Part 2A of FORM ADV

Firm Brochure

ARK Investment Management LLC
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March 27, 2020

This Brochure provides information about the qualifications and business practices of ARK Investment Management LLC ("**ARK**"). If you have any questions about the contents of this Brochure, please contact us at 1-212-426-7040 or through www.ark-invest.com/contact or at the address listed above. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission ("**SEC**") or by any state securities authority. ARK is a registered investment adviser with the SEC. Registration of an investment adviser does not imply a certain level of skill or training.

Additional information about ARK is also available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2 MATERIAL CHANGES

The following section only discusses material changes that occurred between March 30, 2019 and March 30, 2020:

Item 4.

- Total assets under management ("AUM") are approximately $11,447,000,000 (rounded to the nearest million), which is broken-out as follows:

  - Discretionary AUM: $4,476,000,000 (rounded to the nearest million).

  - Non-discretionary AUM: $6,971,000,000 (rounded to the nearest million).
    The Non-discretionary AUM includes assets that are managed by others using our non-discretionary model portfolios. ARK does not include assets managed by other persons based on non-discretionary model portfolios provided by ARK in the calculation of our regulatory assets under management in Part 1A, Item 5.F of the Form ADV, which is dated February 29, 2020.

Item 12.

- Updates to the description of the role the Best Execution Committee plays in comparing the cost and quality of broker-dealers.

Item 14.

- Updates to clarify ARK's cash solicitation arrangements and types of solicitors used.

The following items were updated to include the Private Fund advised by ARK:

- Items 4, 5, 6, 7, 8, 13 and 15.

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ITEM 4 ADVISORY BUSINESS

Description of the Advisory Firm

ARK Investment Management LLC ("ARK") is a Delaware limited liability company with headquarters located at 3 East 28th Street, Seventh Floor, New York, NY 10016. ARK is an independent, woman-owned and controlled firm that has been registered with the U.S. Securities and Exchange Commission ("SEC") as an investment adviser since January 2014. ARK began managing assets in September 2014.

ARK is owned by two entities: its managing member, ARK Investment Management LP (which owns approximately 99% of ARK) ("ARK IM LP"), and ARK Investment Management GP LLC, its general partner, (which owns approximately 1% of ARK) ("ARK IM GP LLC"). Resolute Investment Managers, Inc., the parent company of American Beacon Advisors, Inc., and NAMA Investment Partners, Inc., a subsidiary of Nikko AM Americas Holding Co., Inc., are minority owners of ARK IM LP and ARK IM GP LLC as of July 2016 and August 2017, respectively. However, both ARK IM LP and ARK IM GP LLC remain principally owned and controlled by Catherine D. Wood.

Catherine D. Wood, ARK's founder and Chief Executive Officer, is the portfolio manager responsible for managing client assets. Ms. Wood has over 40 years of experience in theme-based investing (as defined below). In 2018, editors at Bloomberg Businessweek ("Bloomberg") acknowledged Ms. Wood by selecting her to its second annual "Bloomberg 50", which is a list of people across business, entertainment, finance, politics, technology, and science whose 2018 accomplishments were particularly noteworthy according to Bloomberg.[1]

Ms. Wood launched ARK after spending the previous 12 years at AllianceBernstein where she served as Chief Investment Officer for its global thematic portfolios, managing approximately $5-6 billion. Prior to AllianceBernstein, in 1997, Ms. Wood co-founded Tupelo Capital Management. Prior to Tupelo, Ms. Wood held numerous positions in her 18 years at Jennison Associates, including research analyst and portfolio manager. During her career, Ms. Wood has tracked technologies that enabled the development of new industries, such as cell phones and database publishing, from their nascent stage to their full realization for the benefit of her investors and clients.

ARK (an acronym for "Active, Research and Knowledge") specializes in thematic investing in disruptive innovation with a fresh take on fundamental analysis. Thematic investing is based on broader, macroeconomic topics (i.e., themes) rather than benchmarks, and seeks to capture long-term growth independent of sectors, geographic boundaries, and market-caps. Specifically, ARK invests in themes that participate in disruptive innovation across several sectors. ARK defines "disruptive innovation" as the introduction of a technologically enabled new product or service that ARK expects to change an industry landscape. It typically involves declining cost structures, increased productivity and increased unit growth. Despite its potential, ARK believes the full magnitude of disruptive innovation and the investment opportunities it creates are often unrecognized or misunderstood by traditional investors.

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[1] Bloomberg Businessweek ("Bloomberg") has published this "Bloomberg 50" list since 2017. According to Bloomberg, the Bloomberg 50 list is based on a survey of Bloomberg's reporters' and editors' recommendations and assessments in the United States and internationally. The criteria for the Bloomberg 50 list requires the individual to have had a major accomplishment in 2018 based on quantitative data. The Bloomberg 50 list is available at: https://www.bloomberg.com/features/2018-bloomberg-50/. Past performance is not indicative of future performance. The adviser did not pay a fee to be considered for or granted this award. The adviser did not pay any fee to the grantor of the awards for the right to promote the adviser's receipt of the awards nor was the adviser required to be a member of an organization to be eligible for the awards.

ARK's goal is to invest at the pace of innovation based on the belief that technologically enabled change is occurring at an accelerated rate, challenging benchmarks and index-based products to adjust to this rapid pace of change. ARK's differentiated investment strategy is to find and invest in the companies that are poised to transform the global economy. ARK seeks to bring balance back to portfolios that have become increasingly benchmark-sensitive. Generally, ARK believes that passive investing cannot: (i) capitalize on investment opportunities created by disruptive innovations; or (ii) produce the returns investors can achieve through truly active equity management.

ARK's Investment Ecosystem

ARK recognizes that research analysts, by focusing narrowly on individual sectors, create inefficiencies in the financial markets both in understanding the market potential of disruptive innovations and in sizing investment opportunities appropriately. ARK's cohesive team of research analysts and its portfolio manager ("ARK Team") seek to identify what they believe to be the best companies within their respective themes (and the elements within those themes) to power ARK's investment decisions. ARK's distinctive and dynamic investment ecosystem ("ARK Investment Ecosystem") is rooted in fundamental analysis. However, the ARK Investment Ecosystem is distinguished by ARK's ability to access and harness the vast amount of information available through social media and traditional research sources to support ARK's investment decisions. The ARK Investment Ecosystem powers the distinctive and dynamic investment process that enables ARK to understand and keep pace with the power of technologically enabled innovation.

Additionally, ARK considers and uses the framework of the United Nations Sustainable Development Goals to integrate environmental, social, and governance considerations into the research and investment process. ARK does not use ESG considerations, however, to limit, restrict or otherwise exclude companies or sectors from an investment universe.

ARK Open Source Research Process

The ARK Open Source Research Process is the unique process through which the ARK Team evaluates, models and exchanges data and public information to fuel ongoing thematic research, start creative discussions around burgeoning research ideas, gather data and public information from multiple sources, and drive the conclusions leading to ARK's theme-based research decisions in disruptive innovation.

The ARK Team first introduces an idea or concept that requires investment research and analysis, determines the overarching direction of the research and then pulls together and analyzes information, insights and data from numerous sources. ARK's open source research process begins with internal deliberations and iteration of disruptive innovation ideas generated from ARK's discerning use of traditional and social media sources. Once the ARK Team believes an idea is ripe for deeper external analysis and comment, the appropriate ARK Team members communicate and collaborate with relevant Theme Developers (as defined below) about the particular idea.

This intense and deep exploration often results in "living research" articles that are prepared by the ARK Team members, which are published on our external website (www.ark-invest.com). This living research is available for open source discussion and feedback and is subject to potential revisions, refinements and enhancements by the ARK Team and publication of further refined research. The knowledge and insights gained throughout this Open Source Research Process enables ARK to modify its portfolio positions accordingly, feeding the ARK Investment Ecosystem.

ARK Theme Developers

Theme Developers are thought leaders from a variety of fields, typically academia, who offer meaningful insights, experience, and knowledge about one of ARK's research themes. The ARK Team actively engages with these Theme Developers in its Open Source Research Process. ARK's Theme Developers do not receive any form of compensation for participating in the ARK Open Source Research Process and are only benefited through the exchange of ideas, knowledge and research. Also, ARK contractually obligates Theme Developers to, among other things: not exchange material non-public information; not share confidential information about ARK and/or its clients; and disclose all potential or actual conflicts of interest to ARK's Chief Compliance Officer ("CCO") initially and on an ongoing basis with respect to serving as a Theme Developer for ARK.

Types of Advisory Services

Advisory and Supervisory Services to the ARK ETFs

ARK provides investment advisory services to the ARK ETF Trust, a registered investment company. The ARK ETF Trust has seven separate series (each, an "ARK ETF", and collectively, "ARK ETFs"), which are exchange-traded funds. ARK serves as the investment adviser to each ARK ETF, subject to the general supervision of the Board of Trustees of the ARK ETF Trust. ARK's duties as adviser to each ARK ETF include furnishing a continuous investment program for the ARK ETFs and determining what investments or securities will be purchased, held or sold. After the initial two-year period following commencement of operations of the relevant ARK ETF, the ARK ETF Trust's Board of Trustees annually reviews and evaluates the services provided by ARK under the investment advisory agreement ("Advisory Agreement") and is asked to approve the agreement for an additional one-year period.

Pursuant to a supervision agreement between ARK and the ARK ETF Trust, with respect to each ARK ETF ("Supervision Agreement"), and subject to the general supervision of the Board of Trustees of the ARK ETF Trust, ARK also provides or causes to be furnished, all management, supervisory and other services reasonably necessary for the operation of each ARK ETF and bears the costs of various third-party services required by the ARK ETFs, including administration, certain custody, audit, legal, transfer agency, and printing costs. The Supervision Agreement also requires ARK to provide investment advisory services to the ARK ETFs pursuant to the Advisory Agreement.

Additional information regarding the services provided by ARK to the ARK ETF Trust can be found in the ARK ETFs' prospectuses and Statement of Additional Information, which are publicly available at www.ark-funds.com, on the EDGAR Database on the SEC's website (www.sec.gov) or by contacting the ARK ETFs' principal underwriter, Foreside Fund Services, LLC at Three Canal Plaza, Suite 100, Portland, ME 04101 or by calling 855-406-1506.

Advisory Services to Separately Managed Accounts, Pooled Investment Vehicles and Other Clients

ARK provides investment advisory services to certain separately managed accounts and pooled investment vehicles (some of which include retirement plans, tax-exempt entities, limited liability companies, public funds, foundations, endowments, insurance companies and their separately managed accounts, high net worth clients, emerging manager programs, and financial institutions and their customers and clients). ARK also provides sub-advisory services to U.S. and non-U.S. collectively managed funds sponsored by ARK's affiliate and/or third-parties ("Sub-Advised Funds"). ARK also provides advisory services to a private fund ("Private Fund"). ARK can provide investment advisory services to unit investment trusts ("UITs"), other mutual funds, and closed-end funds ("Other Registered Investment Companies").

Such accounts will be managed in accordance with investment objectives, guidelines, strategies, policies and restrictions established by each client and documented in a written advisory agreement (and related documents) with, or on behalf of, each client and ARK. Depending upon the contractual arrangements, ARK executes purchases and sales of securities for these accounts either through firms that the client directs ARK to use or through broker-dealer firms ARK selects including firms that can furnish ARK with investment research and other brokerage services. As described in more detail in Item 12, in executing trades for accounts where the client authorizes ARK to choose broker-dealers, ARK will seek to obtain the most favorable execution taking into consideration a number of factors, including price. Certain clients can choose to execute their own portfolio transactions based on advice and/or information provided by ARK (including through the provision of model portfolios to certain institutional clients). Additional detail about each of the client types to which ARK provides advisory services is provided in Item 7.

Advisory Services to Wrap and UMA Programs

ARK also offers investment advisory services to clients of wrap fee programs and provides nondiscretionary models to Unified Managed Account ("UMA") programs sponsored by non-affiliates. ARK's nondiscretionary services consist of furnishing model portfolios in various equity strategies, which the UMA program sponsor in some cases chooses to employ in its management of accounts under one or more managed account programs. For more information about the strategies that ARK offers to wrap and UMA programs, please see Item 8. ARK does not effect or arrange for the purchase or sale of any securities in connection with nondiscretionary model portfolios.

Typically, the sponsor of the wrap fee or UMA program charges a single fee to its clients for all services provided under the program (brokerage, custody and advisory) and pays its advisers, including ARK, a portion of the fee for the services that ARK provides. In some cases, wrap program clients enter into unbundled arrangements with the sponsor where they enter into investment management agreements directly with ARK. These are known as "dual contract" arrangements.

ARK's portfolios in wrap programs and nondiscretionary models for UMA programs typically hold fewer securities than portfolios managed in the comparable strategy outside of managed account programs, and can have different execution and trade rotation schedules. ARK cannot guarantee that the performance and composition of ARK's non-wrap portfolios will be similar to the performance results and composition of accounts in wrap fee programs and vice-versa due to a variety of reasons, including the difference in the types, availability and diversity of securities that can be purchased, economies of scale, regulations and other factors applicable to the management of ARK's non-wrap accounts.

Research Services

ARK can, subject to applicable law, discuss with clients, potential clients or other third parties, one or more issuers (public or private) that it does not then hold in any portfolio managed by ARK and which ARK could consider for investment. Any such discussions are solely for informational purposes, will only regard public information, and are not intended to constitute investment advice (except to the extent such discussions are investment advisory services specifically contemplated by an investment advisory agreement between ARK and a client). Such discussions could include, among other things, the views of ARK's portfolio manager or analysts regarding the issuer or its securities, the issuer's financial condition or prospects, or the merits generally of an investment (or non-investment) in that issuer or any industry or sector of which that issuer is a part. ARK is under no obligation to enter into such discussions with any client or all clients and can elect to have such discussions only with certain clients or with third parties in its sole discretion. ARK will not, as a result of any such discussion, be limited in any way from purchasing or selling investments of any such issuer, including investments that could be or appear to be inconsistent with the views expressed in such discussion, except as required by law.

Monthly 'mARKet Update' Conference Calls

ARK hosts a monthly webinar series presented by ARK's CEO/CIO Catherine D. Wood and her teams of thematic analysts. Each call offers a discussion on recent market developments, macro-economics, and new insights from thematic disruptive innovation over the last month. Each call includes a live question and answer session, where Ms. Wood and various ARK analysts take live questions via voice or text. Each call will only discuss public information. Each call is generally scheduled for the second Tuesday of the month and can be registered for at www.ark-invest.com.

