and may adversely affect the performance of the global economy. In addition, markets and market participants are increasingly reliant on information data systems. Inaccurate data, software or other technology malfunctions, programming inaccuracies, unauthorized use or access, and similar circumstances may impair the performance of these systems and may have an adverse impact upon a single issuer, a group of issuers, or the market at large.

<u>Passive Investment Risk.</u> There is no guarantee that the Index will create the desired exposure, and the Fund is not actively managed. The Fund does not seek to "beat" the Index or take temporary defensive positions when markets decline. Therefore, the Fund may purchase or hold securities with current or projected underperformance.

Management Risk. Although the Fund intends to replicate the Index, under unusual circumstances, the Adviser or the sub-adviser to the Fund may determine that it would be in the best interest of the Fund to not fully replicate the Index and/or to hold securities not included in the Index or to hold securities included in the Index at a percentage that differs from the Index percentage. The Adviser's investment strategy, the implementation of which is subject to a number of constraints, may cause the Fund to underperform the market or its relevant benchmark or adversely affect the ability of the Fund to achieve its investment objective.

Tracking Error Risk. There is a risk that the performance of the Fund may diverge from performance of the Index as a result of tracking error. Tracking error may occur because of the differences between the securities held in the Fund's portfolio and those included in the Index, because of pricing differences, transaction and/or operating costs, the Fund's holding uninvested cash, differences in the timing of the accrual of dividends, changes to the Index or the costs of complying with various new or existing regulatory requirements. Additionally, tracking error may result because the Fund incurs fees and expenses, while the Index does not.

<u>Large Shareholder Risk.</u> A significant percentage of the Fund's shares may be owned or controlled by the Adviser and its affiliates, or one or more other large shareholders. Accordingly, the Fund is subject to the potential for large-scale inflows and outflows as a result of purchases and redemptions of its shares by such shareholders. These inflows and outflows could negatively affect the Fund's net asset value and performance.

<u>New Fund Risk.</u> A new or smaller fund is subject to the risk that its performance may not represent how the fund is expected to or may perform in the long term. In addition, new funds have limited operating histories for investors to evaluate and new and smaller funds may not attract sufficient assets to achieve investment and trading efficiencies.

<u>Tax Risk.</u> In order to qualify for the favorable tax treatment available to regulated investment companies, the Fund must satisfy certain income, asset diversification and distribution requirements each year. If the Fund were to fail the favorable tax treatment requirements, it would be taxed in the same manner as an ordinary corporation, which would adversely affect its performance.

# **Performance Information**

Once the Fund has completed a full calendar year of operations, a bar chart and table will be included in this Prospectus that will provide some indication of the risks of investing in the Fund by showing the variability of the Fund's return based on net assets and comparing the variability of the Fund's return to a broad measure of market performance. Once available, the Fund's current performance information will be available at <a href="https://www.drivewealth.com/advisory/dwi-us100">https://www.drivewealth.com/advisory/dwi-us100</a> or by calling (833) 222-8843. Past performance does not necessarily indicate how the Fund will perform in the future.

# **Management**

#### **Investment Adviser**

DriveAdvisory, LLC serves as the investment adviser to the Fund.

#### **Sub-Adviser**

Penserra Capital Management LLC ("Penserra or the "Sub-adviser") serves as the sub-adviser to the Fund.

# **Portfolio Managers**

Dustin Lewellyn, Ernesto Tong and Anand Desai (each a "Portfolio Manager") are jointly and primarily responsible for the day-to-day management of the Fund. Each of the Portfolio Managers has managed the Fund since its inception.

#### **Purchase and Sale of Fund Shares**

The Fund is an ETF. Individual Fund shares may only be purchased and sold on a national securities exchange through a broker-dealer and may not be purchased or redeemed directly with the Fund. Shares of the Fund are listed for trading on the Exchange. Shares may be purchased and redeemed from the Fund only in Creation Units of 25,000 shares, or multiples thereof. As a practical matter, only institutions and large investors, such as market makers or other large broker-dealers, purchase or redeem Creation Units. Most investors will buy and sell shares of the Fund on the Exchange. Individual shares can be bought and sold throughout the trading day like other publicly traded securities through a broker-dealer on the Exchange. These transactions do not involve the Fund. The price of an individual Fund share is based on market prices, which may be different from its NAV. As a result, the Fund's shares may trade at a price greater than the NAV (at a premium) or less than the NAV (at a discount). An investor may incur costs attributable to the difference between the bid and ask prices when buying or selling shares in the secondary market (the "bid-ask spread"). Most investors will incur customary brokerage commissions and charges when buying or selling shares of the Fund through a broker-dealer.

Recent information regarding the Fund, including its NAV, market price, premiums and discounts, and bid-ask spreads, are available on the Fund's website at https://www.drivewealth.com/advisory/dwi-us100.

# **Tax Information**

Fund distributions are generally taxable as ordinary income, qualified dividend income or capital gains (or a combination), unless your investment is in an IRA or other tax-advantaged retirement account, which may be taxable upon withdrawal.

### Payments to Broker-Dealers and Other Financial Intermediaries

If you purchase Fund shares through a broker-dealer or other financial intermediary (such as a bank), the Fund and its related companies may pay the intermediary for the sale of Fund shares and related services. These payments may create a conflict of interest by influencing the broker-dealer or other intermediary and your sales person to recommend the Fund over another investment. Ask your sales person or visit your financial intermediary's website for more information.

# Additional Information About the Fund and Underlying ETFs.

The Fund is designed to track the Index. An index is a financial calculation, based on a grouping of financial instruments, and is not an investment product, while the Fund is an actual investment portfolio. The performance of the Fund and the Index may vary for a number of reasons, including transaction costs, non-U.S. currency valuations, asset valuations, corporate actions (such as mergers and spin-offs), timing variances or from legal restrictions (such as diversification requirements) that apply to the Fund but not to the Index. From time to time, the Index Provider, may make changes to the methodology or other adjustments to the Index. Unless otherwise determined by DriveAdvisory, any such change or adjustment will be reflected in the calculation of the Index performance on a going-forward basis after the effective date of such change or adjustment. Therefore, the Index performance shown for periods prior to the effective date of any such change or adjustment will generally not be recalculated or restated to reflect such change or adjustment.

An investment in the Fund is not a bank deposit and it is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency, DriveAdvisory or any of its affiliates.

### Additional Information about the Fund's Investment Strategies

The Fund seeks to provide investment results that, before fees and expenses, track the performance of the Index. The Index is a rules-based, equal-weighted index that tracks the performance of the top 100 U.S.-listed ETFs. For this purpose, the term "ETFs" means exchange-traded investment vehicles, including exchange-traded funds that are registered as investment companies under the 1940 Act and exchange-traded vehicles that are not subject to the registration requirements of the 1940 Act. The Index selects the 100 top ETFs based on a proprietary methodology that ranks eligible ETFs according to size, liquidity and risk-adjusted returns. The Fund uses a replication indexing strategy, which means that the Fund will invest in all or substantially all of the ETFs in the Index such that, after each quarterly rebalancing, 1% of the Fund's assets will be invested in each of the 100 ETFs represented by the Index. In certain circumstances, when it is not possible or practicable to purchase or hold an ETF included in the Index to the same extent as represented by the Index due to potentially adverse tax consequences of that ETF or due to other Fund policies or restrictions, the Fund may adjust the Fund's holdings such that the Fund's weights may deviate from the weights of the Index to the extent necessary to avoid such adverse tax consequences or otherwise comply with Fund policies or restrictions. Under unusual circumstances, the Adviser or the Sub-adviser may determine that it would be in the best interest of the Fund to exclude from its portfolio an ETF that is a constituent of the Index.

In order to be eligible for inclusion in the Index, an ETF must satisfy a number of conditions, including, among others, that the ETF:

- must be listed on NYSE Arca, NYSE, Nasdaq or Cboe BZX;
- may not be (a) an exchange-traded note, (b) an inverse or leveraged ETF, (c) an ETF-of-ETFs, or (d) a single-stock ETF;
- may not itself track the Index;
- must have at least \$100 million in assets under management as of a certain date; and
- must have at least a \$3 million trailing average daily traded value over a certain three-month period.

ETFs that are eligible for inclusion in the Index are ranked by their risk-adjusted total returns over the most recent three-month period. An ETF will be selected for inclusion in the Index if, following the process described above, the ETF is (i) one of the 200 most highly ranked ETFs; and (ii) is currently a constituent of the Index. If fewer than 100 ETFs have been selected for inclusion in the Index, then the remaining highest ranked ETFs are added until there

are 100 ETF constituents in the Index. Although the Index has only 100 constituent ETFs, the Index ranks 200 ETFs so that, in the event that an ETF is no longer eligible for inclusion due to a corporate action or otherwise, that ineligible ETF can be replaced by the next highest ranked eligible ETF without the need to republish the Index.