Podcast 'FYI – For Your Innovation'

ARK hosts an on-going podcast series called "FYI - For Your Innovation". The podcast offers an intellectual discussion on recent developments across disruptive innovation—driven by research, news, controversies, companies, and technological breakthroughs. ARK analysts and guests provide a unique perspective on how to better understand disruptive innovation because we believe investing in innovation starts with understanding it. Podcast episodes are available at www.ark-invest.com and on commonly used podcast applications.

Research Publications and Client Services

ARK publishes most of its research analysis ("living research") on our external website in an on-going effort to educate investors on disruptive innovation. This initiative includes publication of blog articles, white papers, videos, or other content formats, hosting of educational research events, and sending of research newsletters and market commentaries to clients and subscribers.

Client-Tailored Services and Client-Imposed Restrictions

Generally, ARK provides advisory services to each client under the terms of an Advisory Agreement between ARK and the client.

As a general matter, ARK's management of any pooled investment vehicle or registered or unregistered fund will be in accordance with the governing documents for that vehicle or fund including the investment objective, guidelines, differentiated investment strategy or strategies, policies and restrictions for the vehicle or fund. ARK's management of such vehicle or fund is not intended to reflect the specific requirements or needs of any individual investor in the vehicle or fund.

ARK's management of a client's separately managed account will be consistent with the particular investment objective, guidelines, differentiated investment strategy or strategies, policies and restrictions the client selects for that account.

Within a given investment theme and consistent with the account or fund's stated investment objectives, investment strategies, guidelines, policies and restrictions, ARK typically has the authority to select which and how many securities and other instruments to buy or sell without consultation with the client (or, in the case of a fund, the management of or investors in the fund).

In certain circumstances, ARK will agree to manage a client's account subject to certain reasonable restrictions imposed by the client, including, without limitation, the exclusion of specific securities or types of securities, within that account, cash levels permitted in the account or techniques that can be used in managing the account. In addition, ARK can agree to manage a client's account where such client wishes to engage in securities lending, provided that sufficient restrictions are established to mitigate the risks of such practice. However, ARK reserves the right not to enter into an agreement with a prospective client, or to terminate an Advisory Agreement with an existing client, if any proposed limitation or restriction is, in ARK's opinion, likely to impair ARK's ability to appropriately provide services to a client or ARK otherwise believes the limitations or restrictions to be operationally impractical or unfeasible.

The menu of investment themes that ARK can make available to institutional clients, and a brief description of each theme's investment objective(s), along with the investment strategies used to achieve the objective and the material risks associated with such investment strategies, is provided in response to Item 8. Other investment themes not described in Item 8 can be made available to institutional clients, provided that doing so does not adversely impact the time and resources needed by ARK to manage the accounts of ARK's other clients. Additional detail about each investment theme is available at no charge by contacting ARK at 1-212-426-7040 or through www.ark-invest.com/contact.

The portfolio composition of accounts within the same investment theme can differ at any given time. These differences in portfolio composition are attributable to a variety of factors, including, but not limited to, the type of account (e.g., manner of trade execution), client objectives, guidelines, policies, practices (e.g., securities lending,) limitations and restrictions, size of the account, date of initial funding, whether ARK has investment discretion, and significant account activity (e.g., significant number of contributions and/or withdrawals). As a result, the performance of an account within a particular investment theme could differ from other accounts having the same investment strategy.

Discretionary Assets Under Management

As of February 29, 2020, ARK's assets under management totaled approximately $11,447,000,000 (rounded to the nearest million) and breaks out as follows:

- Discretionary: $4,476,000,000
- Non-discretionary: $6,971,000,000*

*This number includes the assets that are managed by others using our nondiscretionary model portfolios. ARK does not include assets managed by other persons based on non-discretionary model portfolios provided by ARK in the calculation of our regulatory assets under management in Part 1A, Item 5.F of the Form ADV.

ITEM 5 FEES AND COMPENSATION

Fees and Compensation

The following information describes ARK's compensation for the advisory services it provides to each type of client account.

ARK ETFs

In accordance with the Supervision Agreement, each ARK ETF pays ARK an annual fee ("Management Fee") in return for providing investment management and supervisory services (including the provision of all services typically needed for the operation of the ARK ETF) under a comprehensive unitary fee structure. The unitary fee structure allows each ARK ETF to pay for the advisory, supervisory, administrative, custody and other services they require under what is essentially an all-in fee structure. However, each ARK ETF bears other expenses that are not covered under the Supervision Agreement (i.e., that are not included in the Management Fee) that can vary and will affect the total level of expenses paid by each ARK ETF. Those expenses include taxes and governmental fees, certain transaction expenses, certain custodial fees and expenses, costs of borrowing money (including interest expenses), and extraordinary expenses (such as litigation and indemnification expenses), as well as various fees and expenses relating to regulatory reporting and filings and, preparing and sending reports to shareholders.

> Actively Managed ETFs. The annual Management Fee of 0.75% for each of the five actively managed ETFs is paid to ARK monthly in arrears based on the average daily net assets of each ARK ETF. Pursuant to the Advisory Agreement, the annual investment advisory fee payable to ARK by each ARK ETF, which fee is included within the Management Fee, is 0.55% of average daily net assets of each ARK ETF.
>
> Index ETFs. The annual Management Fee for the current two index ETFs of 0.48% for the ARK Israel Innovative Technology ETF and 0.65% for The 3D Printing ETF are paid to ARK monthly in arrears based on the average daily net assets of each ARK ETF. Pursuant to the Advisory Agreement, the annual investment advisory fee payable to ARK by each of these index ETFs, which fee is included within the Management Fee, is 0.30% of average daily net assets of each ARK ETF. The Index ETFs are also charged an additional 0.01% to cover foreign custodial fees and expenses.

Additional information about the fees charged to the ARK ETFs is available in the ARK ETFs' prospectuses and Statement of Additional Information, which are publicly available at www.ark-funds.com, on the EDGAR Database on the SEC's website (www.sec.gov), or by contacting the ARK ETFs' principal underwriter, Foreside Fund Services, LLC at Three Canal Plaza, Suite 100, Portland, ME 04101 or by calling 855-406-1506.

Separately Managed Accounts, Pooled Investment Vehicles and Other Clients: When ARK enters into an Advisory Agreement or other agreements to provide investment management or advisory services to clients, ARK will charge each such client a fee at a specified annual percentage rate of the client's assets under management ("AUM"). Fees also can include a performance component for certain clients and Private Fund, as discussed in Item 6.

Separately Managed Accounts

ARK's standard fee rates for management of separately managed accounts are normally between 0.40% and 0.60% of AUM. The fees charged to separately managed accounts are negotiable and typically will vary and can be reduced or can include breakpoints depending on a number of factors including, but not limited to: the type of client, the size of the account, the total amount of client AUM managed or advised by ARK, whether the client wishes to impose particular limitations or restrictions on ARK's discretionary investment authority (e.g., restrictions on the types of securities that ARK acquires for the account), and other business considerations. ARK generally imposes investment minimums on separately managed accounts.

ARK's fee rates do not include fees that separately managed account clients normally pay to other third-party service providers, including custodial, administrative, securities lending agent, consultant, brokerage, and exchange fees.

Generally, ARK will not enter into contracts with "most favored nation" clauses. However, certain institutional separately managed account clients could seek to include such clauses in their Advisory Agreements. These clauses generally would require ARK to decrease the fees charged to the "most favored nation" client if ARK entered into an advisory agreement at a lower fee rate with another similarly situated institutional client. The applicability of a "most favored nation" clause depends on factors including the degree of similarity between institutional clients, including the amount of AUM and the particular investment objective, strategy, guidelines, limitations, restrictions, policies, and practices applicable to each client. ARK will not agree to "most favored nation" clauses in all circumstances where institutional clients are similarly situated. ARK does not consider the fee structure charged to a seeding client for a new strategy to be applicable to most favored nation clauses, calculations or considerations.

Model Portfolios

ARK enters into agreements with certain institutional clients to provide them with periodic investment instructions or model portfolios based on the AUM of the portfolio in question. ARK's standard fee rates for such services normally are between 0.25% and 0.50% of AUM. These fees are negotiable and will depend on a variety of factors, including customary rates of other similar advisers for providing substantially the same advisory services in the jurisdiction in question.

Pooled Investment Vehicles.

ARK's fees for providing management and advisory services to pooled investment vehicles, which can include performance-based fees, are described in the offering documents for such vehicles. Further information about ARK's ability to receive performance-based fees is described below in response to Item 6.

Sub-Advised Funds.

The fees charged to any Sub-Advised Funds are negotiable and in some cases ARK receives fees from Sub-Advised Funds that are different from those it receives for managing separately managed accounts or directly advised pooled investment vehicles. For funds that ARK sub-advises, the respective fund's adviser (not ARK) typically provides administrative, regulatory compliance, distribution, marketing and shareholder services, including any necessary disclosures to and communications with shareholders. ARK's fee will be a component of the total investment advisory fee paid by an investor in the specific sub-advised fund. Additional detail about the fees charged to an investor in any such Sub-Advised Fund will be available in (i) the sub-advised fund's then-current prospectus and Statement of Additional Information (if the fund is a U.S. registered investment company), (ii) in the offering document for an unregistered fund or (iii) similar disclosure documents for a non-U.S. sub-advised fund.

Wrap Fee and UMA Program Fees.

Typically, a managed account sponsor client pays the sponsor a single asset-based fee for brokerage, custody and advisory services and ARK is paid by the sponsor for ARK's services. For additional information about the fees that a wrap account client could incur, please review the sponsor's brochure for the wrap program. We negotiate the fee for ARK's services to wrap and UMA programs with the sponsor of the programs. The fees negotiated with the sponsor for ARK's advisory service to such programs vary and depend on such factors as the asset class, market capitalization of the strategy, and discretionary versus nondiscretionary services. ARK can individually negotiate its fees for dual contract managed accounts dependent on the sponsor program and does not have a standard fee schedule.

Payment of Fees

The Management Fee paid by the ARK ETFs and Sub-Advised Funds to ARK is calculated daily and paid monthly in arrears based on the average daily net assets of the relevant fund.

Generally, ARK will bill separately managed account clients and firms receiving investment instructions or model portfolio services quarterly in arrears based on the average market value of assets in the account as of the last day of each calendar month during such quarter.

Certain separately managed account clients, however, have the option to pay their advisory fees up to one quarter in advance. If a client with a separately managed account or model services terminates its Advisory Agreement with ARK before the end of the period through which the advisory fee has been paid, the fee previously paid will be prorated based on the number of days elapsed in that period prior to the termination, and the unearned portion will be refunded by ARK to the client.

Pooled Investment Vehicles, Sub-Advised Funds and Other Registered Investment Companies accrue asset-based management, advisory or sub-advisory fees daily and pay such fees to ARK monthly, quarterly or periodically in arrears (as described in the prospectus, offering document or other disclosure document) for the vehicle, fund or investment company. The Private Fund accrues asset-based management fees monthly and ARK deducts such fees monthly in arrears, as further described in the offering documents. ARK may agree to waive, reduce or calculate differently all or any portion of the management fees otherwise due to the ARK with respect to any investment.

A client can pay fees directly to ARK or can instruct its custodian to pay fees from the client's account. In instances in which a client has authorized direct billing, the client's "qualified custodian" for purposes of the Custody Rule (as defined below) sends periodic statements, no less frequently than quarterly, showing all transactions to the account in accordance with Rule 206(4)-2 ("Custody Rule") under the Investment Advisers Act of 1940, as amended ("Advisers Act"). Clients can also request that billings be made directly to the client or a designated third party if authorized in writing by the client. Under no circumstances will ARK receive fees that are not in compliance with the Custody Rule.

Third-Party Fees

Clients pay brokerage commissions and any other costs associated with the trading, maintenance, and operations of their accounts. Please see Item 12, "Brokerage Practices," for additional information about ARK's brokerage practices.

Separately managed account clients generally engage their own custodians and are responsible for fees and other charges associated with their custodians. Separately managed account clients have the option to engage their own administrator, securities lending agent, and consultants and are responsible for fees and other charges associated with the services provided by such entities.

If ARK invests a client's assets in a mutual fund, exchange-traded fund or other collective unitized vehicle, the client could incur expenses and fees as a shareholder of those such funds. These expenses include advisory/management fees, service and/or distribution fees, administrative expenses, and other fund operating expenses. Clients wishing to obtain more information about the fees and expenses that apply due to investing in mutual funds or exchange-traded funds should contact ARK. Clients can also obtain more information by reviewing the relevant prospectuses for the mutual funds, exchange-traded funds or collective unitized vehicles in which the clients' assets are invested.

As further detailed in the offering documents, the Private Fund (as well as, indirectly, any investors therein) will bear all expenses and obligations related to their operations, including, without limitation, organizational and offering expenses (including, without limitation, related travel, lodging and meal expenses), investment related fees and expenses, including, without limitation, trading related expenses and related software expenses; fees and expenses of any external consultants and administrators; regulatory and other reporting and filing expenses and costs; due diligence and investment-related travel expenses; government expenses; taxes; administrative expenses, legal expenses and external accounting expenses; research and market data expenses; valuation-related expenses; costs of reports and other communications to investors; custodial fees and related expenses; directors' and officers' liability insurance and other insurance; and indemnification expenses and other extraordinary expenses. However, ARK may choose to absorb any such expenses incurred on behalf of the Private Fund. ARK reserves the right

Outside Compensation for the Sale of Securities

Neither ARK nor its supervised persons accept or receive compensation for the sale of securities or other investment products outside of their association with ARK.

ITEM 6 PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

ARK offers performance fee arrangements. A performance fee arrangement is a method of compensating an investment adviser based on a share of the gains or appreciation of the client's assets under management. The fee structure will consist of a base fee and a performance fee. Performance fee rates will be negotiable. A client can negotiate the base fee rate, performance fee rate, the index used to calculate the performance fee, or the use of no index in calculating the performance fee. Performance fee arrangements are not necessarily available for all investment themes and must be approved by ARK on a case-by-case basis. Any performance fee that ARK charges is intended to comply with requirements of Rule 205-3 under Adviser's Act. Subject to certain limitations (such as loss carryforward provisions), the Private Fund's managing member is entitled to receive an allocation of net profits, as further described in the offering documents.

Performance fee arrangements provide an incentive for ARK to seek to maximize the investment return of accounts paying performance fees by making investments that are subject to greater risk or are more speculative than would be the case if ARK's compensation was not based upon the investment return of such accounts. Under such arrangements, ARK's performance is contingent upon the return experienced by the client, which is computed based upon unrealized and realized appreciation of assets in the client's account. Accounts participating in a performance fee arrangement could pay ARK more compensation when compared to standard fee rates. Consequently, ARK would be incentivized to favor performance fee accounts in allocating profitable investments or to devote more resources toward such accounts' management.

ARK has a fiduciary duty to act in the best interests of its clients. As part of ARK's fiduciary duty, ARK owes a duty of loyalty to its clients. Nevertheless, because ARK has multiple clients, whose interests are not necessarily aligned, ARK's duty of loyalty to one client could conflict with its duty of loyalty to another, including with respect to allocating trades. To address conflicts of interest that arise in the trade allocation process, ARK has adopted a side-by-side management and trade rotation policy intended to provide fair and equitable treatment to its clients over time, consistent with ARK's duty of loyalty. ARK and its personnel endeavor to ensure that, over time: each client is treated fairly as to the securities purchased or sold for its account; each client is treated fairly with respect to priority of execution of orders; and each client is treated fairly in the allocation of investment opportunities.

Because of the diversity of investment goals, risk tolerances, tax situations, and differences in the timing of capital investments/contributions and redemptions/withdrawals, investment positions in client accounts inevitably will differ among client accounts. All allocations of securities among client accounts are intended to be consistent with each client account's investment goals and financial situation, and the foregoing principles. ARK intends to apportion or allocate business opportunities among client accounts on a basis that is fair and equitable over time to the maximum possible extent.

In addition, ARK seeks to mitigate the potential conflicts of interest that could arise from managing accounts that bear a performance fee by monitoring and diligently enforcing its policies and procedures, including those related to investment allocation, and complying with Rule 205-3 under the Advisers Act as stated above.

ITEM 7 TYPES OF CLIENTS

ARK ETFs

Currently, ARK is the investment manager and provides management and supervisory services to the ARK ETFs:

ARK Genomic Revolution ETF (ARKG)
ARK Autonomous Technology & Robotics ETF (ARKQ)
ARK Innovation ETF (ARKK)
ARK Next Generation Internet ETF (ARKW)
ARK Israel Innovative Technology ETF (IZRL)
The 3D Printing ETF (PRNT)
ARK Fintech Innovation ETF (ARKF)

The ARK ETFs are exchange-traded funds. Each ARK ETF is a non-diversified, open-end management investment company registered under the Investment Company Act of 1940, as amended ("1940 Act"), whose shares are registered for sale under the Securities Act of 1933, as amended ("1933 Act").

ARK's services to each ARK ETF are supervised by the governing board of the ARK ETF Trust, currently composed of four Trustees. For independence purposes, three of the four Trustees are not "interested persons" of the ARK ETF Trust or ARK. Additional information about each ARK ETF, including the services that ARK provides and the ARK ETFs' investment objectives, strategies and risks, can be found in the ARK ETFs' prospectuses and Statement of Additional Information, which are publicly available at www.ark-funds.com, on the EDGAR Database on the SEC's website (www.sec.gov) or by contacting the ARK ETFs' principal underwriter, Foreside Fund Services, LLC at Three Canal Plaza, Suite 100, Portland, ME 04101 or by calling 855-406-1506.

ARK Quarterly ETF Webinar. ARK holds a Quarterly call following the completion of each calendar quarter to discuss the performance of the ARK ETFs. During the Quarterly call, performance, composition, outlook, and commentary will be provided for each of the ARK ETFs, followed by a live Question and Answer session. This information is not investment advice and will only discuss public information. Archived calls and materials will be posted to the ARK website for at least a quarter and can be found at www.ark-funds.com. All interested parties can obtain more information or sign up for the calls at www.ark-funds.com. Such calls are scheduled for the second Thursday following a quarter end at 4:15PM EST unless otherwise announced.

Separately Managed Accounts, Pooled Investment Vehicles and Other Clients

ARK currently provides investment advisory services to certain separately managed accounts for U.S. institutions (which can include retirement plans, tax-exempt entities, public funds, foundations, endowments, insurance companies and their separately managed accounts, emerging manager programs, and financial institutions and their customers and clients), non-U.S. institutions, high net worth clients (which can include individual investors, trusts and smaller employee benefit plans), pooled investment vehicles (including the Private Fund), Sub-Advised Funds (as described more fully above in response to Items 4 and 5) retail clients and Other Registered Investment Companies (such as mutual funds and unit investment trusts). ARK typically will require that accounts have a minimum account size of $75,000 dollars, and minimum account values vary by client type. The Private Fund generally imposes investment minimums for investors, as described in more detail in the offering documents.

Advisory Services to Wrap and UMA Programs

ARK also offers investment advisory services to clients of wrap fee programs and provides nondiscretionary models to UMA programs sponsored by non-affiliates. ARK's nondiscretionary services consist of furnishing model portfolios in various equity strategies, which the UMA program sponsor could choose to employ in its management of accounts under one or more managed account programs. For more information about the strategies that ARK can offer to wrap and UMA programs, please see Item 8. ARK does not effect or arrange for the purchase or sale of any securities in connection with nondiscretionary model portfolios.

ITEM 8 METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

ARK offers the following multi-sector, theme-based investment strategies to clients by, under normal circumstances, generally investing primarily in U.S. and non-U.S. equity securities of companies that are relevant to each differentiated theme. The Cryptocurrency Theme is unique in that it invests exclusively in cryptocurrencies. In selecting companies that ARK believes are relevant to a particular investment theme, it seeks to identify, using its own internal research and analysis, companies capitalizing on disruptive innovation or that are enabling the further development of a theme (or elements of a theme) in the markets in which they operate. ARK's internal research and analysis leverages insights from diverse sources, including social media, external research and the input of ARK's Theme Developers, to advance and refine its investment themes and identify and take advantage of trends that have ramifications for individual companies or entire industries.

ARK's distinct investment process is described more fully in response to Item 4. Please refer to Item 4 for more information.

ARK currently focuses on the following themes:

Theme	**Portfolio Manager**
FinTech Innovation	Catherine D. Wood
Genomic Revolution	Catherine D. Wood
Autonomous Technology & Robotics	Catherine D. Wood
Next Generation Internet	Catherine D. Wood
Disruptive Innovation	Catherine D. Wood
3D Printing	Catherine D. Wood
Israel Innovative Technology	Catherine D. Wood
Mobility-as-a-Service (MaaS)	Catherine D. Wood
Space	Catherine D. Wood
Cryptocurrency	Catherine D. Wood

ARK can manage accounts with investment themes that are different from those listed above. In such cases, each client account will be managed in accordance with the investment objective, guidelines, strategy or strategies, policies and restrictions established by each client and documented in a written Advisory Agreement (and related documents) with or on behalf of each client and ARK.

A brief description of each multi-sector, disruptive innovation theme and the investment objective and general investment strategies typically used in managing client assets, including the methods of analysis, and the material risks associated with investing in each disruptive innovation theme are provided below.

There is no guarantee that ARK's investment process and strategies will meet the investment objectives and goals of its clients. Additionally, the investment strategies and techniques ARK uses with respect to each investment theme might vary over time depending on various factors. ARK can give advice and take action for clients that can differ from advice given or the timing or nature of action taken for other clients with different goals. ARK is not obligated to initiate transactions for clients in any security that its principals, affiliates or employees have the ability to purchase or sell for their own accounts or for other clients.

ARK manages both discretionary and non-discretionary accounts. However, even where ARK has discretion, clients have the ability to place reasonable limitations and restrictions on the management of their accounts. Clients can also direct ARK to sell, or to avoid selling, particular securities for the purpose of realizing a capital loss or avoiding a capital gain.

Summaries of investment objectives, principal investment strategies and material risks that are provided below are necessarily limited and are presented for general information purposes in accordance with regulatory requirements. Consequently, these summaries are in all instances qualified and superseded by the descriptions of objectives, guidelines, strategies, limitations, restrictions, and risks, and any portfolio reports and other communications that are provided to each client in connection with the creation and maintenance of the client's own account with ARK. Additional detail about each theme can be obtained at no charge by contacting ARK at 1-212-426-7040 or through www.ark-invest.com/contact.

Investing in securities involves the risk of monetary loss, and clients investing their money with ARK should be prepared to bear that loss. None of the accounts, investment vehicles, funds or investment companies for which ARK provides portfolio management services is a deposit in any bank, nor are those accounts, investment vehicles, funds or investment companies insured or guaranteed by the Federal Deposit Insurance Corporation or any other U.S. governmental agency.

Considerations for Separately Managed Account Clients: Separately managed account clients should bear in mind that ARK's investment themes can involve moderately high turnover ratios. Thus, the potential for high volatility and increased transaction costs (including increased brokerage and taxes) exists.

Tax Considerations: Tax efficiency is generally a consideration in the management of ARK accounts, unless tax management for a particular account (or types of accounts) is not necessary or appropriate. Certain investments utilized can have unique and significant tax implications. Clients should consult with a tax professional prior to investing.

IRS Circular 230 Disclosure: ARK, its agents and employees are not in the business of providing tax, regulatory, accounting or legal advice. This Brochure and any tax-related statements provided by ARK are not intended or written to be used, and cannot be used or relied upon, by any such taxpayer for the purpose of avoiding tax penalties. Any such taxpayer should seek advice based on the taxpayer's particular circumstances from an independent tax advisor.

Note: The narrative discussion of each investment theme includes a list of the material risks that may be associated with an investment in that theme. A description of each of the named risks is included at the end of this Item 8, following the narrative discussion of all of the investment themes.

Descriptions of Investment Themes

Cryptocurrency Theme

Investment Objective: Wealth preservation by providing exposure to cryptocurrency.

Principal Investment Strategies: The Cryptocurrency theme-based investment strategy invests exclusively in cryptocurrencies considered to be relevant to cryptocurrency innovation. The theme invests primarily (and at times will invest exclusively) in bitcoin, the largest cryptocurrency by network value. In selecting cryptocurrencies, ARK uses its internal research and analysis to identify assets that hold the strongest assurances of money integrity and wealth preservation. ARK applies both a top down and bottom up approach to analyzing potential investments. The top down analysis includes macro indicators and sentiment, global adoption, infrastructure development, and regulations. The bottom up analysis includes fundamental and quantitative metrics for individual cryptocurrencies.

Material Risks: Cryptocurrency Risk; Cryptocurrency Tax Risk; Valuation Risk; Counterparty Risk; Liquidity Risk; Leverage Risk; Market Risk; Concentration Risk; Futures, Options, Swaps, and Commodities Risk; Forward Trading Risk; Short Sales Risk; Hedging Transactions Risk; Foreign Securities Risk; and Technology and Cyber Security Risks.

FinTech Innovation Theme

Investment Objective: Long-term growth of capital.

Principal Investment Strategies: The FinTech Innovation theme-based investment strategy invests primarily in domestic and foreign equity securities of companies that are relevant to the investment theme of Financial Technology, or FinTech ("FinTech Companies"). ARK believes companies relevant to this theme are those that are substantially focused on and expected to benefit from shifting the bases of the financial sector and economic transactions to technology infrastructure platforms, and technological intermediaries. These companies may also include ones that develop, use or rely on innovative payment platforms and methodologies, point of sale providers, transactional innovations, business analytics, fraud reduction, frictionless funding platforms, peer to peer lending, intermediary exchanges, asset allocation technology, blockchain technologies, mobile payments, and risk pricing and pooling aggregators.

Material Risks: Blockchain Investments Risk; Communications Sector Risk; Equity Securities Risk; Financial Sector Risk; FinTech Risk; Foreign Securities Risk (including Depositary Receipts Risk), Issuer Risk; Large-Capitalization Companies Risk; Management Risk; Market Risk; Market Trading Risk; Micro-Capitalization Companies Risk; Small- and Medium-Capitalization Companies Risk; Innovative Technology Risk; Next Generation Internet Companies Risk; Information Technology Sector Risk; International Closed Market Risk; and Technology and Cyber Security Risks.

Genomic Revolution Theme

Investment Objective: Long-term growth of capital.

Principal Investment Strategies: The Genomic Revolution theme-based investment strategy invests primarily in domestic and foreign equity securities of companies across multiple sectors, including health care, information technology, materials, energy and consumer discretionary, that are relevant to the investment theme of the genomics revolution ("Genomic Revolution Companies"). The Adviser believes companies relevant to this theme are those that ARK believes are substantially focused on and are expected to substantially benefit from extending and enhancing the quality of human and other life by incorporating

technological and scientific developments, improvements and advancements in genomics into their business, such as by offering new products or services that rely on genomic sequencing, analysis, synthesis or instrumentation. These companies may include ones that develop, produce, manufacture or significantly rely on or enable bionic devices, bio-inspired computing, bioinformatics, molecular medicine and agricultural biotechnology.
Material Risks: Equity Securities Risk; Foreign Securities Risk (including Depositary Receipts Risk); Future Expected Genomic Business Risk; Health Care Sector Risk; Issuer Risk; Large-Capitalization Companies Risk; Management Risk; Market Risk; Market Trading Risk; Innovative Technology Risk; Micro-Capitalization Companies Risk; Small- and Medium-Capitalization Companies Risk and Technology and Cyber Security Risks.

Autonomous Technology & Robotics (Industrial Innovation) Theme
Investment Objective: Long-term growth of capital.
Principal Investment Strategies: The Autonomous Technology & Robotics theme-based investment strategy invests primarily in domestic and foreign equity securities of companies that are relevant to the investment theme of Autonomous Technology & Robotics ("Autonomous Technology & Robotics"). The Adviser believes companies relevant to this theme are those that ARK expects to focus on and benefit from the development of new products or services, technological improvements and advancements in scientific research related to, among other things, disruptive innovation in energy ("energy transformation companies"), automation and manufacturing ("automation transformation companies"), materials, and transportation. ARK considers a company to be an energy transformation company if it seeks to capitalize on innovations or evolutions in: (i) ways that energy is stored or used; (ii) the discovery, collection and/or implementation of new sources of energy, including unconventional sources of oil or natural gas and/or (iii) the production or development of new materials for use in commercial applications of energy production, use or storage. ARK considers a company to be an automation transformation company if it is focused on humans capitalizing on the productivity of machines, such as through the automation of functions, processes or activities previously performed by human labor or the use of robotics to perform other functions, activities or processes.
Material Risks: Equity Securities Risk; FinTech Risk; Foreign Securities Risk (including Depositary Receipts Risk); Industrials Sector Risk; Information Technology Sector Risk; Innovative Technology Risk; Issuer Risk; Large-Capitalization Companies Risk; Management Risk; Market Risk; Market Trading Risk; Micro-Capitalization Companies Risk; and Small- and Medium-Capitalization Companies Risk and Technology and Cyber Security Risks.