The Index undergoes a full reconstitution and rebalancing of constituent holdings quarterly after the close of trading on the third Friday of March, June, September, and December. At the quarterly reconstitution, qualifying constituents are re-selected based on the criteria described above, then equal-weighted. The reference date for the input data used to determine security qualification is the first Friday of March, June, September, and December. For purposes certain eligibility requirements, including liquidity and risk-adjusted return, the Index will utilize a three-month look-back period, which is defined as three calendar months prior to the reference date.

The Fund has adopted a policy to invest, under normal circumstances, at least 80% of its net assets, plus the amount of any borrowings for investment purposes, in the ETFs that comprise the Index. This investment policy is non-fundamental and may be changed with 60 days prior written notice to Fund shareholders. The Fund may hold cash or use a cash sweep vehicle for any excess cash of the Fund. In addition, the Fund has a policy to not concentrate its investments in securities of issuers in any one industry, as the term "concentrate" is used in the 1940 Act, except to the extent the Index concentrates in an industry or a group of industries. This restriction does not apply to obligations issued or guaranteed by the U.S. government, its agencies or instrumentalities, or securities of other investment companies. The Index is not currently concentrated in an industry or group of industries.

The 1940 Act generally prohibits a fund from acquiring more than 3% of the outstanding voting shares of an investment company, such as an ETF, and limits such investments to no more than 5% of the fund's total assets in any single investment company and no more than 10% in any combination of two or more investment companies. The Fund currently expects to rely on Section 12(d)(1)(F) of the 1940 Act when purchasing shares of other investment companies that are not money market funds. Under Section 12(d)(1)(F), the Fund may generally acquire shares of another investment company, such as an ETF, unless, immediately after such acquisition, the Fund and its affiliated persons would exceed 3% of the investment company's total outstanding stock. To the extent this 3% limitation applies to an investment the Fund wishes to make, the Fund may be prevented from allocating its investments in the manner that the Adviser or Sub-adviser considers optimal. Also, under the 1940 Act, to the extent that the Fund relies upon Section 12(d)(1)(F) in purchasing securities issued by another investment company, the Fund must either seek instructions from its shareholders with regard to the voting of all proxies with respect to its investment in such securities and vote such proxies only in accordance with the instructions, or vote the shares held by it in the same proportion as the vote of all other holders of the securities. In the event that there is a vote of investment company shares held by the Fund in reliance on Section 12(d)(1)(F), the Fund intends to vote such shares in the same proportion as the vote of all other holders of such securities. This policy is subject to change.

# Additional Information about the Investment Risks of the Fund and the Underlying ETFs

The following section provides additional information regarding certain of the principal risks of investing in the Fund, as well as additional risk information about the Fund and the Underlying ETFs. For further information about investment risks, please see the Fund's Statement of Additional Information ("SAI").

### Principal Risks of Investing in the Fund

**Equity Securities Risk.** The Fund will invest in the equity securities issued by the Underlying ETFs. Equity securities, such as common stock, are subject to changes in value, and their values may be more volatile than those of other asset classes. The value of equity securities in the Fund's portfolio will rise and fall over time. These fluctuations could be a sustained trend or a drastic movement. Historically, the equity market has moved in cycles, and the value of the Fund's securities may fluctuate from day to day. The Fund's portfolio will reflect changes in prices of individual portfolio stocks or general changes in stock valuations.

**ETF Risk.** Like other ETFs, the Fund is subject to the following risks:

Authorized Participants Concentration Risk. The Fund has a limited number of financial institutions
that may act as Authorized Participants. To the extent they exit the business or are otherwise unable to
proceed in creation and redemption transactions with the Fund and no other Authorized Participant is
able to step forward to create or redeem, shares of the Fund may be more likely to trade at a premium or

discount to NAV and possibly face trading halts or delisting. Authorized Participant concentration risk may be heightened for ETFs, such as the Fund, that invest in securities issued by non-U.S. issuers or other securities or instruments that have lower trading volumes.

- Premium/Discount Risk. The NAV of the Fund's shares will generally fluctuate with changes in the market value of the Fund's securities holdings. The market prices of Fund shares will generally fluctuate in accordance with changes in the Fund's NAV and supply and demand of shares on the secondary market. It cannot be predicted whether Fund shares will trade below (at a discount), at or above (at a premium) their NAV. As a result, shareholders of the Fund may pay more than NAV when purchasing shares and receive less than NAV when selling Fund shares. This risk is heightened in times of market volatility or periods of steep market declines. In such market conditions, bid-ask spreads may widen and market or stop-loss orders to sell the Fund shares may be executed at market prices that are significantly below NAV. Price differences may be due, in part, to the fact that supply and demand forces at work in the secondary trading market for shares may be closely related to, but not identical to, the same forces influencing the prices of the securities held of the Fund trading individually. The market prices of Fund shares may deviate significantly from the NAV of the shares during periods of market volatility or if the Fund's holdings are or become more illiquid. Disruptions to creations and redemptions may result in trading prices that differ significantly from the Fund's NAV. In addition, market prices of Fund shares may deviate significantly from the NAV if the number of Fund shares outstanding is smaller or if there is less active trading in Fund shares, Investors purchasing and selling Fund shares in the secondary market may not experience investment results consistent with those experienced by those creating and redeeming directly with the Fund.
- Secondary Market Trading Risk. Investors buying or selling shares in the secondary market will normally pay brokerage commissions, which are often a fixed amount and may be a significant proportional cost for investors buying or selling relatively small amounts of shares. In addition, secondary market investors will incur the cost of the difference between the price that an investor is willing to pay for shares (the bid price) and the price at which an investor is willing to sell shares (the ask price). This difference in bid and ask prices is often referred to as the "spread" or "bid-ask spread." The bid-ask spread varies over time for shares based on trading volume and market liquidity, and is generally lower if the Fund's shares have more trading volume and market liquidity and higher if the Fund's shares have little trading volume and market liquidity. Increased market volatility may cause increased bid-ask spreads.

Although Fund shares are listed for trading on the Exchange, there can be no assurance that an active trading market for such shares will develop or be maintained or that the Fund's shares will continue to be listed. Trading in Fund shares may be halted due to market conditions or for reasons that, in the view of the Exchange, make trading in shares inadvisable. In addition, trading in shares is subject to trading halts caused by extraordinary market volatility pursuant to Exchange "circuit breaker" rules. There can be no assurance that the requirements of the Exchange necessary to maintain the listing of any Fund will continue to be met or will remain unchanged or that the shares will trade with any volume, or at all.

As ETFs, the Underlying ETFs will also be subject to ETF Risk.

# Investments in Other Investment Companies and ETFs Risk.

Because the Fund invests all or substantially all of its assets in the Underlying ETFs, the Fund's investment performance is directly related to the performance of those Underlying ETFs. The Fund's net asset value will change with changes in the value of the Underlying ETFs. In addition, Fund investors will incur a proportionate share of the expenses of the Underlying ETFs (including operating costs and investment management fees) in addition to the fees and expenses regularly borne the Fund. The Fund will be affected by the investment policies, and practices, performance and risks of the Underlying ETFs in direct proportion to the amount of assets the Fund invests in such Underlying ETFs. Because the Fund seeks to track the Index, the components of which may change on a quarterly basis, the extent to which the Fund is indirectly affected by, or exposed to, an Underlying ETF's performance or risks will vary based on the Index. In addition, to the extent that a significant portion of the ETFs included in the Index represent similar asset classes or have similar risks, the Fund will have greater exposure to such asset classes and risks.

As noted above, as a shareholder in the Underlying ETFs, the Fund will be indirectly exposed to the risks of investing in such Underlying ETFs. For example, Underlying ETFs that invest in equity securities will be subject to risks associated with such securities, and Underlying ETFs that invest in fixed income securities will be subject to, among other risks, credit risk and interest rate risk. Likewise, Underlying ETFs that invest in foreign securities, restricted securities and other assets, and/or that use derivatives or other instruments, will be exposed to risks associated with such assets and techniques. The Fund will be affected by such risks in direct proportion to the amount of assets the Fund has invested in the applicable Underlying ETFs.

For additional information about the risks of investing in the Underlying ETFs, please see the subsection of this prospectus entitled "Additional Information About the Fund and Underlying ETFs — Additional Risks — Risks of Investing in the Underlying ETFs", as well as the respective prospectuses and statements of additional information of the Underlying ETFs, which are required to be filed electronically with the SEC and may be obtained from its website (www.sec.gov) and, in many cases, are available from the respective websites associated with the Underlying ETFs.

**Unregistered Investment Vehicles Risk.** One or more Underlying ETFs may be exchange-traded investment vehicles that are not be registered as investment companies under the 1940 Act, such as grantor trusts. As a result, the Fund's investments in such Underlying ETFs will not have the regulatory protections afforded by the 1940 Act to investors in registered investment companies. Some protections afforded by the 1940 Act to investors in registered investment companies include limitations applicable to the use of leverage, requirements concerning the custody of assets, and a requirement for the investment company to use an independent registered public accounting firm and to prepare audited financial statements.