Next Generation Internet Theme (Web x.0)
Investment Objective: Long-term growth of capital.
Principal Investment Strategies: The Next Generation Internet theme-based investment strategy invests primarily in domestic and foreign equity securities of companies that are relevant to the investment theme of Next Generation Internet ("Next Generation Internet Companies"). The Adviser believes companies relevant to this theme are focused on and expected to benefit from shifting the bases of technology infrastructure from hardware and software to the cloud, enabling mobile and local services, such as companies that rely on or benefit from the increased use of shared technology, infrastructure and services. These companies may include mail order houses which generate the entirety of their business through websites and which offer internet-based products and services, such as streaming media or cloud storage in addition to traditional physical goods. These companies may also include ones that develop, use or rely on innovative payment methodologies, big data, the internet of things, and social distribution, cybersecurity, cryptocurrencies, media and technologies that make financial services more efficient.

Material Risks: Communications Sector Risk; Cryptocurrency Risk; Cryptocurrency Tax Risk; Emerging Markets Securities Risk; Equity Securities Risk; FinTech Risk; Foreign Securities Risk (including Depositary Receipts Risk); Information Technology Sector Risk; Issuer Risk; Large-Capitalization Companies Risk; Management Risk; Innovative Technology Risk; Market Risk; Market Trading Risk; Micro-Capitalization Companies Risk; and Small- and Medium-Capitalization Companies Risk; Next Generation Internet Companies Risk; and Technology and Cyber Security Risks.

Disruptive Innovation Theme

Investment Objective: Long-term growth of capital.

Principal Investment Strategies: The Disruptive Innovation theme-based investment strategy invests primarily in domestic and foreign equity securities of companies that are relevant to the investment theme of disruptive innovation. The Adviser believes companies relevant to this theme are Genomic Revolution Companies, Industrial Innovation Companies or Next Generation Internet (Web x.0) Companies. For accounts using this strategy, ARK will select investments that represent its highest-conviction investment ideas within the theme of disruptive innovation.

Material Risks: Communications Sector Risk; Consumer Discretionary Risk; Cryptocurrency Risk; Cryptocurrency Tax Risk; Emerging Markets Securities Risk; Equity Securities Risk; FinTech Risk; Foreign Securities Risk (including Depositary Receipts Risk); Future Expected Genomic Business Risk; Health Care Sector Risk; Industrials Sector Risk; Information Technology Sector Risk; Issuer Risk; Innovative Technology Risk; Large-Capitalization Companies Risk; Management Risk; Market Risk; Market Trading Risk; Micro-Capitalization Companies Risk; Small- and Medium-Capitalization Companies Risk; Next Generation Internet Companies Risk; and Technology and Cyber Security Risks.

3D Printing Theme

Investment Objective: Long-term growth of capital.

Principal Investment Strategies: The 3D Printing theme-based investment strategy invests primarily in domestic and foreign equity securities of companies that are relevant to the investment theme of 3D Printing ("3D Printing Companies"). The Adviser believes companies relevant to this theme are focused on and expected to benefit from the next industrial revolution of "additive manufacturing" that is collapsing the time between design and production. As technology evolves and the costs continue to decline, the technology should provide greater design complexity, accuracy, efficiency, customization, and prototyping. Performance will closely correspond, before fees and expenses, to the Total 3-D Printing Index. The Total 3D-Printing Index attempts to track the price movements of equity securities of companies involved in the 3D Printing industry. The Index is composed of equity securities and depositary receipts of exchange listed companies from the U.S., non-U.S. developed markets and Taiwan that are engaged in 3D printing related businesses within the following business lines: (i) 3D printing hardware, (ii) computer aided design and 3D printing simulation software, (iii) 3D printing centers, (iv) scanning and measurement, and (v) 3D printing materials. The index is a total return index calculated in USD, and rebalanced quarterly.

Material Risks: Concentration Risk; Foreign Securities (including Depositary Receipts Risk); Equity Securities Risk; Index Tracking Risk; Information Technology Sector Risk; Innovative Technology Risk; International Closed-Market Trading Risk; Investable Universe of Companies Risk, Issuer Risk; Large-Capitalization Companies Risk; Management Risk; Market Risk; Market Trading Risk; Micro-Capitalization Companies Risk; Portfolio Turnover Risk; Replication Management Risk; Small- and Medium-Capitalization Companies Risk; Health Care Sector Risk; Industrials Sector Risk; and Technology and Cyber Security Risks.

Israel Innovative Technology Theme
Investment Objective: Long-term growth of capital.
Principal Investment Strategies: The Israel Innovative Technology theme-based investment strategy invests primarily in domestic and Israeli equity securities of companies that are relevant to the investment theme of disruptive innovation. Companies must be incorporated in and/or domiciled in Israel and, must publicly trade on an Israeli or United States exchange to be considered for the strategy. The Adviser believes companies relevant to this theme are Genomic Revolution Companies, Industrial Innovation Companies or Next Generation Internet Companies. For accounts using this strategy, ARK will seek to closely correspond to the ARK Israeli Innovation Index, selecting investments that represent investment ideas within the theme of innovative technology.
Material Risks: Concentration Risk; Foreign Securities Risk (including Depository Receipts Risk); Equity Securities Risk; Foreign Securities Risk; Future Expected Genomic Business Risk; Health Care Sector Risk; Index Tracking Risk; Industrials Sector Risk; Information Technology Sector Risk; Innovative Technology Risk; Investable Universe of Companies Risk; Israel Risk;, Issuer Risk; Large-Capitalization Companies Risk; Management Risk; Market Risk; Market Trading Risk; Micro-Capitalization Companies Risk; Replication Management Risk; Small- and Medium-Capitalization Companies Risk; and Next Generation Internet Companies Risk.

Mobility-as-a-Service (MaaS) Theme
Investment Objective: Long-term growth of capital.
Principal Investment Strategies: The Mobility-as-a-Service (MaaS) theme-based investment strategy invests primarily in domestic and foreign equity securities of companies that are relevant to the investment theme of Mobility-as-a-Service ("MaaS Companies"). The Adviser believes companies relevant to this theme are focused on and expected to benefit from the shift to self-driving vehicles and other autonomous platforms (including passenger drones), decreasing the price and increasing the flexibility of personal mobility. Platform technology providers will likely be more valuable than automakers and will comprise an ecosystem alongside manufacturers and lead generators. The shift from the internal combustion engine to electric vehicles will be a key component of the transition.
Material Risks: Equity Securities Risk; Foreign Securities Risk (including Depositary Receipts Risk); Industrials Sector Risk; Information Technology Sector Risk; Issuer Risk; Large-Capitalization Companies Risk; Management Risk; Market Risk; Market Trading Risk; Innovative Technology Risk; Micro-Capitalization Companies Risk; Small- and Medium-Capitalization Companies Risk; Next Generation Internet Companies Risk; and International Closed Market Risk.

Space Theme
Investment Objective: Long-term growth of capital.
Principal Investment Strategies: The Space theme-based investment strategy invests primarily in domestic and foreign equity securities of companies that are relevant to the investment theme of Space ("Space Companies"). The Advisers believe companies relevant to this theme are those that are substantially focused on and expected to benefit from the expansion of space-related sectors. This includes companies that are involved in space-related businesses such as the manufacturing of rockets and their launch into outer space as well as the operation of satellites, and businesses related to drones and other aircrafts that operate within the Earth's atmosphere. This also may include companies that provide core technology to support these businesses and companies that stand to benefit from aerospace activities and increased global connectivity.
Material Risks: Communications Sector Risk; Consumer Discretionary Sector Risk; Equity Securities Risk; Foreign Securities Risk (including Depositary Receipts Risk); Industrials Sector Risk; Information Technology Sector Risk; International Closed Market Risk; Issuer Risk; Large-Capitalization Companies Risk;

Management Risk; Market Risk; Market Trading Risk; Innovative Technology Risk; Micro-Capitalization Companies Risk; Small- and Medium-Capitalization Companies Risk; Next Generation Internet Companies Risk; and Technology and Cyber Security Risks.

Wrap Fee and UMA Programs

ARK's management of the strategies that it offers to Wrap Fee (including dual contract) and UMA Programs is similar to ARK's management of the strategies that it offers to non-wrap clients described above, except for the differences noted in Item 4 under "Participation in Wrap Programs." ARK offers versions of its strategies that it offers to ARK's separate account and collectively managed vehicle clients to sponsors of wrap fee and UMA programs.

Descriptions of Material Risks

Blockchain Investments Risk. An investment in companies actively engaged in blockchain technology may be subject to the following risks:

- The technology is new and many of its uses may be untested. The mechanics of using distributed ledger technology to transact in other types of assets, such as securities or derivatives, is less clear. There is no assurance that widespread adoption will occur. A lack of expansion in the usage of blockchain technology could adversely affect an investment in an investment vehicle.
- Theft, loss or destruction. Transacting on a blockchain depends in part specifically on the use of cryptographic keys that are required to access a user's account (or ''wallet''). The theft, loss or destruction of these keys impairs the value of ownership claims users have over the relevant assets being represented by the ledger (whether ''smart contracts,'' securities, currency or other digital assets). The theft, loss or destruction of private or public keys needed to transact on a blockchain could also adversely affect a company's business or operations if it were dependent on the ledger.
- Competing platforms and technologies. The development and acceptance of competing platforms or technologies may cause consumers or investors to use an alternative to blockchains.
- Developmental risk. Blockchain technology may never develop optimized transactional processes that lead to realized economic returns for any company in which an investment vehicle invests. Companies that are developing applications of block chain technology applications may not in fact do so or may not be able to capitalize on those blockchain technologies. The development of new or competing platforms may cause consumers and investors to use alternatives to blockchains.
- Intellectual property claims. A proliferation of recent startups attempting to apply blockchain technology in different contexts means the possibility of conflicting intellectual property claims could be a risk to an issuer, its operations or its business. This could also pose a risk to blockchain platforms that permit transactions in digital securities. Regardless of the merit of any intellectual property or other legal action, any threatened action that reduces confidence in the viability of blockchain may adversely affect an investment in an investment vehicle.
- Lack of liquid markets, and possible manipulation of blockchain-based assets. Digital assets that are represented and trade on a blockchain may not necessarily benefit from viable trading markets. Stock exchanges have listing requirements and vet issuers, and perhaps users. These conditions may not necessarily be replicated on a blockchain, depending on the platform's controls and other policies. The more lenient a blockchain is about vetting issuers of digital assets or users that transact on the platform, the higher the potential risk for fraud or the manipulation of digital assets. These factors

may decrease liquidity or volume or increase volatility of digital securities or other assets trading on a blockchain.

- Lack of regulation. Digital commodities and their associated platforms are largely unregulated, and the regulatory environment is rapidly evolving. Because blockchain works by having every transaction build on every other transaction, participants can self-police any corruption, which can mitigate the need to depend on the current level of legal or government safeguards to monitor and control the flow of business transactions. As a result, companies engaged in such blockchain activities may be exposed to adverse regulatory action, fraudulent activity or even failure.
- Third party product defects or vulnerabilities. Where blockchain systems are built using third party products, those products may contain technical defects or vulnerabilities beyond a company's control. Open-source technologies that are used to build a blockchain application may also introduce defects and vulnerabilities.
- Reliance on the Internet. Blockchain functionality relies on the Internet. A significant disruption of Internet connectivity affecting large numbers of users or geographic areas could impede the functionality of blockchain technologies and adversely affect investment vehicles. In addition, certain features of blockchain technology, such as decentralization, open source protocol, and reliance on peer-to-peer connectivity, may increase the risk of fraud or cyber-attack by potentially reducing the likelihood of a coordinated response.
- Line of business risk. Some of the companies in which investment vehicles may invest are engaged in other lines of business unrelated to blockchain and these lines of business could adversely affect their operating results. The operating results of these companies may fluctuate as a result of these additional risks and events in the other lines of business. In addition, a company's ability to engage in new activities may expose it to business risks with which it has less experience than it has with the business risks associated with its traditional businesses. Despite a company's possible success in activities linked to its use of blockchain, there can be no assurance that the other lines of business in which these companies are engaged will not have an adverse effect on a company's business or financial condition.

Communications Sector Risk. Communication companies are particularly vulnerable to the potential obsolescence of products and services due to technological advancement and the innovation of competitors. Companies in the communications sector may also be affected by other competitive pressures, such as pricing competition, as well as research and development costs, substantial capital requirements and government regulation. Additionally, fluctuating domestic and international demand, shifting demographics and often unpredictable changes in consumer tastes can drastically affect a communication company's profitability. While all companies may be susceptible to network security breaches, certain companies in the communications sector may be particular targets of hacking and potential theft of proprietary or consumer information or disruptions in service, which could have a material adverse effect on their businesses.

Consumer Discretionary Risk. The consumer discretionary sector may be affected by changes in domestic and international economies, exchange and interest rates, competition, consumers' disposable income and consumer preferences, social trends and marketing campaigns.

Concentration Risk. The assets in the two index-based thematic investment accounts offered by ARK will be concentrated in a particular industry or group of industries to the extent the relevant index concentrates in a particular industry or group of industries. Therefore, such accounts will be subject to the risk that economic, political or other conditions that have a negative effect on one or more of the identified industries or sectors may negatively impact such accounts to a greater extent than if the assets were invested in a wider variety of industries or sectors.

Conflicts of Interest Risks: Various conflicts of interest are discussed throughout this document. Please review this information carefully and contact ARK if you have any questions.

Like other investment advisers, ARK is subject to various conflicts of interest in the ordinary course of its business. ARK strives to identify potential risks, including conflicts of interest, which are inherent in ARK's business. When actual or potential conflicts of interest are identified, ARK seeks to address such conflicts through one or more of the following methods:

- elimination of the conflict;
- disclosure of the conflict; or
- management of the conflict through the adoption of appropriate policies and procedures.

ARK follows its policies on business ethics, insider trading, personal trading and information barriers. ARK has adopted a code of ethics (see Item 11), allocation policies and conflicts of interest policies, among others, and has adopted supervisory procedures to assess compliance with our policies. ARK cannot guarantee, however, that its policies and procedures will detect and prevent, or lead to the disclosure of, each and every situation in which a conflict may arise.

Counterparty Risk. An exchange or over-the-counter ("OTC") counterparty may not settle a transaction in accordance with its terms and conditions, which could result in a loss. There is a risk of trade failure and non-performance by exchanges and OTC counterparties, and such non-performance may result in unrealized trades.

Cryptocurrency Risk. Cryptocurrency (notably, bitcoin), often referred to as "virtual currency", "digital currency," or "digital assets," operates as a decentralized, peer-to-peer financial exchange and value storage that is used like money. ARK's Clients may have exposure to bitcoin, a cryptocurrency, indirectly through an investment such as the Bitcoin Investment Trust ("GBTC"), a privately offered, open-end investment vehicle, other investment vehicles, or directly through investment in pooled investment vehicles managed by ARK. Clients invested in the Private Fund may also have exposure to cryptocurrencies other than bitcoin. Cryptocurrency operates without central authority or banks and is not backed by any government. Even indirectly, cryptocurrencies (i.e., bitcoin) may experience very high volatility and related investment vehicles like GBTC may be affected by such volatility. As a result of holding cryptocurrency, certain of ARK's Clients may also trade at a significant premium to NAV. Cryptocurrency is also not legal tender. Federal, state or foreign governments may restrict the use and exchange of cryptocurrency, and regulation in the U.S. is still developing. The SEC has issued a public report stating U.S. federal securities laws require treating some digital assets as securities. Cryptocurrency exchanges may stop operating or permanently shut down due to fraud, technical glitches, hackers or malware. Due to its relatively recent launch, bitcoin has a limited trading history, making it difficult for investors to evaluate investments in this cryptocurrency. It is also possible that a cryptocurrency other than bitcoin, including cryptocurrencies in which the Private Fund has limited or no exposure to, could become materially popular and have a negative impact on the demand for and price of bitcoin. It is possible that another entity could manipulate the blockchain in a manner that is detrimental to the bitcoin network. Bitcoin transactions are irreversible such that an improper transfer can only be undone by the receiver of the bitcoin agreeing to return the bitcoin to the original sender. Digital assets are highly dependent on their developers and there is no guarantee that development will continue or that developers will not abandon a project with little or no notice. Third parties may assert intellectual property claims relating to the holding and transfer of digital assets, including cryptocurrencies, and their source code. Any threatened action that reduces confidence in a network's long-term ability to hold and transfer cryptocurrency may affect investments in cryptocurrencies.

Cryptocurrency Tax Risk. Many significant aspects of the U.S. federal income tax treatment of investments in bitcoin are uncertain and an investment in bitcoin may produce income that is not treated as qualifying income for purposes of the income test applicable to regulated investment companies. GBTC is treated as a grantor trust for U.S. federal income tax purposes, and an investment by ARK's Clients in GBTC will generally be treated as a direct investment in bitcoin for tax purposes and "flow-through" to the underlying investors. The taxation of the Private Fund and their investors will depend on a number of factors, including the nature of any investments a Private Fund makes, the jurisdiction in which the income from such investments may be subject to tax, the jurisdiction in which the investor is subject to tax, and the applicable laws in any relevant jurisdiction. The offering documents for the Private Fund contain further details on the tax implications of investing in a Private Fund.

Depositary Receipts Risk. The investment accounts may invest in depositary receipts, which involve similar risks to those associated with investments in foreign securities. Depositary receipts are receipts listed on U.S. or foreign exchanges issued by banks or trust companies that entitle the holder to all dividends and capital gains that are paid out on the underlying foreign shares. Investments in depositary receipts maybe less liquid than the underlying shares in their primary trading market and, if not included in the Index, may negatively affect the accounts' ability to replicate the performance of the Index.

Emerging Market Securities Risk. Investment in securities of emerging market issuers may present risks that are greater than or different from those associated with foreign securities due to less developed and liquid markets and such factors as increased economic, political, regulatory, or other uncertainties.

Equity Securities Risk. The value of equity securities may fall due to general market and economic conditions, perceptions regarding the industries in which the issuers of securities participate or factors relating to specific companies. An unfavorable earnings report or a failure to make anticipated dividend payments by an issuer may affect the value of the issuer's equity securities. Equity securities may also be particularly sensitive to general movements in the stock market, and a decline in the broader market may affect the value of equity investments.

Financial Sector Risk. The financial sector has a number of inherent risks. Regulatory risks significantly impact the highly regulated financial sector, because financial institutions face considerable costs for regulatory compliance and reporting. New financial regulations, domestically or abroad, will have a direct impact on this sector. In addition, the financial sector faces (i) credit risks, as sudden freezes or a loss of credit can disrupt daily operations, (ii) liquidity risk when assets or investments lose value and collateral cannot be sold in time to prevent a loss and (iii) recoupment risk if financial institutions lose their ability to recover loans and/or investments made regarding assets that have lost their value. Financial institutions also face (i) operational risks due to speculation as to how the markets will react in the future, (ii) security risks (including cybersecurity risks), and (iii) business continuity risks. Finally, some financial institutions face diversification risk because they may be very concentrated in their business focus or exposed to single business lines.

FinTech Risk. Companies that are developing financial technologies that seek to disrupt or displace established financial institutions generally face competition from much larger and more established firms. FinTech companies may not be able to capitalize on their disruptive technologies if they face political and/or legal attacks from competitors, industry groups or local and national governments. Laws generally vary by country, creating some challenges to achieving scale. A FinTech company may not currently derive any revenue, and there is no assurance that a FinTech company will derive any revenue from innovative technologies in the future.

Foreign Securities Risk. Investments in the securities of foreign issuers involve risks beyond those associated with investments in U.S. securities. These additional risks include greater market volatility, the availability of less reliable financial information, higher transactional costs, potentially higher custody costs, taxation by foreign governments, decreased market liquidity and political and economic instability.

Forward Trading Risk. Forward contracts and options thereon, unlike futures contracts, are not traded on exchanges and are not standardized; rather, banks and dealers act as principals in these markets, negotiating each transaction on an individual basis. Forward and "cash" trading is substantially unregulated; there is no limitation on daily price movements and speculative position limits are not applicable. Disruptions can occur in forward markets due to unusually high trading volume, political intervention or other factors.

Future Expected Genomic Business Risk. Certain Genomics Revolution Companies do not currently derive a substantial portion of their current revenues from genomic-focused businesses and there is no assurance that any company will do so in the future.

Futures, Options, Swaps, and Commodities Risk. The prices of commodities contracts and derivative instruments, including futures and options, are highly volatile. Payments made pursuant to swap agreements and other derivative instruments also may be highly volatile. The risks posed by such derivative instruments and techniques can be extremely complex and may involve significant leverage. The Private Fund may use several option strategies, including put and call options. The risk involved in writing a put option is that there could be a decrease in the market value of the underlying security. If this occurred, the option could be exercised and the underlying security would then be sold to the Private Fund at a higher price than its current market value. The risk involved in writing a call option is that there could be an increase in the market value of the underlying security. If this occurred, the option could be exercised and the underlying security would then be sold by the Private Fund at a lower price than its current market value.

Health Care Sector Risk. The health care sector may be affected by government regulations and government health care programs, restrictions on government reimbursement for medical expenses, increases or decreases in the cost of medical products and services and product liability claims, among other factors. Many health care companies are (i) heavily dependent on patent protection and intellectual property rights and the expiration of a patent may adversely affect their profitability, (ii) subject to extensive litigation based on product liability and similar claims, and (iii) subject to competitive forces that may make it difficult to raise prices and, in fact, may result in price discounting. Many health care products and services may be subject to regulatory approvals. The process of obtaining such approvals may be long and costly, and delays or failure to receive such approvals may negatively impact the business of such companies. Additional or more stringent laws and regulations enacted in the future could have a material adverse effect on such companies in the health care sector. In addition, issuers in the health care sector include issuers having their principal activities in the biotechnology industry, medical laboratories and research, drug laboratories and research and drug manufacturers, which have the additional risks described below.

Biotechnology Company Risk. A biotechnology company's valuation can often be based largely on the potential or actual performance of a limited number of products and can accordingly be greatly affected if one of its products proves unsafe, ineffective or unprofitable. Biotechnology companies are subject to regulation by, and the restrictions of, the Food and Drug Administration, the Environmental Protection Agency, state and local governments, and foreign regulatory authorities.

Pharmaceutical Company Risk. Companies in the pharmaceutical industry can be significantly affected by government approval of products and services, government regulation and reimbursement rates, product liability claims, patent expirations and protection and intense competition.

Hedging Transactions Risk. ARK may engage in short sales and utilize derivative instruments for investment purposes and to seek to hedge against fluctuations in the relative values of a Private Fund's portfolio positions. While ARK may enter into such transactions to seek to reduce market currency exchange rate and interest rate risks, incorrect assessments of relationships between groupings of securities and unanticipated changes in currency or interest rates may result in lower overall performance for the Private Fund than if it had not engaged in any such hedging transaction. For a variety of reasons, ARK may not seek to establish a perfect correlation between such hedging instruments and the portfolio holdings being hedged. Such imperfect correlation may prevent the Private Fund from achieving the intended hedge or expose the Private Fund to risk of loss.

Index Tracking Risk. The returns of the index-based investment accounts may not match the return of the applicable index for a number of reasons. For example, the accounts will incur a number of operating expenses not applicable to the index and will incur costs associated with buying and selling securities, especially when rebalancing the securities holdings of the investment accounts to reflect changes in the composition of the relevant index. The accounts also bear the costs and risks associated with buying and selling securities while such costs and risks are not factored into the return of the relevant index. In addition, the accounts may not be able to invest in certain securities included in the index or may not be able to invest in them in the exact proportions in which they are represented in the index, due to legal restrictions or limitations imposed by the governments of certain countries, potential adverse tax consequences or other regulatory reasons.

Industrials Sector Risk. The industrials sector includes companies engaged in the aerospace and defense industry, electrical engineering, machinery, and professional services. Companies in the industrials sector may be adversely affected by changes in government regulation, world events and economic conditions. In addition, companies in the industrials sector may be adversely affected by environmental damages, product liability claims and exchange rates.

Aerospace and Defense Company Risk. Companies in the aerospace and defense industry rely to a large extent on U.S. (and other) Government demand for their products and services and may be significantly affected by changes in government regulations and spending, as well as economic conditions and industry consolidation.

Professional Services Company Risk. Professional services companies may be materially impacted by economic conditions and related fluctuations in client demand for marketing, business, technology and other consulting services. Professional services companies' success depends in large part upon attracting and retaining key employees and a failure to do so could adversely affect a company's business. There are relatively few barriers to entry into the professional services market, and new competitors could readily seek to compete in one or more market segments, which could adversely affect a company's operating results through pricing pressure and loss of market share.

Information Technology Sector Risk. The information technology sector includes companies engaged in internet software and services, technology hardware and storage peripherals, electronic equipment instruments and components, and semiconductors and semiconductor equipment. Information technology companies face intense competition, both domestically and internationally, which may have an adverse effect on profit margins. Information technology companies may have limited product lines, markets, financial resources or personnel. The products of information technology companies may face product rapid obsolescence due to technological developments and frequent new product introduction, unpredictable changes in growth rates and competition for the services of qualified personnel. Failure to introduce new products, develop and maintain a loyal customer base or achieve general market acceptance for their products could have a material adverse effect on a company's business. Companies in the information technology sector are heavily dependent on intellectual property and the loss of patent, copyright and trademark protections may adversely affect the profitability of these companies.

Internet Company Risk. Many Internet-related companies have incurred large losses since their inception and may continue to incur large losses in the hope of capturing market share and generating future revenues. Accordingly, many such companies expect to incur significant operating losses for the foreseeable future and may never be profitable. The markets in which many Internet companies compete face rapidly evolving industry standards, frequent new service and product announcements, introductions and enhancements and changing customer demands. The failure of an Internet company to adapt to such changes could have a material adverse effect on the company's business. In addition, the widespread adoption of new Internet, networking, telecommunications technologies, or other technological changes could require substantial expenditures by an Internet company to modify or adapt its services or infrastructure, which could have a material adverse effect on an Internet company's business.

Semiconductor Company Risk. Competitive pressures may have a significant effect on the financial condition of semi-conductor companies and, as product cycles shorten and manufacturing capacity increases, these companies may become increasingly subject to aggressive pricing, which hampers profitability. Reduced demand for end-user products, under-utilization of manufacturing capacity, and other factors could adversely impact the operating results of companies in the semiconductor sector. Semiconductor companies typically face high capital costs and may be heavily dependent on intellectual property rights. The semiconductor sector is highly cyclical, which may cause the operating results of many semiconductor companies to vary significantly. The stock prices of companies in the semiconductor sector have been and likely will continue to be extremely volatile.

Innovative Technology Risk. Companies that are developing technologies to displace older technologies or create new markets may not in fact do so. Companies that initially develop a novel technology may not be able to capitalize on the technology. Companies that develop disruptive technologies may face political or legal attacks from competitors, industry groups or local and national governments. A company may not currently derive any revenue from innovative technologies, and there is no assurance that a company will derive any revenue from innovative technologies in the future. An innovative technology may constitute a small portion of a company's overall business. As a result, the success of an innovative technology may not affect the value of the equity securities issued by the company.

International Closed-Market Trading Risk. Certain securities may trade on an exchange that is closed when the securities exchange on which certain pooled investment vehicles' shares list and trade is open, there are likely to be deviations between the current pricing of an underlying security and stale security pricing (i.e., the last quote from its closed foreign market), likely resulting in premiums or discounts to NAV that may be greater than those experienced by pooled investment vehicles that do not invest in foreign securities.

Investable Universe of Companies Risk. The investable universe of companies in which two index-based thematic investment accounts may invest may be limited. If a company no longer meets the criteria for inclusion in the relevant index, the accounts may need to reduce or eliminate its holdings in that company. The reduction or elimination of the holdings in the company may have an adverse impact on the liquidity of the accounts' underlying portfolio holdings and on the performance of the accounts.

Israel Risk. Because the Israel Innovative Technology accounts invests in securities of Israeli companies, these accounts may be exposed to special risks and considerations. There may be less information concerning the securities of Israeli companies available to the public than the securities of U.S. companies. There is also potential difficulty in obtaining or enforcing a court judgment, and the unique characteristics of securities of Israeli companies and the Israel stock market may have a negative impact on such accounts. Any major hostilities involving Israel, or the interruption or curtailment of trade between Israel and its present trading partners, could have a negative impact on these accounts. Shares and dividends of Israeli companies are often Israeli new shekel ("ILS") denominated. Changes in the relationship of the ILS to the dollar and other currencies could have a negative impact on these accounts. The government of Israel may change the way in which Israeli companies are taxed or may impose taxes on foreign investment. Such actions could have an impact on the overall market for securities of Israeli companies and on these accounts.