Market Risk. The Fund is subject to the risk that the securities markets will move down, sometimes rapidly and unpredictably, based on overall economic conditions and other factors, which may negatively affect Fund performance. Securities markets also may experience long periods of decline in value. The value of a security may decline due to factors that are specifically related to a particular company, as well as general market conditions, such as real or perceived adverse economic or political conditions, inflation rates and/or investor expectations concerning such rates, changes in interest rates, or adverse investor sentiment generally. During a general downturn in the securities markets, multiple asset classes may decline in value simultaneously. Changes in the financial condition of a single issuer can impact a market as a whole.

Geopolitical events, including terrorism, tensions, war or other open conflicts between nations, the imposition of sanctions, or political or economic dysfunction within some nations that are global economic powers or major producers of oil, may lead to instability in world economies and markets, may lead to increased market volatility, and may have adverse long-term effects. World markets, or those in a particular region, may all react in similar fashion to important economic, political or other developments. Events such as environmental and natural disasters or other catastrophes, public health crises (such as epidemics and pandemics), social unrest, and cybersecurity incidents, and governments' reactions to such events, could cause uncertainty in the markets and may adversely affect the performance of the global economy. Impacts from climate change may include significant risks to global financial assets and economic growth. The extent and duration of such events and resulting market disruptions cannot be predicted, but could be substantial and could magnify the impact of other risks to the Fund.

Markets and market participants are increasingly reliant on information data systems. Inaccurate data, software or other technology malfunctions, programming inaccuracies, unauthorized use or access, and similar circumstances may impair the performance of these systems and may have an adverse impact upon a single issuer, a group of issuers, or the market at large.

Passive Investment Risk. The Fund is not actively managed, does not seek to "beat" the Index, and does not take temporary positions when markets decline. Therefore, the Fund may not sell an investment due to current or projected underperformance of an investment, industry or sector. If a specific investment is removed from the Index, the Fund may be forced to sell such investment at an inopportune time or for a price other than the investment's current market value. It is expected that the value of Fund shares will decline, more or less, in correspondence with any decline in value of the Index. The Index may not contain the appropriate mix of investments for any particular economic cycle, and the timing of movements from one type of investment to another in seeking to track the Index could have a negative effect on the Fund. However, the Fund's investment objective and principal investment strategies impose limits on the Fund's ability to invest in investments not included in the Index. There is no guarantee that the Index will create the desired exposure.

Unlike an actively managed fund, the Fund does not use techniques or defensive strategies designed to lessen the effects of market volatility or to reduce the impact of periods of market decline. This means that, based on market and economic conditions, the Fund's performance could be lower than other types of registered investment companies that may actively shift their portfolio assets to take advantage of market opportunities or to lessen the impact of a market decline.

Management Risk. The Fund intends to replicate the Index. However, under unusual circumstances, the Adviser or the Sub-adviser may determine that it would be in the best interest of the Fund to not fully replicate the Index and/or to hold securities not included in the Index. The investment strategy, the implementation of which is subject to a number of constraints, may cause the Fund to underperform the market or its relevant benchmark or adversely affect the ability of the Fund to achieve its investment objective. In addition, although the Sub-adviser has previously served as the sub-adviser to ETFs, the Adviser has not previously served as an investment adviser to ETFs. As a result, there is no long-term track record against which an investor may judge the Adviser's management of an ETF, and it is possible the Adviser may not achieve the Fund's intended investment objective.

**Tracking Error Risk.** Tracking error refers to the risk that the Fund's performance may not match or correlate to that of the Index, either on a daily or aggregate basis. Tracking error may cause the Fund's performance to be less than expected. There are a number of factors that may contribute to the Fund's tracking error, such as Fund expenses and transaction and/or operational costs, imperfect correlation between the Fund's investments and those of the Index, asset valuation differences, tax considerations, the unavailability of investments in the Index from time to time, holding cash and cash equivalents, and other liquidity constraints. In addition, investments included in the Index may be suspended from trading. Moreover, the Fund may be delayed in purchasing or selling investments and other instruments included in the Index.

Large Shareholder Risk. A significant percentage of the Fund's shares may be owned or controlled by the Adviser and its affiliates, or one or more other large shareholders. Accordingly, the Fund is subject to the potential for large-scale inflows and outflows as a result of purchases and redemptions of its shares by such shareholders. These inflows and outflows may be frequent and could negatively affect the Fund's net asset value and performance, and could cause the Fund to purchase or sell securities at a time when it would not normally do so. It would be particularly disadvantageous for the Fund if it experiences outflows and needs to sell securities at a time of volatility in the markets, when values could be falling. These inflows and outflows also could negatively affect the Fund's ability to meet shareholder redemption requests or could limit the Fund's ability to pay redemption proceeds within the time period stated in its prospectus because of unusual market conditions, an unusually high volume of redemption requests, or other reasons.

**New Fund Risk.** The Fund is new and does not yet have a significant number of shares outstanding. If the Fund does not grow in size, it will be at greater risk than larger funds of wider bid-ask spreads for its shares, trading at a greater premium or discount to NAV, liquidation and/or a trading halt. The Fund also is subject to the continued listing standards of the Exchange, with which the Fund must comply in order to continue being listed on the Exchange. Among other requirements, the continued listing standards require a minimum number of shareholders.

Tax Risk. In order to qualify for the favorable tax treatment generally available to regulated investment companies, the Fund must satisfy certain income and distribution requirements each year and certain asset diversification requirements at the end of each quarter of its taxable year. With respect to the income requirement, the Fund must derive in each taxable year at least 90% of its gross income from certain prescribed sources. With respect to the asset diversification requirement, the Fund generally may not acquire a security if, as a result of the acquisition, at the end of a quarter the Fund would not satisfy the following requirements: (a) that at least 50% of the value of its total assets be represented by (i) cash, cash items, Government Securities and securities of other regulated investment companies, and (ii) other securities limited in respect of any of the security to an amount not greater than 5% of the Fund's total assets and to not more than 10% of the voting securities of such issuer; and (b) not more than 25% of the total value of the Fund's assets can be invested in the securities (other than Government Securities or the securities of other regulated investment companies) of any one issuer, the securities of two or more issuers that the Fund controls and are engaged in the same or similar (or related) trades or businesses, or the securities of one or more qualified publically traded partnerships. If the Fund were to fail to qualify as a regulated investment company, whether as a result of the Fund's not satisfying the income, distribution or diversification requirements, it would be taxed in the same manner as an ordinary corporation, and distributions to its shareholders would not be deductible by the Fund in computing its taxable income, which would adversely affect its performance.

In order to qualify for the favorable tax treatment generally available to regulated investment companies and avoid Fund-level taxes, the Fund must also satisfy certain distribution requirements. If the Fund fails to satisfy the distribution requirement necessary to qualify for treatment as a regulated investment company for any taxable year, the Fund would be treated as a corporation subject to U.S. federal income tax, thereby subjecting any income earned by the Fund to tax at the corporate level. If the Fund fails to satisfy a separate distribution requirement, it will be subject to a Fund-level excise tax. These Fund-level taxes will apply in addition to taxes payable at the shareholder level on distributions.

To the extent the Fund does not distribute to shareholders all of its investment company taxable income and net capital gain in a given year, it will be required to pay U.S. federal income tax on the retained income and gains, thereby reducing the Fund's return. The Fund may elect to treat its net capital gain as having been distributed to shareholders. In that case, shareholders of record on the last day of the Fund's taxable year will be required to include their attributable share of the retained gain in income for the year as a long-term capital gain despite not actually receiving the dividend, and will be entitled to a tax credit or refund for the tax deemed paid on their behalf by the Fund as well as an increase in the basis of their shares to reflect the difference between their attributable share of the gain and the related credit or refund.

#### **Additional Risks**

Cash and Cash Equivalents Risk. The Fund may hold cash or use a cash sweep vehicle for any excess cash of the Fund. Generally, such positions offer less potential for gain than other investments. Holding cash or cash equivalents, even strategically, may lead to missed investment opportunities. This is particularly true when the market for other investments in which the Fund may invest is rapidly rising. If the Fund holds cash uninvested it will be subject to the credit risk of the depositing institution holding the cash.

Cash Transactions Risk. The Fund currently intends to effect creation and redemptions "in-kind." However, the Trust reserves the right to require creations and redemption be effected in whole or in part for cash. To the extent creations and redemptions are effected in cash, the Fund may be less tax-efficient than an investment in an ETF that does not elect to effect all creations and redemptions principally for cash. ETFs generally are able to make in-kind redemptions and generally are not taxed on any gains on holdings that are distributed as part of an in-kind redemption.