Issuer Risk. The value of an issuer's equity securities may decline for reasons directly related to the issuer, such as management performance, financial leverage and reduced demand for the issuer's goods or services. The value of an individual security or particular type of security can be more volatile than the market as a whole and can perform differently from the value of the market as a whole. The value of securities of smaller issuers can be more volatile than that of larger issuers. A change in the financial condition, market perception or credit rating of an issuer of securities may cause the value of its securities to decline.

Large-Capitalization Companies Risk. Large-capitalization companies tend to be less volatile than companies with smaller market capitalizations. In exchange for this potentially lower risk, the value of a large-capitalization company may not rise as much as that of a company with a smaller market capitalization.

Leverage Risk. The Private Fund may employ leverage to gain exposure to a particular investment in accordance with the Private Fund's investment process. The use of leverage exposes the Private Fund to additional levels of risk, including (i) greater losses from investments than would otherwise have been the case had the Private Fund not borrowed to make the investments, (ii) margin calls or changes in margin requirements may force premature liquidations of investment positions, and (iii) losses on investments where the investment fails to earn a return that equals or exceeds the Private Fund's cost of leverage related to such investments.

Liquidity Risk. Certain assets may be difficult (or impossible) to sell at a desired time and at a desired price. As a result, ARK may need to hold certain assets longer that it would like and may forego other investment opportunities. Liquidity risk can be more pronounced during periods of market turmoil.

Management Risk. ARK applies investment strategies, techniques and analyses in making investment decisions, but there can be no guarantee that these actions will produce the intended results. The ability of ARK to successfully implement the investment strategy will significantly influence the performance of an account.

Market Risk. The value of the Funds' assets will fluctuate as the markets in which the Fund invests fluctuate. The value of the Fund's investments may decline, sometimes rapidly and unpredictably, simply because of economic changes or other events, including inflation (or expectations for inflation), interest rates, global demand for particular products or resources, natural disasters or events, exchange trading suspensions and closures (including exchanges of a Fund's underlying securities), infectious disease outbreaks or pandemics, terrorism, regulatory events and government controls, that affect large portions of the market.

Market Trading Risk. Market trading risks include losses from trading in secondary markets, the existence of extreme market volatility or potential lack of an active trading market.

Micro-Capitalization Companies Risk. Micro-capitalization companies are subject to substantially greater risks of loss and price fluctuations because their earnings and revenues tend to be less predictable (and some companies may be experiencing significant losses). Their share prices tend to be more volatile and their markets less liquid than companies with larger market capitalizations. The shares of micro-capitalization companies tend to trade less frequently than those of larger, more established companies, which can adversely affect the pricing of these securities and the future ability to sell these securities.

Model Risk: ARK uses quantitative tools in its research process to analyze securities and to help ARK make investment decisions. These models may be flawed or incomplete and may not produce the desired results.

Portfolio Turnover Risk. Each investment account that is based on the performance of an index is adjusted to add or delete companies from such accounts once per quarter or upon certain extraordinary events or corporate actions affecting companies that are included in the relevant index. As companies leave and enter the relevant index, accounts based on the index will be adjusted to match the current composition of the relevant index. This process may result in the realization of capital gains or losses and may have adverse tax consequences for you as an investor if such composition changes are not treated as tax free events. Because such accounts will buy and sell securities as needed to maintain their correlation to the relevant index, portfolio turnover in such accounts may be substantial.

Regulation Risk. Laws and regulations affecting ARK's business change from time to time. ARK cannot predict the effects, if any, of future legal and regulatory changes on ARK's business or the services ARK provides.

Replication Management Risk. Because an index-based investment account is not "actively" managed, unless a specific security is removed from the relevant index through quarterly rebalancing or otherwise because it no longer qualifies to be included in the index, such an account generally will not sell a security because the security's issuer is in financial trouble. Therefore, the account's performance could be lower than accounts that may actively shift their portfolio assets to take advantage of market opportunities or to lessen the impact of a market decline or a decline in the value of one or more issuers.

Security Selection Risk. The value of an individual security and, similarly, the value of an investment in that security, may rise or fall. ARK's investment process for a particular strategy may favor specific securities, industries or sectors that underperform investments in other securities, industries, sectors, or the market generally.

Small- and Medium-Capitalization Companies Risk. Small- and medium-capitalization companies may be more volatile and more likely than large-capitalization companies to have narrower product lines, fewer financial resources, less management depth and experience and less competitive strength. Returns on investments in securities of small- and medium-capitalization companies could trail the returns on investments in securities of large-capitalization companies.

Technology and Cyber Security Risks. Investment advisers, including ARK, must rely in part on digital and network technologies to conduct their businesses and to maintain substantial computerized data relating to client account activities. These technologies include those owned or managed by ARK as well as those owned or managed by others, such as custodians, financial intermediaries, transfer agents, and other parties to which ARK or such other parties outsource the provision of services or business operations.

Like all businesses that use computerized data, ARK and such third parties and the systems ARK uses could be subject to a variety of possible cybersecurity incidents or similar events that could potentially result in the inadvertent disclosure of confidential computerized data or client data to unintended parties, or the intentional misappropriation or destruction of data by malicious hackers mounting an attack on computer systems. ARK and such third parties maintain an information technology security policy and certain technical and physical safeguards intended to protect the confidentiality of our internal data and take other reasonable precautions to limit the potential for cybersecurity incidents, and to protect data from inadvertent disclosure or wrongful misappropriation or destruction.

Nevertheless, despite reasonable precautions, cybersecurity incidents could occur, and might in some circumstances result in unauthorized access to sensitive information about ARK or its clients. In addition, such incidents might cause damage to client accounts, data, systems or affect client services.

Furthermore, these systems may fail to operate properly or become disabled as a result of events or circumstances wholly or partly beyond ARK's or others' control. Technology failures, whether deliberate or not, including those arising from use of third-party service providers or client usage of systems to access accounts, could have a material adverse effect on ARK's business or ARK's clients and could result in, among other things, financial loss, reputational damage, regulatory penalties or the inability to transact business.

Next Generation Internet Companies Risk. The risks described below apply, in particular, to investments in Next Generation Internet Companies.

> Internet Information Provider Company Risk. Internet information provider companies provide Internet navigation services and reference guide information and publish, provide or present proprietary, advertising and/or third-party content. Such companies often derive a large portion of their revenues from advertising, and a reduction in spending by or loss of advertisers could seriously

harm their business. This business is rapidly evolving and intensely competitive, and is subject to changing technologies, shifting user needs, and frequent introductions of new products and services. The research and development of new, technologically advanced products is a complex and uncertain process requiring high levels of innovation and investment, as well as the accurate anticipation of technology, market trends and consumer needs. The number of people who access the Internet is increasing dramatically and a failure to attract and retain a substantial number of such users to a company's products and services or to develop products and technologies that are more compatible with alternative devices could adversely affect operating results. Concerns regarding a company's products, services or processes compromise the privacy of users or other privacy related matters, even if unfounded, could damage a company's reputation and adversely affect operating results.

Catalog and Mail Order House Company Risk. Catalog and mail order house companies may be exposed to significant inventory risks that may adversely affect operating results due to seasonality, new product launches, rapid changes in product cycles and pricing, defective merchandise, changes in consumer demand and consumer spending patterns, changes in consumer tastes with respect to products, and other factors. Demand for products can change significantly between the time inventory or components are ordered and the date of sale. The acquisition of certain types of inventory or components may require significant lead-time and prepayment and they may not be returnable. Failure to adequately predict customer demand or otherwise optimize and operate distribution centers could result in excess or insufficient inventory or distribution capacity, result in increased costs, impairment charges, or both. The business of catalog and mail order house companies can be highly seasonal and failure to stock or restock popular products in sufficient amounts during high demand periods could significantly affect revenue and future growth. Increased website traffic during peak periods could cause system interruptions which may reduce the volume of goods sold and the attractiveness of a company's products and services.

Valuation Risk. Fair value pricing involves subjective judgments and it is possible that a fair value determination for a cryptocurrency is materially different than the value that could be realized upon the sale of the cryptocurrency.

ITEM 9 DISCIPLINARY INFORMATION

Neither ARK, nor any of its management persons, have been the subject of any material legal or disciplinary action.

ITEM 10 OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

ARK is an investment adviser registered with the SEC and is an affiliate of Resolute Investment Managers, Inc. ("RIM"). RIM is a diversified, multi-affiliate asset management platform. ARK serves as sub-adviser to the American Beacon ARK Transformational Innovation Fund, a mutual fund co-managed by RIM's wholly-owned subsidiary, American Beacon Advisors, Inc.

As described above, ARK is the investment adviser and provides management and supervisory services to the ARK ETFs. ARK's services for the ARK ETFs, sub-advised mutual funds and other clients can create conflicts of interest in certain circumstances. These potential conflicts are identified in Item 6, "Performance-

Based Fees and Side-By-Side Management."

ITEM 11 CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS, AND PERSONAL TRADING

Code of Ethics and Personal Trading

ARK has adopted a Code of Ethics in compliance with Rule 204A-1 under the Advisers Act that establishes personal trading guidelines and restrictions applicable to ARK employees, ARK consultants, and ARK employee or consultant family members (including the spouse, minor children and adults living in the same household as the employee or consultant) ("Access Persons"). These guidelines and restrictions must be followed for all transactions in all accounts in which an Access Persons have a beneficial interest. Access Persons must pre-clear all personal transactions in securities, except for certain exempt securities, and applicable cryptocurrencies (if held by ARK's clients). Access Persons must submit required quarterly reports of securities and all cryptocurrency transactions (or furnish brokerage statements) and must certify, at least annually, receipt of and compliance with the Code of Ethics.

For a copy of ARK's Code of Ethics please call 1-212-426-7040 or write to: ARK Investment Management LLC, Attn: Chief Compliance Officer, 3 East 28th Street, 7th Floor, New York, NY 10016.

Recommendations Involving Material Financial Interests

ARK can effect (but not execute) transactions between client accounts. ARK will not effect a transaction between client accounts if one of the clients is an Employee Retirement Income Security Act of 1974 ("ERISA") client. ARK can effect transactions between client accounts that are not registered investment companies subject to certain restrictions, including the requirements that ARK receives no compensation for effecting the transaction and the transaction is disclosed to the clients.

ARK can effect transactions between clients that are registered investment companies subject to certain restrictions, including the requirement that the transaction is effected in compliance with Rule 17a-7 under the 1940 Act and any applicable procedures adopted by the registered investment company.

Investing Personal Money in the Same Securities as Clients

ARK employees can, on occasion, buy or sell securities for themselves that ARK recommends or buys or sells for its client portfolios. However, such transactions cannot be effected when they are believed to be adverse to clients' interests. All such transactions are subject to ARK's Code of Ethics.

Trading Securities at/around the Same Time as Clients

Subject to pre-clearance requirements under ARK's Code of Ethics, ARK employees can engage in a transaction in a security at or around the same time as ARK buys or sells that same security for its client portfolios. Generally, pre-clearance for an employee transaction typically will not be granted: (i) if the security is included in a client's portfolio, on a day when the security is being considered for purchase or sale by the client; (ii) if the security is not included in a client's portfolio but notice has been given that such security will be added to a client's portfolio, until such time as ARK completes such transactions for the applicable client's portfolio; or (iii) when the security is being considered by ARK for purchase or sale for a client. The CCO also reserves the right to revoke pre-clearance any time after it is granted and before the transaction is executed and/or deny pre-clearance of any personal securities or Bitcoin cryptocurrency transaction. Generally, ARK will not approve an Access Person's pre-clearance request if a client is trading in the same security on the same day as the pre-clearance request.

ITEM 12 BROKERAGE PRACTICES

Selection of Broker-Dealers to Execute Transactions in Client Accounts

General Practices

Clients can give ARK the authority to determine which broker-dealer will execute transactions. Other clients can select which brokerage firms should execute their transactions.

In exercising investment discretion over client accounts, or in responding to specific client instructions, ARK normally places orders with broker-dealers to execute transactions for the accounts. Some clients that designate ARK as the investment manager and/or adviser for their account nonetheless have the ability to place their own trades for their account. Where a client chooses to execute a trade, ARK is not responsible for the execution or the selection of broker-dealers for such trades.

When clients grant brokerage discretion to ARK, ARK's general policy is to use its best efforts to seek to obtain best execution for all client portfolio transactions, taking into account a variety of factors such as:

- the security price;
- the commission rate;
- the size and difficulty of the order and timing of the transaction;
- the experience of the broker-dealer;
- the reliability, integrity, creditworthiness and financial condition of the broker-dealer;
- the general execution, clearance, settlement, responsiveness and operational capabilities of the broker-dealer;
- the confidentiality provided by the broker-dealer;
- the research capabilities of the broker-dealer (e.g., soft-dollar arrangements); and
- the number of trading errors committed by the broker-dealer.

It is not ARK's policy to seek the lowest available commission rate where it believes that a broker or dealer charging a higher commission rate would offer better overall execution, including for example greater reliability or better price or execution. While ARK seeks best execution for discretionary transactions, ARK cannot assure that best execution will be achieved for each client transaction.

For accounts for which ARK has brokerage discretion, ARK will maintain a list of approved broker-dealers it will use to place client trades for execution. ARK's Best Execution Committee will periodically reevaluate these broker-dealers to confirm that they meet ARK's criteria and standards, including that they provide trade execution services that ARK views as satisfactory. Upon reevaluation, ARK's Best Execution Committee has the ability to add or remove broker-dealers to or from the list of approved broker-dealers. Periodically, ARK's

Best Execution Committee compares the cost and quality of services of broker-dealers not on ARK's list of approved broker-dealers.

ARK pays, or be deemed to pay, commission rates higher than it might otherwise pay to receive research or brokerage services that ARK views as beneficial to client accounts. Research or brokerage services ARK receives for conducting transactions in a client account can benefit other accounts and it is possible that a particular account will not benefit from services obtained because of transactions conducted through that account. ARK will not attempt to track or allocate the benefits of research or brokerage services it receives to the commissions associated with a particular account or group of accounts. Additionally, certain clients could bear more of the cost of soft dollar arrangements than other clients. Soft dollar arrangements are discussed in more detail below.

Evaluating Reasonableness of Brokerage Commissions

ARK will periodically evaluate the reasonableness of commission rates in the marketplace for transactions executed on its clients' behalf. ARK will consider:

- the rates other institutional investors are paying, based on available public information;
- the rates quoted by brokers and dealers;
- the size of a particular transaction, in terms of the number of shares, dollar amount, and number of clients involved;
- the complexity of a particular transaction relative to execution and settlement;
- the level and type of business done with a particular firm over a period of time; and
- the extent to which the broker or dealer has capital at risk in the transaction.