**Risks of Investing in the Underlying ETFs.** As described above, the Fund will be indirectly exposed to the risks of the Underlying ETFs in direct proportion to the amount of assets the Fund invests in such Underlying ETFs. In addition to the applicable risks described above, an Underlying ETF will, depending on its investment strategy and policies, be subject to the following risks. The summary of risks below may not present all of the investment risks of the Underlying ETFs. Please see the prospectuses and statements of additional information of the Underlying ETFs for a more fulsome description of the risks of investing in such Underlying ETFs.

- *Counterparty Risk.* An Underlying ETF may sustain a loss as a result of the insolvency or bankruptcy of, or other non-compliance or non-performance by, another party to a transaction.
- Credit Risk. The fixed-income securities in an Underlying ETF's portfolio may be subject to the
  possibility that a deterioration, whether sudden or gradual, in the financial condition of an issuer, or a
  deterioration in general economic conditions, could cause an issuer to fail to make timely payments of
  principal or interest, when due. This may cause the issuer's securities to decline in value.
- Derivatives and Short Position Risk. An Underlying ETF may invest in certain types of derivatives contracts, including futures, options and swaps, which can be more sensitive to changes in interest rates or to sudden fluctuations in market prices than conventional securities, which can result in greater losses to the Underlying ETF. In addition, an Underlying ETF that engages in short sales and may incur a loss as a result of a short position if the price of the asset sold short increases between the date of the short position sale and the date on which an offsetting position is purchased. Because the potential loss on a short position arises from increases in the value of the asset sold short, the extent of such loss, like the price of the asset sold short, is theoretically unlimited.
- Fixed Income Securities Risk. An Underlying ETF may invest in fixed income securities, which are obligations of the issuer of the securities to make payments of principal and/or interest on future dates. Fixed income securities are generally subject to the risk that the issuer will be unable to meet principal and interest payments, and the risk of price volatility due to a variety of factors, including interest rate sensitivity, market perception of the issuer's creditworthiness and general market conditions.

- Foreign and Emerging Market Securities Risk. An Underlying ETF may invest in foreign securities. Foreign markets, particularly emerging markets, may be less liquid, more volatile, and subject to less government supervision than domestic markets. The value of the Underlying ETF's investments may decline because of factors affecting a particular issuer, and/or factors affecting foreign markets and issuers generally. In addition, where all or a portion of the Underlying ETF's portfolio holdings trade in markets that are closed when the Underlying ETF's market is open, there may be valuation differences that could lead to differences between the Underlying ETF's market price and the value of the Underlying ETF's portfolio holdings. To the extent that an Underlying ETF focuses its investments in a single country or in a particular geographic region, economic, political, regulatory or other conditions affecting such country or region may have a greater impact on the Underlying ETF's performance relative to a more geographically diversified fund.
- *High Yield Securities Risk.* An Underlying ETF may invest in securities that are rated below investment grade by Standard & Poor's Global Ratings, Fitch, Inc. or Moody's Investors Service, Inc. or, if unrated, are determined to be of comparable quality. These securities, commonly referred to as "junk bonds," may be deemed speculative, may involve greater levels of risk than higher-rated securities of similar maturity and may be more likely to default.
- *Interest Rate Risk.* Changes in interest rates will affect the value of an Underlying ETF's investments in fixed income securities. When interest rates rise, the value of investments in fixed income securities tends to fall, and this decrease in value may not be offset by higher income from new investments. Interest rate risk is generally greater for fixed income securities with longer maturities or durations.
- *Income Risk*. Income risk is the risk that the income received by the Underlying ETF may decrease as a result of falling interest rates or dividend yields.
- Sector Risk. To the extent that an Underlying ETF invests more heavily in one sector, industry, or sub-sector of the market, its performance will be especially sensitive to developments that significantly affect that sector, industry, or sub-sector. An individual sector, industry, or sub-sector of the market may be more volatile, and may perform differently, than the broader market. The industries that constitute a sector may all react in the same way to economic, political or regulatory events. An Underlying ETF's performance could also be affected if the sector, industry, or sub-sector does not perform as expected. Alternatively, the lack of exposure to one or more sectors or industries may adversely affect performance.
- *Investment Style Risk.* An Underlying ETF may use a particular style or set of styles (e.g., growth, value) to select investments. Those styles may be out of favor or may not produce the best results over short or longer time periods.
- Large-Cap Company Risk. Large-cap companies may be unable to respond quickly to new competitive challenges, such as changes in technology and consumer tastes, and also may not be able to attain the high growth rate of successful smaller companies, especially during extended periods of economic expansion.
- *Mid-Cap and Small-Cap Company Risk.* Mid-cap and small-cap companies carry additional risks because the operating histories of these companies tend to be more limited, their earnings and revenues less predictable (and some companies may be experiencing significant losses), and their share prices more volatile than those of larger, more established companies, all of which can negatively affect their value. In general, these risks are greater for small-cap companies than for mid-cap companies.
- Portfolio Management Risk. The Underlying ETFs are subject to the risk that strategies used by their investment manager and its securities selections fail to produce the intended results. An investment manager's judgments or decisions about the quality, relative yield or value of, or market trends affecting, a particular security or issuer, industry, sector, region or market segment, or about the economy or interest rates, may be incorrect or otherwise may not produce the intended results, which may result in losses to the Underlying ETF.
- Privately Placed and Other Restricted Securities Risk. Restricted securities, including privately
  placed securities, are securities that cannot be offered for public resale unless registered under the
  applicable securities laws or that have a contractual restriction that prohibits or limits their resale. Difficulty
  in selling securities may result in a loss or be costly to an Underlying ETF investing in such securities. The

risk that securities may not be sold for the price at which an Underlying ETF is carrying them is greater with respect to restricted securities than it is with respect to registered securities. The illiquidity of the market, as well as the lack of publicly available information regarding these securities, also may make it difficult to determine a fair value for certain securities for purposes of computing the Underlying ETF's net asset value.

- Liquidity Risk. Liquidity risk occurs when an investment becomes difficult to purchase or sell. Some assets held by an Underlying ETF may be impossible or difficult to sell, particularly during times of market turmoil. An Underlying ETF may also face liquidity risk as a result of, among other factors, low trading volumes, legal or contractual restrictions on resale, and substantial redemptions of the Underlying ETF's shares.
- Valuation Risk. The price at which an Underlying ETF sells any particular investment may differ from
  the Underlying ETF's valuation of the investment. Such differences could be significant, particularly
  for illiquid securities and securities that trade in relatively thin markets and/or markets that experience
  extreme volatility. An Underlying ETF's ability to value its investments in an accurate and timely manner
  may be impacted by technological issues and/or errors by third party service providers, such as pricing
  services or accounting agents.

# **Portfolio Holdings Information**

Each day the Fund is open for business, the Trust publicly disseminates the Fund's full portfolio holdings as of the close of the previous day through the website. A description of the Fund's policies and procedures with respect to the disclosure of Fund portfolio securities is available in the Fund's SAI. The holdings of the Fund can be found on the Fund's website at <a href="https://www.drivewealth.com/advisory/dwi-us100">https://www.drivewealth.com/advisory/dwi-us100</a>.

#### Management

#### **Board of Trustees**

The Board of Trustees of the Trust is responsible for the general supervision and overseeing the management and business affairs of the Fund. The Board of Trustees appoints officers who are responsible for the day-to-day operations and oversee operations of the Fund by its officers. The Board of Trustees also reviews management of the Fund's assets by the Adviser and Sub-adviser. Information about the Board of Trustees and executive officers of the Fund is contained in the SAI.

### **Investment Adviser**

DriveAdvisory, LLC, the Adviser, is a registered investment adviser located at 15 Exchange Place, 10th Floor, Jersey City, New Jersey 07302. DriveAdvisory serves as investment adviser to the Fund pursuant to an Investment Advisory Agreement (the "Advisory Agreement"). Under the Advisory Agreement, the Adviser has agreed to pay all expenses of the Trust, except for the fee payments to the Advisor under the Advisory Agreement (also known as a "unitary advisory fee"), acquired fund fees and expenses, brokerage commissions, trading fees, taxes and non-routine or extraordinary expenses.

The Adviser and its affiliates deal, trade and invest for their own accounts in the types of securities in which the Fund also may invest. The Adviser does not use inside information in making investment decisions on behalf of the Fund.

In carrying out its responsibilities under the Advisory Agreement, the Adviser is permitted to retain, at its own cost and expense, the services of one or more sub-advisers. The Adviser may apply for an exemptive order from the SEC to permit it and the Board of Trustees to hire, terminate and replace sub-advisers and to amend the sub-advisory agreements between the Adviser and the sub-advisers without obtaining shareholder approval. However, changes to contracts that result in an increase in the aggregate management fee rate paid by a fund would still be subject to shareholder approval. If such an order is sought and obtained, the Adviser would be able, subject to the approval of Board, to appoint, dismiss and replace sub-advisers and to amend sub-advisory agreements without obtaining shareholder approval. If a new sub-adviser is retained for the Fund pursuant to such an order, shareholders would receive notice of such action.

#### Sub-Adviser

Pursuant to an investment sub-advisory agreement with the Adviser (the "Sub-Advisory Agreement"), Penserra Capital Management LLC, a New York limited liability company with a principal office located at 4 Orinda Way, 100-A, Orinda, California 94563, is responsible for the day-to-day management of the Fund. The Sub-adviser, which has been registered as an investment adviser since 2014, provides investment advisory services to other exchange-traded funds. The Sub-adviser is responsible for, among other things, trading portfolio securities on behalf of the Fund, including selecting broker-dealers to execute purchase and sale transactions as instructed by the Adviser or in connection with any rebalancing or reconstitution of the Index, subject to the supervision of the Adviser and the Board of Trustees. Under the Sub-Advisory Agreement, the Adviser pays the Sub-adviser a fee for its services.

The Sub-adviser is responsible for managing the investment portfolio of the Fund and will direct the purchase and sale of the Fund's investment securities. The Sub-adviser utilizes a team of investment professionals acting together to manage the assets of the Fund. The team meets regularly to review portfolio holdings and to discuss purchase and sale activity. The team adjusts holdings in the portfolio as they deem appropriate in the pursuit of the Fund's investment objective.

# **Portfolio Managers**

The Fund's day-to-day activities are managed by a team of portfolio managers from the Sub-adviser.

Dustin Lewellyn, Ernesto Tong, and Anand Desai are the Fund's portfolio managers and are jointly and primarily responsible for the day-to-day management of the Fund. Each of the portfolio managers has managed the Fund since its inception. The portfolio managers are responsible for various functions related to portfolio management, including, but not limited to, investing cash inflows, implementing investment strategy, researching and reviewing investment strategy, and overseeing members of their portfolio management team with more limited responsibilities.

Mr. Lewellyn has been Chief Investment Officer with Penserra since 2012. He was President and Founder of Golden Gate Investment Consulting LLC from 2011 through 2015. Prior to that, Mr. Lewellyn was a managing director at Charles Schwab Investment Management, Inc. ("CSIM"), which he joined in 2009, and head of portfolio management for Schwab ETFs. Prior to joining CSIM, he worked for two years as director of ETF product management and development at a major financial institution focused on asset and wealth management. Prior to that, he was a portfolio manager for institutional clients at a financial services firm for three years. In addition, he held roles in portfolio operations and portfolio management at a large asset management firm for more than 6 years.

Mr. Tong has been a Managing Director with Penserra since 2015. Prior to that, Mr. Tong spent seven years as vice president at BlackRock, where he was a portfolio manager for a number of the iShares ETFs, and prior to that, he spent two years in the firm's index research group.

Mr. Desai has been a Senior Vice President with Penserra since 2020. Mr. Desai has served in various roles at Penserra since joining the team in 2015. Prior to that, Mr. Desai was a portfolio fund accountant at State Street for five years.

For information about the portfolio managers' compensation, other accounts managed by the portfolio managers and the portfolio managers' ownership of shares in the Fund, see the SAI.

# **Management Fee**

Under the Advisory Agreement, the Adviser is responsible for substantially all expenses of the fund, including the cost of transfer agency, custody, fund administration, compensation paid to the Trustees who are not "interested persons" of the Trust (as defined in the 1940 Act), legal, audit and other services, except for the unitary advisory fee under the Advisory Agreement, interest expense, acquired fund fees and expenses, taxes, brokerage expenses, distribution fees or expenses (if any), litigation expenses and other extraordinary expenses.

Because the Fund had not commenced operations prior to the date of this Prospectus, DriveAdvisory did not receive any unitary advisory fees during the prior fiscal year.

The Advisory Agreement has been approved by the Board of Trustees and shareholders of the Fund. In this regard, DriveAdvisory, as the sole initial shareholder of the Fund, will approve various matters and agreements, including the Advisory Agreement for the Fund prior to its public offering.

The Adviser entered into the Sub-Advisory Agreement with the Sub-adviser, under which the Adviser pays the Sub-adviser, for services it provides for that portion of the Fund for which it acts as sub-adviser, a monthly fee at an annual rate equal to a percentage of the management fee paid to DriveAdvisory under the Advisory Agreement.

#### **Other Service Providers**

#### **Distributor**

Foreside Fund Services, LLC ("Distributor"), an affiliate of Foreside Financial Group, LLC d/b/a ACA Group, serves as the Fund's distributor. Shares in less than Creation Units are not distributed by the Distributor, and the Distributor does not maintain a secondary market in the shares of the Fund.

# Administrator, Transfer Agent and Custodian

State Street Bank and Trust Company ("State Street") serves as administrator, custodian and transfer agent for the Fund. State Street maintains all necessary shareholder records.

#### **Conflicts of Interest**

The investment activities of DriveAdvisory its affiliates (collectively, the "Affiliates"), and their respective directors, officers or employees, in the management of, or their interest in, their own accounts and other accounts they manage, may present conflicts of interest that could disadvantage the Fund and its shareholders. DriveAdvisory and its Affiliates may provide investment management services to other funds and discretionary managed accounts that may follow investment programs similar to that of the Fund. In addition, DriveAdvisory and its Affiliates may engage in the ordinary course of business in activities in which their interests or the interests of their clients may conflict with those of the Fund. DriveAdvisory, or one or more Affiliates act, or may act, as an investor, research provider, investment manager, financier, underwriter, adviser, trader, lender, index provider, agent and/or principal, and have other direct and indirect interests in other instruments in which the Fund may directly or indirectly invest. The Fund may invest in securities of, or engage in other transactions with, companies with which an Affiliate has significant debt or equity investments or other interests. The Fund also may invest in securities of, or engage in other transactions with, companies for which an Affiliate provides or may in the future provide research coverage. An Affiliate may have business relationships with, and purchase or distribute or sell services or products from or to, distributors, consultants or others who recommend the Fund or who engage in transactions with or for the Fund, and may receive compensation for such services. The Adviser or one or more Affiliates may engage in proprietary trading and advise accounts and funds that have investment objectives similar to those of the Fund and/or that engage in and compete for transactions in the same types of securities, currencies and other instruments as the Fund. The trading activities of the Adviser and these Affiliates are carried out without reference to positions held directly or indirectly by the Fund and may result in the Adviser or an Affiliate having positions in certain securities that are senior or junior to, or have interests different from or adverse to, the securities that are owned by the Fund.

No Affiliate is under any obligation to share any investment opportunity, idea or strategy with the Fund. As a result, an Affiliate may compete with the Fund for appropriate investment opportunities. The results of the Fund's investment activities, therefore, may differ from those of an Affiliate and of other accounts managed by an Affiliate, and it is possible that the Fund could sustain losses during periods in which one or more Affiliates and other accounts achieve profits on their trading for proprietary or other accounts.

In addition, the Fund may, from time to time, enter into transactions in which the Adviser or an Affiliate or its or their directors, officers, employees or clients have an adverse interest. Furthermore, transactions undertaken by clients advised or managed by the Adviser or its Affiliates may adversely impact the Fund. Transactions by one or more clients or by the Adviser or its Affiliates or their directors, officers or employees may have the effect of diluting or otherwise disadvantaging the values, prices or investment strategies of the Fund.

The Adviser is an affiliate of DriveWealth, LLC ("DW"). DW is a registered broker-dealer under the Securities Exchange Act of 1934, as amended. DW is also a member of the Financial Industry Regulatory Authority, Inc. (FINRA). DW's primary business is to act as a clearing broker and in such capacity, performs certain functions in support of the customer relationships established by its introducing broker-dealer partners. These functions may include supporting the funding of an end-investors account, the acceptance and execution of transaction orders, and reporting end-investor account activity to the end-investor via trading confirmations, account statements and certain

information that the end-investor may view while logged into their accounts through their introducing broker-dealer's website or application program interface (API). DW may act as clearing broker with respect to securities of the Fund. As such, DW may receive compensation for such activities.

The Fund's activities may be limited because of regulatory restrictions applicable to DriveAdvisory or one or more Affiliates and/or their internal policies designed to comply with such restrictions.

It is also possible that, from time to time, an Affiliate and/or its advisory clients (including other funds and separately managed accounts) may, subject to compliance with applicable law, purchase and hold shares of the Fund. The price, availability, liquidity, and (in some cases) expense ratio of the Fund may be impacted by purchases and sales of the Fund by such Affiliate and/or its advisory clients.

The activities of the Adviser and its Affiliates and their respective directors, officers or employees may give rise to other conflicts of interest that could disadvantage the Fund and its shareholders. The Adviser has adopted policies and procedures designed to address these potential conflicts of interest.