Some of ARK's clients have the ability to select a broker-dealer to act as custodian for the client's assets and direct ARK to execute transactions through that broker-dealer. It will not be ARK's practice to negotiate commission rates with those broker-dealers.

Description of Research Services Received from Broker-Dealers

ARK receives a wide range of research services from broker-dealers. These services can include information on the economy, industries, groups of securities, individual companies, statistical information, accounting and tax law interpretations, political developments, legal developments affecting portfolio securities, technical market action, pricing and appraisal services, credit analysis, risk measurement analysis, performance analysis, and analysis of corporate responsibility issues. ARK will receive research services primarily as written reports, computer generated services, and personal meetings with security analysts. Research services can also take the form of meetings arranged with corporate and industry spokespersons, economists, academicians and government representatives.

The research services provided by broker-dealers can be used to supplement ARK's own proprietary Open Source Research Process (as described in Item 4). Such research services will be subject to ARK's intense internal analysis and review before becoming part of ARK's Open Source Research Process. ARK pays cash for certain external research services.

Commissions to Brokers Who Furnish Research Services

ARK has a brokerage allocation policy embodying the concepts of Section 28(e) of the Securities Exchange Act of 1934, as amended ("1934 Act"). This section permits an investment adviser to pay a broker-dealer that "provides brokerage and research services" to the adviser commission rates in excess of the amount another broker-dealer would charge for effecting the same transaction, if the adviser determines in good faith that the commission is reasonable in relation to the value of the brokerage and research services provided, viewed in terms of either that particular transaction or the adviser's overall responsibilities to that client or other client accounts and over which the adviser exercises investment discretion.

ARK enters into arrangements whereby it obtains research products and services, in addition to brokerage services, from broker-dealers in exchange for directing client trades to such brokers. These arrangements are known as "soft dollar" arrangements and are common in the financial services industry. For example, ARK can use commissions from transactions for client accounts to obtain quotation equipment and tools that may assist ARK in trade execution or provide ARK with important market related news and developments. The research products and services can either be proprietary (created and provided by the broker-dealer) or third party (created by a third party but provided to ARK by the broker) and may include:

- economic research;
- industry, security and company research;
- statistical information
- accounting and tax law interpretations;
- political/legal developments
- pricing and appraisal research
- industry and company computer screening ability;
- technical research;
- commodity research;
- portfolio management research;
- stock and bond quote services; and/or
- financial news and other publications.

In accordance with Section 28(e), ARK, in collaboration with ITG, Inc. (now part of Virtu Financial Inc.) and its soft-dollar review software platform, will seek to ensure that all soft dollar arrangements pay for bona fide research services. In some cases, the products or services ARK receives will not be used exclusively for research purposes. For example, certain systems and products that can be used by ARK provide "mixed use" functions, such as accounting and record keeping, in addition to investment research. In those cases, ARK will not pay for the non-research portion of any "mixed use" service through any soft dollar arrangement. Instead, ARK will pay hard dollars for the non-research function. These services benefit ARK because ARK does not need to produce or pay for such research services, and as a result, the receipt of research in exchange for soft dollars creates a conflict of interest. ARK is incentivized to select or recommend a broker-dealer based on ARK's interest in receiving research services, among the other factors that ARK considers. ARK will not agree to direct a specific amount of brokerage transactions or commissions to any broker-dealer in return for soft dollar or other benefits.

Directed Brokerage and Commission Recapture

Clients not subject to ERISA can direct ARK in writing to execute transactions with one or more specific broker-dealers at commission rate or rates agreed upon by the client and the broker-dealer(s). A client can direct ARK to use a particular broker-dealer for a variety of reasons, including:

- the client's relationship with the broker-dealer;
- the client's evaluation of the broker-dealer and the quality of its trade execution;
- the discounts or other benefits the client receives from the broker-dealer; and/or
- the existence of a commission recapture program where the client receives the benefit of rebates or other benefits separately negotiated between the client and the broker-dealer.

Clients subject to ERISA must provide ARK with written instructions directing ARK to execute transactions with one or more specific brokers. The written notice must state that the services the broker(s) provide and the commission rate or amount is consistent with ERISA provisions and in the client's best interest. If a client account is subject to ERISA and the client directs ARK to place all transactions for the client's account with a particular broker-dealer, the following apply:

- the client retains and accepts sole responsibility for determining whether the directed brokerage arrangement is reasonable in relation to the benefits the plan receives;
- the client acknowledges and represents to ARK that the directed brokerage arrangement is used solely and exclusively for the plan's and the participants' benefit; and
- the client acknowledges and represents to ARK that the directed brokerage arrangement is permissible under the plan's governing documents.

When a client directs ARK to use a particular broker-dealer, ARK cannot negotiate commission levels or obtain discounts. It is possible that clients who direct ARK to use a particular broker-dealer will not receive commission rates or execution of transactions as favorable as clients who give ARK full discretion to select the broker-dealer for portfolio transactions. Clients who direct ARK to use a particular broker-dealer could also incur other transaction costs or greater spreads or, receive less favorable net prices on transactions for their accounts. Moreover, when a client directs ARK to use a particular broker-dealer, it is possible that ARK will not be able to aggregate the client's securities transactions, to the extent that ARK aggregates trades, with those of other clients, and therefore would not be able to obtain the potential efficiencies from trade aggregation, unless the directed broker-dealer accepts "step-out" transactions.

Some clients can direct ARK to use a particular broker-dealer as long as that broker-dealer is reasonably able to provide best price and execution for the portfolio's transactions. ARK uses its best efforts to accommodate client requests. This type of program where the client can have a consulting or other relationship with the designated broker-dealer is sometimes referred to as "commission recapture" program.

Side-by-Side Management, Aggregation and Allocation Policies

Side-by-Side Management

To mitigate the conflicts of interest that can arise as a result of ARK managing multiple types of clients, ARK intends to do a daily trade rotation by strategy and underlying strategy accounts whereby priority of which strategy and strategy account trades first will be executed in a pre-determined cycle. Additionally, for ARK's weekly traded accounts where ARK is managing multiple types of clients, there will be a weekly rotation of the underlying strategy accounts. In circumstances where weekly traded accounts are traded more frequently, the accounts will be added to the daily trade rotation as a means to seek to avoid any conflict of interest. The portfolio manager can reasonably deviate from ARK's daily, side-by-side management trading policy if the portfolio manager determines that such deviation is consistent with seeking best execution in light of market circumstances. The portfolio manager and/or Trading will document and report to the CCO any material deviation from the above-stated policy. ARK does not deem raising cash to bring a strategy account's cash balance to an acceptable level as determined by the portfolio manager/Trader (or where a cash account lacks available cash) to be a deviation of the trade rotation policy. ARK also does not deem the periodic rebalancing of certain portfolios and, the buyback of the appropriate portion of a fully exited security holding in order to satisfy an ETF Creation Unit redemption security basket, to be a deviation of the trade rotation policy.

The portfolio manager generally reviews each of the investment strategies and respective accounts separately and non-concurrent with other managed investment strategies and accounts. As a result, transactions for such clients might not be executed in an aggregated order, and therefore a client could receive different prices which could be more or less than the price a client would have received had accounts been reviewed collectively and orders aggregated. This can create performance dispersions within accounts with the same or similar investment strategy. ARK believes that over time such an approach does not unfairly disadvantage any client versus another.

When it has been determined that multiple orders will not be aggregated, ARK has adopted procedures that seek to ensure fair treatment of client accounts. Generally, trading orders are processed and executed in the order received by investment strategy and account following the trade rotation parameters. This can result in multiple trading orders relating to the same security but for different accounts occurring at different times. A conflict of interest could arise if transactions in one account closely follow related transactions in a different account, such as when a purchase increases the value of securities previously purchased by another account or when a sale in one account lowers the sale price received in a sale by a second account. A determination can be made not to aggregate orders for a number of reasons, including: the account's governing documents do not permit aggregation; a client has directed that trades be executed through a specific broker dealer or applicable law or regulation prohibits a client's account from executing trades through a specific broker-dealer; aggregation is impractical because of specific trade directions received from the portfolio manager, e.g., a limit order; the order involves a different trading strategy, e.g., it is part of a large basket, program or index trade; or if we otherwise determine that aggregation is not consistent with seeking best execution.

Aggregation

Where ARK has discretion, ARK can determine that the purchase or sale of a particular security is appropriate for more than one client account and can aggregate client orders into one order ("Block Orders") for execution purposes. Block trading can avoid the adverse effect on a security's price when simultaneous separate and competing orders are placed. When aggregating orders and subsequently allocating Block Orders (purchases and sales) to individual client accounts, it is ARK's policy to treat all clients fairly and to achieve an equitable distribution of aggregated orders.

Allocation

In Block Orders, all non-holders of a given security are initially included to receive approximately equal percentage position sizes in Block Order allocations prior to purchase orders being placed. All holders of a given security are initially included in Block sale allocations prior to the orders being placed. Price averaging is used for trades executed in a series of transactions on the same day in the same theme with the same broker.

Where ARK Block Orders, we will first seek to allocate Block Orders on a pro rata basis. In the event of a partial fill of a Block Order, client accounts will receive an approximate pro rata allocation if there are enough shares executed for each account. For example, if ARK placed an order for 20,000 shares and 10,000 shares were executed, ARK would prorate the shares so that each account would get approximately half of what was entered. If for the same 20,000 shares order, ARK only executed a de minimis number of shares (for example, 1,000 shares), ARK generally would allocate the shares to accounts that had high cash (in the case of a purchase) or low cash (in the case of a sale). On the following day, ARK would repeat the order until all accounts received the intended allocation. Other possible criteria for allocating Block Orders include the current concentration of holdings of the industry in question in the account.

Some types of purchase or sale transactions cannot be included in Block Orders. For instance, trades resulting from the opening and closing of accounts, or from contributions to or withdrawals from existing accounts, often must be executed on an individual basis rather than aggregated with other trades. In such cases, clients might not receive as favorable executions as they might otherwise receive from Block Orders.

Initial Public Offerings and New Issues

Some of ARK's investment themes can purchase securities in initial public offerings ("IPOs") or "new issues" ("New Issues") as defined in relevant rules established by the Financial Industry Regulatory Authority ("FINRA") as part of their investment theme. Allocations of IPOs and will be made fairly and in accordance with FINRA Rule 5130. Only accounts that are eligible under FINRA Rule 5130 to participate in IPO allocations will be permitted to receive such allocations. Because the market for IPOs is uneven, a portfolio manager's ability, or inability to participate in IPO allocations can have a potentially significant effect on account performance, and the shares themselves are often subject to greater volatility.

With respect to eligible accounts, ARK generally will allocate securities purchased through an IPO or New Issues on a pro rata basis for each eligible account in an investment strategy. In situations where the securities allotment is insufficient to provide meaningful position sizes, ARK can allocate the securities on a rotating basis to as many accounts as practical. The portfolio manager will oversee allocations ensuring that over time, all eligible accounts will have an equitable opportunity to participate in IPOs and New Issues. If an investment theme's performance in a given year receives a substantial benefit from profitable IPO or New Issue allocations, ARK might be unable to duplicate that performance in the succeeding year, because the IPO or New Issue market could have shrunk, or because ARK's selections prove unsuccessful. The IPO market is risky and volatile, and clients should be willing to tolerate a higher degree of risk.

Accounts with directed brokerage will not receive allocations of securities purchased in IPOs or New Issues if the underwriting syndicate does not include a broker-dealer that the client has directed ARK to use. Generally, ARK will only allocate securities purchased in IPOs or New Issues to accounts for which ARK has discretion to select broker-dealers for transaction executions.

Trade Errors

When ARK is responsible for a trading error, ARK's policy is to make the client whole by correcting the error, i.e., restoring the client's account to the position it would have been in if the error had not occurred, unless the error is so small (i.e., less than $100) that correcting the error would cost more the amount of such error. ARK exercises due care in making and implementing investment decisions on behalf of its clients and recognizes its obligation to identify and resolve trade errors in a timely manner. ARK seeks to avoid errors; however, ARK monitors for errors and if an error occurs, ARK will endeavor to correct and reduce similar errors in the future. ARK will use reasonable efforts to cause any broker or other service provider which is responsible for a trade error to reimburse affected clients for any losses resulting from the trade error. To the extent that a trade error is attributable to the willful misconduct, negligence or fraud of ARK, ARK will restore the client to a position that is no worse than if the trade error had not occurred. Any trade error that results in a direct loss will be reimbursed to the client account in which the error was made. If a trade error results in a gain, the gain generally will accrue to the benefit of the affected client account(s).

ITEM 13 REVIEW OF ACCOUNTS

Frequency and Nature of Periodic Account Reviews

The ARK Team, including its Portfolio Manager, Chief Operating Officer, CCO, Director of Compliance, Director of Research and analysts, will monitor each client account and fund on a regular basis to seek to ensure portfolio level compliance (adherence to investment strategy and client guidelines) and to determine whether to take any action for that account based on its investment objective, strategy or strategies, guidelines, policies, and restrictions and, more generally, based on ARK’s review of economic and market conditions. For separately managed accounts, ARK will review each such account as agreed to with the client.

The timing and nature of account reviews for the ARK ETFs are further dictated by regulatory requirements including but not limited to the 1940 Act, Internal Revenue Code of 1986, as amended, and each ARK ETF’s respective prospectus limitations and internal guidelines. The ARK ETFs are reviewed by their third-party administrator and the ARK ETF Trust’s and ARK’s CCO.

Factors that Will Trigger a Non-Periodic Review of Separately Managed Accounts

Factors that will dictate the timing and nature of separately managed account reviews will include the following: contributions or withdrawals of cash from an account; a determination to change an account’s cash level; a client's request for tax-loss selling; a client's direction to refrain from purchasing a particular security or class of securities for such client’s account; a client's request for information regarding the performance or structure of an account; changes in the investment objectives, strategy or strategies, guidelines, investment policies or investment restrictions; account performance; a client's pledge of an account’s assets as collateral security; and requirements imposed by court order or regulatory decree (SEC, Department of Labor, etc.).

Content and Frequency of Regular Reports

For each separately managed account or other Sub-Advised Fund, ARK will provide, either directly or through a designated third party, all information it has agreed to provide to each such client and other persons or entities that they designate.