### **Shareholder Information**

# **Calculating NAV**

The Fund calculates its NAV by:

- Taking the current market value of its total assets
- Subtracting any liabilities and withholdings (if any)
- Dividing that amount by the total number of shares owned by the shareholders

The Fund normally calculates NAV as of the regularly scheduled close of normal trading on each day that the NYSE is scheduled to be open for business (a "Business Day") (normally, 4:00 p.m. Eastern Time). Any assets or liabilities denominated in currencies other than the U.S. dollar are converted into U.S. dollars at the current market rates on the date of valuation as quoted by one or more sources.

Securities listed on a securities exchange (*i.e.* exchange-traded equity securities), market or automated quotation system for which quotations are readily available (except for securities traded on NASDAQ), including securities traded over the counter, are valued by the Fund's independent pricing agents at the last reported sale price on the primary exchange or market (foreign or domestic) on which they are traded (or at the time as of which the Fund's NAV is calculated if a security's exchange is normally open at that time). If there is no such reported sale, such securities are valued at the most recently reported bid price. For securities traded on NASDAQ, the NASDAQ Official Closing Price will be used. If a security price cannot be obtained from an independent, third-party pricing agent, the Fund seeks to obtain bid and ask prices from two broker-dealers who make a market in the portfolio instrument and determines the average of the two.

Any investments in open-end investment companies that do not trade on an exchange are valued at the end of day NAV per share. Investments in open-end investment companies that trade on an exchange are valued in the same manner as other exchange-traded equity securities (described above).

Securities for which market prices are not "readily available," or are not deemed to reflect current market values, or are debt securities where no evaluated price is available from the Trust's third-party pricing agents pursuant to established methodologies, are fair valued in accordance with the Trust's valuation policies and procedures approved by the Board of Trustees. Some of the more common reasons that may necessitate that a security be valued using "fair value" pricing may include, but are not limited to: the security's trading has been halted or suspended; the security's primary trading market is temporarily closed; or the security has not been traded for an extended period of time.

In addition, the Fund may fair value its securities if an event that may materially affect the value of the Fund's securities that trade outside of the United States (a "Significant Event") has occurred between the time of the security's last close and the time that the Fund calculates its NAV. A Significant Event may relate to a single issuer or to an entire market sector, country or region. Events that may be Significant Events may include: government actions, natural disasters, armed conflict, acts of terrorism and significant market fluctuations. If the Adviser or Sub-adviser becomes aware of a Significant Event that has occurred with respect to a portfolio instrument or group of portfolio instruments after the

closing of the exchange or market on which the portfolio instrument or portfolio instruments principally trade, but before the time at which the Fund calculates its NAV, it will notify the Administrator and may request that an ad hoc meeting of the Valuation Committee be called.

Fair value pricing involves subjective judgments, and it is possible that a fair value determination for a security may be materially different than the value that could actually be realized upon the sale of the security or that another fund that uses market quotations or its own fair value procedures to price the same securities.

Trading in securities on many foreign exchanges is normally completed before the close of business on each Business Day. In addition, securities trading in a particular country or countries may not take place on each Business Day or may take place on days that are not Business Days. Changes in valuations on certain securities may occur at times or on days on which the Fund's NAV is not calculated and on which Fund shares do not trade and sales and redemptions of shares do not occur. As a result, the value of the Fund's portfolio securities and the net asset value of its shares may change on days when share purchases or sales cannot occur.

# **Fair Value Pricing**

The Board of Trustees has designated the Adviser as the valuation designee for the Fund under Rule 2a-5 of the 1940 Act, subject to its oversight. The Adviser has adopted procedures and methodologies to fair value Fund investments whose market prices are not readily available or are deemed to be unreliable. For example, such circumstances may arise when: (i) an investment has been delisted or has had its trading halted or suspended; (ii) an investment's primary pricing source is unable or unwilling to provide a price; (iii) an investment's primary trading market is closed during regular market hours; or (iv) an investment's value is materially affected by events occurring after the close of the investment's primary trading market. Generally, when fair valuing an investment, the Adviser will take into account all reasonably available information that may be relevant to a particular valuation including, but not limited to, fundamental analytical data regarding the issuer, information relating to the issuer's business, recent trades or offers of the investment, general and/or specific market conditions, and the specific facts giving rise to the need to fair value the investment. Fair value determinations are made in good faith and in accordance with the fair value methodologies included in the Adviser-adopted valuation procedures. Due to the subjective and variable nature of fair value pricing, there can be no assurance that the Adviser will be able to obtain the fair value assigned to the investment upon the sale of such investment.

### **Buying and Selling Fund Shares**

Shares of the Fund may be purchased or redeemed directly from the Fund only in Creation Units or multiples thereof. Only a broker-dealer that enters into an Authorized Participant agreement with the Distributor (an "Authorized Participation Agreement") may engage in creation and redemption transactions directly with the Fund. Purchases and redemptions directly with the Fund must follow the Fund's procedures, and are subject to transaction fees, which are described in the SAI. Orders for such transactions may be rejected or delayed if they are not submitted in good order and subject to the other conditions set forth in this Prospectus and the SAI. Please see the SAI for more information about purchases and redemptions of Creation Units.

Once purchased (*i.e.*, created) by an Authorized Participant, shares are listed on the Exchange and trade in the secondary market. When you buy or sell the Fund's shares in the secondary market, you will pay or receive the market price. The price at which you buy or sell shares (*i.e.*, the market price) may be more or less than the NAV of the shares. Unless imposed by your broker, there is no minimum dollar amount you must invest in the Fund and no minimum number of Shares you must buy. Shares can be bought and sold throughout the trading day like other publicly traded securities. Most investors will buy and sell shares through a broker and, thus, will incur customary brokerage commissions and charges when buying or selling shares. **Except when aggregated in Creation Units, shares are not redeemable by the Fund.** 

The secondary markets are closed on weekends and also are generally closed on the following holidays: New Year's Day, Martin Luther King, Jr. Day, Presidents' Day, Good Friday, Memorial Day (observed), Juneteenth, Independence Day, Labor Day, Thanksgiving Day, and Christmas Day.

For more information on how to buy and sell shares of the Fund, call (833) 222-8843 or visit https://www.drivewealth.com/advisory/dwi-us100.

#### Premium/Discount Information

Information showing the number of days the market price of the Fund's shares was greater than the Fund's NAV per share (*i.e.*, at a premium) and the number of days it was less than the Fund's NAV per share (*i.e.*, at a discount) for various time periods will be available by visiting the Fund's website at <a href="https://www.drivewealth.com/advisory/dwi-us100">https://www.drivewealth.com/advisory/dwi-us100</a>. The premium and discount information contained on the website will represent past performance and cannot be used to predict future results.

# **Continuous Offering**

The method by which Creation Units of Fund shares are created and traded may raise certain issues under applicable securities laws. Because new Creation Units of shares are issued and sold by the Fund on an ongoing basis, a "distribution," as such term is used in the Securities Act of 1933 (the "Securities Act"), may occur at any point. Broker-dealers and other persons are cautioned that some activities on their part may, depending on the circumstances, result in their being deemed participants in a distribution in a manner which could render them statutory underwriters and subject them to the prospectus delivery requirement and liability provisions of the Securities Act.

For example, a broker-dealer firm or its client may be deemed a statutory underwriter if it takes Creation Units after placing an order with the Distributor, breaks them down into constituent shares and sells the shares directly to customers or if it chooses to couple the creation of a supply of new shares with an active selling effort involving solicitation of secondary market demand for shares. A determination of whether one is an underwriter for purposes of the Securities Act must take into account all the facts and circumstances pertaining to the activities of the broker-dealer or its client in the particular case, and the examples mentioned above should not be considered a complete description of all the activities that could lead to a characterization as an underwriter.

Broker-dealer firms should also note that dealers who are not "underwriters" but are effecting transactions in shares, whether or not participating in the distribution of shares, are generally required to deliver a prospectus. This is because the prospectus delivery exemption in Section 4(3) of the Securities Act is not available in respect of such transactions as a result of Section 24(d) of the 1940 Act. As a result, broker-dealer firms should note that dealers who are not "underwriters" but are participating in a distribution (as contrasted with engaging in ordinary secondary market transactions) and thus dealing with the shares that are part of an overallotment within the meaning of Section 4(3)(C) of the Securities Act, will be unable to take advantage of the prospectus delivery exemption provided by Section 4(3) of the Securities Act. For delivery of prospectuses to exchange members, the prospectus delivery mechanism of Rule 153 under the Securities Act is only available with respect to transactions on a national exchange.

Dealers effecting transactions in the Fund's shares, whether or not participating in this distribution, are generally required to deliver a prospectus. This is in addition to any obligation of dealers to deliver a prospectus when acting as underwriters.

# Payments to Broker-Dealers and Other Financial Intermediaries

If you purchase shares of the Fund through a broker-dealer or other financial intermediary (such as a bank), DriveAdvisory, the Sub-adviser or an affiliate may pay the intermediary for marketing activities or other services related to the sale or promotion of the Fund. These payments may create a conflict of interest by influencing the broker-dealer or other financial intermediary and your salesperson to recommend the Fund over another investment. Ask your salesperson or visit your financial intermediary's website for more information.

# **Distribution**

The Distributor distributes Creation Units for the fund on an agency basis. The Distributor does not maintain a secondary market in shares of the fund. The Distributor has no role in determining the policies of the fund or the securities that are purchased or sold by the fund. The Distributor's principal address is Three Canal Plaza, Suite 100, Portland, ME 04101.

The Adviser and/or its affiliates may pay additional compensation, out of their own assets and not as an additional charge to the Fund, to selected affiliated and unaffiliated brokers, dealers, participating insurance companies or other financial intermediaries ("financial representatives") in connection with the sale and/or distribution of fund shares or the retention and/or servicing of fund investors and fund shares ("revenue sharing"). For example, the Adviser

and/or its affiliates may compensate certain broker-dealers from its own assets for making the fund available through the intermediaries' distribution channels, including online and mobile channels; for providing the fund with "shelf space" or access to a third party platform or fund offering list or other marketing programs, including, without limitation, inclusion of the fund on preferred or recommended sales lists, fund "supermarket" platforms and other formal sales programs; for granting the Adviser and/or its affiliates access to the financial representative's sales force; for granting the Adviser and/or its affiliates access to the financial representative's conferences and meetings; for assistance in training and educating the financial representative's personnel; and for obtaining other forms of marketing support.

The level of revenue sharing payments made to financial representatives may be a fixed fee or based upon one or more of the following factors: gross sales, current assets and/or number of accounts of the fund attributable to the financial representative, the particular fund or fund type or other measures as agreed to by the Adviser and/or its affiliates and the financial representatives or any combination thereof. The amount of these revenue sharing payments is determined at the discretion of the Adviser and/or its affiliates from time to time, may be substantial, and may be different financial representatives based on, for example, the nature of the services provided by the financial representative.

Receipt of, or the prospect of receiving, additional compensation may influence your financial representative's recommendation of the fund. You should review your financial representative's compensation disclosure and/or talk to your financial representative to obtain more information on how this compensation may have influenced your financial representative's recommendation of the fund. Additional information regarding these revenue sharing payments is included in the fund's SAI, which is available to you on request at no charge (see the back cover of this Prospectus for more information on how to request a copy of the SAI).

It is possible that broker-dealers that execute portfolio transactions for the fund will also sell shares of the fund to their customers. However, the Adviser will not consider the sale of fund shares as a factor in the selection of broker-dealers to execute portfolio transactions for the fund. Accordingly, the Adviser has implemented policies and procedures reasonably designed to prevent its traders from considering sales of fund shares as a factor in the selection of broker-dealers to execute portfolio transactions for the fund. In addition, the Adviser and/or its affiliates will not use fund brokerage to pay for their obligation to provide additional compensation to financial representatives as described above.

### **Distribution Plan**

The Fund has adopted a distribution plan pursuant to Rule 12b-1 under the 1940 Act which allows payment of marketing fees of up to 0.25% of the Fund's average net assets. The Fund has no present intention of paying, accruing or incurring any Rule 12b-1 fees until such time as approved by the Fund's Board of Trustees.

### **Active Investors and Market Timing**

The Trust's Board of Trustees has determined not to adopt policies and procedures designed to prevent or monitor for frequent purchases and redemptions of the Fund's shares because the Fund sells and redeems its shares at NAV only in Creation Units pursuant to the terms of an Authorized Participant Agreement, and such direct trading between the Fund and Authorized Participants is critical to ensuring that the Fund's shares trade at or close to NAV. Further, the vast majority of trading in Fund shares occurs on the secondary market, which does not involve the Fund directly and therefore does not cause the Fund to experience many of the harmful effects of market timing, such as dilution and disruption of portfolio management. In addition, the Fund imposes a transaction fee on Creation Unit transactions, which is designed to offset transfer and other transaction costs incurred by the Fund in connection with the issuance and redemption of Creation Units and may employ fair valuation pricing to minimize potential dilution from market timing The Fund reserves the right to reject any purchase order at any time and reserves the right to impose restrictions on disruptive, excessive, or short-term trading.

#### **Declaration of Trust Provisions**

The Board has adopted, and may amend from time to time, an Amended and Restated Declaration of Trust ("Declaration of Trust") for the Trust, which governs its operations. The Declaration of Trust contains provisions regarding derivative claims of shareholders. Derivative actions will be processed in accordance with the requirements set forth in Section 3816 of the Delaware Act (or successor provision(s)) and such other provisions as required under

Delaware law. The Declaration of Trust places limitations on the forum in which claims against the Trust may be heard and includes a waiver of a jury trial. Claims against the Trust, other than those that are brought under the federal securities laws, are required to be brought in the Court of Chancery of the State of Delaware to the extent there is subject matter jurisdiction in such court for the claims asserted or, if not, then in the Superior Court of the State of Delaware. Accordingly, shareholders may be required to bring claims in an inconvenient or less favorable forum. However, shareholders should be aware that they cannot waive their rights under the federal securities laws. Therefore, the above limitations do not apply to claims asserted under the federal securities laws. A court may choose not to enforce these provisions.

### **Householding Policy**

To reduce expenses, the Fund will mail only one copy of the prospectus or summary prospectus, each annual and semi-annual report, and any proxy statements to each address shared by two or more accounts with the same last name or that the Trust reasonably believes are members of the same family. If you wish to receive individual copies of these documents, please call the Trust at (833) 222-8843 between the hours of 9:00 a.m. and 5:00 p.m. Eastern Time on days the Fund is open for business or contact your financial institution. We will begin sending you individual copies thirty days after receiving your request. Investors who hold their shares through an intermediary are subject to the intermediary's policies. Contact your financial intermediary for any questions you may have.

#### **Dividends and Distributions**

The Fund pays out dividends to shareholders at least annually. The Fund distributes its net capital gains, if any, to shareholders annually. The Fund may make distributions on a more frequent basis. The Fund reserves the right to declare special distributions, including if, in its reasonable discretion, such action is necessary or advisable to preserve the status of the Fund as a regulated investment company under Subchapter M of the Code or to avoid imposition of income or excise taxes on undistributed income.

# **Additional Tax Information**

The following is a summary of some important tax issues that affect the Fund and its shareholders. The summary is based on current tax laws, which may be changed by legislative, judicial or administrative action. You should not consider this summary to be a detailed explanation of the tax treatment of the Fund, or the tax consequences of an investment in the Fund. More information about taxes is located in the SAI. You are urged to consult your tax adviser regarding specific questions as to federal, state and local income taxes.

# Tax Status of the Fund

The Fund is treated as a separate entity for federal tax purposes, and intends to qualify for the special tax treatment afforded to regulated investment companies. As long as the Fund qualifies for treatment as a regulated investment company, it pays no federal income tax on the earnings it distributes to shareholders.

# **Tax Status of Distributions**

The Fund will, at least annually, distribute substantially all of its net investment taxable income and net capital gains income.

The income dividends you receive from the Fund (which include the Fund's short-term capital gains) will be taxed as either ordinary income or qualified dividend income. For non-corporate shareholders, dividends that are reported as qualified dividend income are generally taxable at reduced maximum tax rates to the extent that the Fund receives qualified dividend income and subject to certain limitations and holding period requirements.

Distributions of the Fund's short-term capital gains are generally taxable as ordinary income. Any distributions of net capital gain (the excess of the Fund's net long-term capital gains over its net short-term capital losses) are taxable as long-term capital gains regardless of how long you have owned your shares. Long-term capital gains are taxable at reduced maximum tax rates.

If the Fund makes distributions to a shareholder in excess of the Fund's current and accumulated earnings and profits in any taxable year, the excess distribution will be treated as a return of capital to the extent of the shareholder's tax basis in its shares, and thereafter as capital gain. A return of capital is not taxable, but reduces a shareholder's tax basis in its shares, thus reducing any loss or increasing any gain on a subsequent taxable disposition by the shareholder of its shares.

The Fund may invest in complex securities. These investments may be subject to numerous special and complex rules. These rules could affect whether gains and losses recognized by the Fund are treated as ordinary income or capital gain, accelerate the recognition of income to the Fund and/or defer the Fund's ability to recognize losses. In turn, these rules may affect the amount, timing or character of distributions you receive from the Fund.

Dividends and distributions are generally taxable to you whether you receive them in cash or in additional shares. Corporate shareholders may be entitled to a dividends-received deduction for the portion of dividends they receive that is attributable to dividends received by the Fund from U.S. corporations, subject to certain limitations.

Distributions paid in January but declared by the Fund in October, November or December of the previous year may be taxable to you in the previous year. Your broker will inform you of the amount of your ordinary income dividends, qualified dividend income, and capital gains distributions shortly after the close of each calendar year.

Some foreign governments levy withholding taxes against dividend and interest income. Although in some countries a portion of these withholding taxes is recoverable, the non-recovered portion will reduce the income received from the securities in the Fund. If more than 50% of the total assets of the Fund at the close of a year consist of non-U.S. stocks or securities, then the Fund may elect, for U.S. federal income tax purposes, to treat certain non-U.S. income taxes (including withholding taxes) paid by the Fund as paid by its shareholders, allowing the shareholder the opportunity to claim a foreign tax credit. The Fund will provide you with the information necessary to reflect foreign taxes paid on your income tax return if it makes this election.

If you hold your shares in a tax-qualified retirement account, you generally will not be subject to federal taxation on income received with respect to the shares (including Fund dividends and distributions, and any gain on the sale of shares), until you begin receiving payments from your retirement account. You should consult your tax adviser regarding the tax rules that apply to your retirement account.

# **Tax Status of Share Transactions**

Any capital gain or loss upon a sale of the Fund's shares is generally treated as a long-term gain or loss if the shares have been held for more than one year and as a short-term gain or loss if held for one year or less. Any capital loss on the sale of the Fund's shares held for six months or less is treated as a long-term capital loss to the extent that any capital gain distributions were paid with respect to such shares.

### **Medicare Contribution Tax**

U.S. individuals with income exceeding \$200,000 (\$250,000 if married and filing jointly) are subject to a 3.8% Medicare contribution tax on all or a portion of their "net investment income," including interest, dividends, and certain capital gains (including capital gains realized on the sale or exchange of shares of the Fund). This 3.8% tax also applies to all or a portion of the undistributed net investment income of certain shareholders that are estates and trusts.

# **Back-Up Withholding**

The Fund, or an intermediary such as a broker, will be required in certain cases to withhold at applicable withholding rates (currently 24%) and remit to the U.S. Treasury the amount withheld on amounts payable to any shareholder who (1) has provided the Fund or intermediary either an incorrect tax identification number or no number at all, (2) is subject to back-up withholding by the Internal Revenue Service ("IRS") for failure to properly report payments of interest or dividends, (3) has failed to certify to the Fund or intermediary that such shareholder is not subject to back-up withholding, or (4) has not certified that such shareholder is a U.S. person (including a U.S. resident alien).

#### Non-U.S. Investors

If you are not a citizen or permanent resident of the United States or if you are a non-U.S. entity, the Fund's ordinary income dividends (which include distributions of net short-term capital gains) will generally be subject to a 30% U.S. withholding tax, unless a lower treaty rate applies, provided that withholding tax will generally not apply to any gain or income realized by a non-U.S. shareholder in respect of any distributions of long-term capital gains or upon the sale or other disposition of shares of the Fund. The withholding tax will also not apply to properly designated interest-related dividends and short-term capital gain dividends. You also may potentially be subject to U.S. federal estate taxes.

A 30% withholding tax will generally be imposed on dividends paid by the Fund to (i) foreign financial institutions including non-U.S. investment funds unless they agree to collect and disclose to the IRS, or the tax authorities in their home jurisdictions, information regarding their direct and indirect U.S. account holders and (ii) certain other foreign entities, unless they certify certain information regarding their direct and indirect U.S. owners. A non-U.S. shareholder may be exempt from the withholding described in this paragraph under an intergovernmental agreement between the United States and a foreign government, provided that the shareholder and the applicable foreign government comply with the terms of such agreement. Proposed regulations (which are effective while pending) eliminate the application of the Foreign Account Tax Compliance Act withholding tax to capital gain dividends and redemption proceeds that was scheduled to take effect in 2019.

#### **State Tax Considerations**

In addition to federal taxes, distributions by the Fund and ownership of the Fund's shares may be subject to state and local taxes. You should consult your tax adviser regarding how state and local tax laws affect your investment in the Fund's shares.

# Taxes on Creations and Redemptions of Creation Units

A person who purchases a Creation Unit by exchanging securities in-kind generally will recognize a gain or loss equal to the difference between (i) the sum of the market value of the Creation Units at the time of the exchange and any net amount of cash received by the Authorized Participant in the exchange and (ii) the sum of the purchaser's aggregate basis in the securities surrendered and any net amount of cash paid for the Creation Units. A person who redeems Creation Units and receives securities in-kind from the Fund will generally recognize a gain or loss equal to the difference between the redeemer's basis in the Creation Units, and the aggregate market value of the securities received and any net cash received. The IRS, however, may assert that a loss realized upon an in-kind exchange of securities for Creation Units or an exchange of Creation Units for securities cannot be deducted currently under the rules governing "wash sales," or on the basis that there has been no significant change in economic position. Persons effecting in-kind creations or redemptions should consult their own tax adviser with respect to these matters.

The Fund has the right to reject an order for Creation Units if the purchaser (or a group of purchasers) would, upon obtaining the shares so ordered, own 80% or more of the outstanding shares of the Fund and if, pursuant to section 351 of the Code, the Fund would have a basis in the deposit securities different from the market value of such securities on the date of deposit. The Fund also has the right to require information necessary to determine beneficial share ownership for purposes of the 80% determinations.

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# **Additional Disclaimers**

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Shares of the Fund are not sponsored, endorsed or promoted by NYSE Arca, Inc. ("NYSE Arca"). NYSE Arca makes no representation or warranty, express or implied, to the owners of the shares of the Fund or any member of the public regarding the ability of the Fund to track the total return performance of an index, if any, or the ability of an index, if any, to track stock market performance. NYSE Arca is not responsible for, nor has it participated in, the determination of the compilation or the calculation of any index, nor in the determination of the timing of, prices of, or quantities of shares of the Fund to be issued, nor in the determination or calculation of the equation by which the shares are redeemable. NYSE Arca has no obligation or liability to owners of the shares of the Fund in connection with the administration, marketing or trading of the shares of the Fund.

NYSE Arca does not guarantee the accuracy and/or the completeness of any index or any data included therein. NYSE Arca makes no warranty, express or implied, as to results to be obtained by the Trust on behalf of the Fund as licensee, licensee's customers and counterparties, owners of the shares of the Fund, or any other person or entity from the use of any subject index or any data included therein in connection with the rights licensed as described herein or for any other use. NYSE Arca makes no express or implied warranties and hereby expressly disclaims all warranties of merchantability or fitness for a particular purpose with respect to any index or any data included therein. Without limiting any of the foregoing, in no event shall NYSE Arca have any liability for any direct, indirect, special, punitive, consequential or any other damages (including lost profits) even if notified of the possibility of such damages.

# **Financial Highlights**

No financial highlights are available for the Fund because the Fund had not commenced operations prior to the end of the prior fiscal year.

#### **Additional Information**

Additional and more detailed information about the Fund is included in the SAI dated April 24, 2023. The SAI has been filed with the SEC and is incorporated by reference into this Prospectus and, therefore, legally forms a part of this Prospectus. The SEC maintains the EDGAR database on its website (http://www.sec.gov) that contains the SAI, material incorporated by reference, and other information regarding registrants that file electronically with the SEC and copies of this information may be obtained, after paying a duplicating fee, by electronic request at the following e-mail address: publicinfo@sec.gov.

You may obtain a copy of the SAI or the Annual or Semi-Annual Reports, when available, or make inquiries, without charge by calling (833) 222-8843, visiting https://www.drivewealth.com/advisory/dwi-us100, or writing to the Trust at 15 Exchange Place, 10<sup>th</sup> Floor, Jersey City, New Jersey 07302. Additional information about the Fund's investments will be available in the Annual and Semi-Annual Reports. Also, in the Fund's Annual Report, when available, you will find a discussion of the market conditions and investment strategies that significantly affected the Fund's performance during its last fiscal year.

No one has been authorized to give any information or to make any representations not contained in this Prospectus or in the Fund's SAI in connection with the offering of Fund shares. Do not rely on any such information or representations as having been authorized by the Fund, the Adviser or the Sub-adviser, as applicable. This Prospectus does not constitute an offering by the Fund in any jurisdiction where such an offering is not lawful.

The Trust enters into contractual arrangements with various parties, including among others, the Fund's investment adviser, sub-adviser(s), distributor, custodian, and transfer agent who provide services to the Fund. Shareholders are not parties to any such contractual arrangements or intended beneficiaries of those contractual arrangements, and those contractual arrangements are not intended to create in any shareholder any right to enforce them against the service providers or to seek any remedy under them against the service providers, either directly or on behalf of the Trust.

This prospectus provides information concerning the Fund that you should consider in determining whether to purchase Fund shares. Neither this Prospectus nor the SAI is intended, or should be read, to be or give rise to an agreement or contract between the Trust, the Trustees, or the Fund and any investor, or to give rise to any rights in any shareholder or other person other than any rights under federal or state law that may not be waived.

The Trust's Investment Company Act file number is 811-23837.