ARK provides written reports to the Board of Trustees of the ARK ETF Trust at least four times each calendar year. Shareholder reports are issued in accordance regulatory requirements.

ARK provides audited financial statements to Private Fund investors on an annual basis as well as unaudited quarterly (or more frequent) performance reports.

ITEM 14 CLIENT REFERRALS AND OTHER COMPENSATION

Economic Benefits Provided by Third Parties

In transactions that involve brokerage commissions, as permitted by Section 28(e) of the 1934 Act, ARK can cause a client to pay a broker-dealer that provides "brokerage and research services" (as defined in the 1934 Act) a disclosed commission for effecting a securities transaction for the client in excess of the commission which another broker-dealer would have charged for effecting that transaction without the brokerage and research services. Other fees are disclosed more fully in Item 5 and other conflicts of interest with regard to the receipt of soft dollars are disclosed more fully in Item 12.

ARK engages in activities designed to educate consultants, broker-dealers, and other financial intermediaries (collectively, "Consultants") about its advisory services. These activities include sponsoring educational events or conferences where ARK's representatives meet with Consultants and sometimes their clients. ARK uses its own resources to pay for part of the costs associated with educational events. Clients who desire additional information about payments to particular Consultants should contact ARK or the Consultant.

Compensation to Non-Advisory Personnel for Client Referrals

ARK has entered into written solicitation agreements with certain entities that introduce prospective clients to ARK. Under these agreements, the solicitor receives compensation related to the investment management fees ARK receives from certain investment management clients who engage ARK during the term of the agreement. As a result of these arrangements, a solicitor has a financial incentive to recommend ARK to a client which the solicitor might not otherwise recommend if there was no payment. ARK enters into solicitation agreements, and pays fees under these agreements, in accordance with Rule 206(4)-3 and, where the solicitation involves certain state or municipal entities, Rule 206(4)-5 under the Advisers Act. ARK's solicitors include entities that hold an indirect, non-controlling interest in ARK.

Additionally, ARK makes payments to the distributor of the ARK ETFs to provide certain marketing services for the ARK ETFs. ARK makes these payments from its own resources. In addition, the ARK ETFs currently do not, but could in the future, reimburse ARK for amounts it pays pursuant to plans and agreements that are adopted by the ARK ETFs pursuant to Rule 12b-1 under the 1940 Act ("Rule 12b-1 Fees"). The prospectuses and Statement of Additional Information for the ARK ETFs contain information about Rule 12b-1 Fees.

ARK makes payments to select financial intermediaries and/or firms that are strategic partners of ARK in connection with (i) the sale of shares of the ARK ETFs and/or interests in other investment advisory products and services provided by ARK and (ii) the servicing of the accounts of shareholders in the ARK ETFs or investors in other investment advisory products or services. Such payments are made by ARK and are not made or reimbursed by the ARK ETFs. ARK receives benefits for making these payments including: placing the ARK ETFs on the financial advisor's funds sales system, possibly placing the ARK ETFs on the financial intermediary's preferred or recommended fund list, and access (in some cases on a preferential basis over other competitors) to individual members of the financial intermediary's sales force or to the financial intermediary's management. ARK compensates financial intermediaries differently depending on the level and/or type of services the financial intermediary provides.

ITEM 15 CUSTODY

Due to certain potential fee billing arrangements, ARK might be deemed to have "custody" of certain client accounts within the meaning of Rule 206(4)-2 under the Advisers Act. If ARK is deemed to have custody over a client's account, the client's custodian will send the client periodic account statements (generally on a quarterly basis) indicating the amounts of any funds or securities in the client's account as of the end of the statement period and any transactions in the account during the statement period. ARK encourages all its clients to review the custodial reports they receive directly from their broker-dealers, banks or other custodians, and to compare such reports to the reports, if any, they receive from ARK. Additionally, clients should contact ARK immediately if they do not receive account statements from their custodian on at least a quarterly basis.

With respect to any Private Fund for which ARK is deemed to have custody, the Private Fund's funds or securities will be held in properly designated accounts with qualified custodians in compliance with Rule 206(4)-2 under the Adviser Act. Some cryptocurrencies held by Private Fund clients are not "funds" or "securities" and, therefore, will not necessarily be held in the same manner as "funds and securities." However, ARK, as a fiduciary, takes appropriate steps to safeguard these cryptocurrency holdings in a manner that it believes is reasonably designed to protect the Private Fund against loss or misappropriation of the cryptocurrency interests. Investors in the Private Fund will receive annual audited financial statements. The Private Fund generally distributes its audited financial statements to investors on an annual basis within 120 days of the calendar year end (or 180 days after the calendar year end for funds-of-funds).

ITEM 16 INVESTMENT DISCRETION

ARK accepts discretionary authority to manage securities accounts on behalf of its clients. Before accepting discretionary authority, ARK enters into a written Advisory Agreement with a client. In the case of a client with a separately managed account, this Advisory Agreement can include investment guidelines or similar documents describing the client's investment objective, strategy or strategies, policies, practices (e.g., securities lending), limitations, and restrictions on ARK's management of the account, and a benchmark. See Item 4, "Advisory Business," for examples of the types of limitations and restrictions that a client can impose.

ARK reserves the right not to enter into an Advisory Agreement with a prospective client, or to terminate an Advisory Agreement with an existing client, if any proposed limitation or restriction is, in ARK's opinion, likely to impair ARK's ability to appropriately provide services to a client or ARK otherwise believes the limitations or restrictions to be operationally impractical or unfeasible. Certain investment restrictions can limit ARK's ability to execute the investment strategy and reduce the account's performance as a result.

ARK will exercise discretionary authority with respect to the management of Pooled Investment Vehicles, Sub-Advised Funds and Other Registered Investment Companies in accordance with the objective(s), strategies, guidelines, practices, policies, limitations, restrictions, and benchmarks set forth the prospectus (and Statement of Additional Information if applicable) or offering document and/or disclosure document for each vehicle, fund or investment company.

ARK exercises discretionary authority with respect to the ARK ETFs in accordance with the investment objective, strategies, policies, practices, limitations, and restrictions set forth in the ARK ETFs' prospectuses and Statement of Additional Information, which are publicly available at www.ark-funds.com, on the EDGAR Database on the SEC's website (www.sec.gov) or by contacting the ARK ETFs' principal underwriter, Foreside Fund Services, LLC at Three Canal Plaza, Suite 100, Portland, ME 04101 or by calling 855-406-1506.

ITEM 17 VOTING CLIENT SECURITIES

ARK recognizes its fiduciary responsibility to vote proxies solely in the client's best interests. ARK has adopted a Proxy Voting Policy as a means reasonably designed to ensure that ARK votes any shares owned by clients, which have delegated discretionary proxy voting authority to ARK, in the best interest of the clients considering all relevant factors and without regard to the interests of ARK or other related parties. For purposes of ARK's Proxy Voting Policy, the "best interests of clients" means (unless with respect to a particular client, such client has otherwise specified) the clients' best economic interests over the long term – that is, the common interest that all clients share in seeing the value of a common investment increase over time. ARK will accept directions from a client to vote the client's proxies in a manner that could result in its proxies being voted differently than ARK might vote proxies of other clients over which ARK has full discretionary proxy voting authority. ARK believes such client directions are client selected guidelines and ARK's Proxy Voting Policy does not generally apply to customized proxy voting guidelines. Of course, clients can choose to vote their own proxies or to have a firm other than ARK vote their proxies for them.

ARK has retained Broadridge Investor Communication Solutions, Inc. ("Broadridge") to provide proxy voting agent services. Broadridge is responsible for ensuring that all proxy ballots received for securities held in ARK client accounts are submitted in a timely manner. As part of its arrangement with Broadridge, ARK utilizes Glass Lewis & Co., LLC ("Glass Lewis") to recommend how to vote proxies received for client accounts. Absent a client directive to vote a proposal a certain way or a determination to override a Glass Lewis recommendation, client proxies will be voted in accordance with applicable Glass Lewis guidelines and recommendations. Because different client accounts can be voted in accordance with different guidelines, client accounts could be voted differently on the same matter.

ARK will generally vote proxies consistent with Glass Lewis' recommendations (if in accord with company management recommendations) without independent review, unless the portfolio manager does not believe that a recommendation, based on all facts and circumstances, is in the best interests of the clients. In instances where ARK separately reviews a Glass Lewis recommendation, ARK will vote differently from Glass Lewis' recommendation, if, based upon the criteria described above, ARK determines that such vote is in its clients' best interests. From time to time ARK could disagree with Glass Lewis' recommendation on how to vote proxies for one or more resolutions. However, because ARK could have business interests that expose it to pressure to vote a proxy in a manner that might not be in the best interest of its clients, all requests to vote differently from the Glass Lewis recommendation with respect to a particular matter must be submitted to ARK's CCO for a determination as to whether a potential material conflict of interest exists between ARK and the clients on whose behalf the proxy is to be voted. If the CCO determines that there is no potential material conflict of interest, the portfolio manager can override the Glass Lewis recommendation and vote the proxy issue as the portfolio manager determines is in the best interest of clients. If the CCO determines that there exists or can exist a material conflict of interest, the CCO will consider the facts and circumstances of the pending proxy vote and the potential or actual material conflict and decide how to vote the proxy. In the event Glass Lewis itself has a conflict and thus, is unable to provide a recommendation, the portfolio manager will make a voting recommendation.

Conflicts can arise between ARK's interests and the client's interests. For example, conflicts exist when ARK manages a client account that invests in affiliated funds. When ARK receives proxies in its capacity as a shareholder of an underlying fund, ARK will vote in accordance with the recommendation of Glass Lewis. If Glass Lewis does not provide a recommendation, ARK then can address the conflict by "echoing" or "mirroring" the vote of the other shareholders in those underlying funds.

ARK can choose not to vote proxies if the effect on the client's economic interests or the value of the portfolio holding is indeterminable or insignificant; if the cost of voting the proxy outweighs the possible benefit; or if a jurisdiction whose laws or regulations govern the voting of proxies with respect to the portfolio holding impose share blocking restrictions which prevent ARK from exercising its voting authority. Administrative matters beyond ARK's control can at times prevent ARK from voting proxies.

Class Action Suits

ARK retained Broadridge to take action regarding class action suits with respect to securities owned by its clients who have directed ARK to act on the client's behalf. Broadridge provides asset recovery services covering global securities class action lawsuits, bankruptcies and disgorgements. Broadridge will file the proof of claim and the required documentation directly with the claim's administrator. Broadridge will also collect and receive payment from the claim's administrator and distribute such payment back to ARK who will then redistribute such payment to the particular client. Under the terms of the agreement, Broadridge is entitled to a contingency fee of 20% of the total reimbursement of securities class actions settlements it collects for the client during the initial five (5) year term and any subsequent renewal term. ARK will not take action regarding class action suits with respect to securities owned by its clients where such clients have not directed ARK to do so on the client's behalf. Clients are advised to consult their attorney to determine their course of legal action.

To obtain a copy of ARK's Proxy Voting Policy, or if you have any questions or would like to know how your shares were voted, please contact us at 1-212-426-7040 or through www.ark-invest.com/contact.

ITEM 18 FINANCIAL INFORMATION

ARK does not require or solicit pre-payment of fees six months or more in advance and its financial condition is not such that it is reasonably likely to impair its ability to meet contractual commitments to clients.

ADDITIONAL INFORMATION

Privacy Policy

ARK is committed to protecting the confidentiality of information clients send to us. Regulation S-P adopted by the SEC requires that we provide the following information to you.

Information about you that we collect: We can collect non-public personal information about you and your transactions from the following sources: your account forms, through our website, through your transactions with us or others, email and social media.

How we use your information: As permitted by law, we can share information about you with non-affiliated third parties that provide services to us or as necessary to service your account. These parties have agreed to treat your information as confidential and not to share such information with other parties. Otherwise, we do not disclose your non-public personal information unless authorized by you in writing or as otherwise permitted by law. This policy applies to non-public information about current, former or prospective clients who are natural persons.

How we protect your confidential information: ARK has policies that restrict access to your non-public personal information to employees who need the information to provide investment services to you. We maintain physical, electronic and procedural safeguards to protect your non-public personal information.

Part 2B of FORM ADV

Brochure Supplement

ARK Investment Management LLC
3 East 28th Street, 7th Floor
New York, NY 10016
1-212-426-7040
www.ark-invest.com

March 30, 2020

CATHERINE D. WOOD

This Brochure Supplement provides information about Catherine D. Wood that supplements the ARK Investment Management LLC ("ARK") Brochure. You should have also received a copy of the Brochure. Please contact us at 1-212-426-7040 or through www.ark-invest.com/contact if you did not receive ARK's Brochure or if you have any questions about the contents of this supplement.

Name: CATHERINE D. WOOD
Year of Birth: 1955

Item 2- Educational Background and Business Experience

Formal education after high school*:*

Bachelors of Science, *summa cum laude*, in Finance and Economics from the University of Southern California

Business background and experience for preceding years:

ARK Investment Management LLC	2014-present	Managing Member, Founder and Chief Executive Officer
ARK ETF Trust	2014-present	Chief Executive Officer, Chief Investment Officer and Trustee
AllianceBernstein L.P.	2001-2013	Senior Vice President and Chief Investment Officer of Global Thematic Portfolios
Tupelo Capital Management	1998-2001	Chief Investment Officer
Jennison Associates	1980-1998	Chief Economist, Equity Research Analyst, Portfolio Manager and Director

Item 3 - Disciplinary Information

None

Item 4 - Other Business Activities

None

Item 5 - Additional Compensation

Ms. Wood will receive a salary, and is the principal owner of ARK, currently controlling approximately 52% of all equity interests in ARK, and may receive earnings from ARK. She may also receive a bonus based on the quality of the advisory services and the overall financial performance of ARK.

Item 6 - Supervision

Ms. Wood reports to the ARK ETF Trust Board of Trustees' Independent Trustees as well as ARK's Board of Directors on various business-related and non-investment matters. Also, Ms. Wood is a supervised person of ARK under its Code of Ethics. Ms. Wood is also obligated to comply with ARK's Compliance Manual and Code of Ethics in terms of her conduct and activities.

Part 2B of FORM ADV

Brochure Supplement

ARK Investment Management LLC
3 East 28th Street, 7th Floor
New York, NY 10011
1-212-426-7040
www.ark-invest.com

March 30, 2020

BRETT M. WINTON

This Brochure Supplement provides information about Brett M. Winton that supplements the ARK Investment Management LLC ("ARK") Brochure. You should have also received a copy of the Brochure. Please contact us at 1-212-426-7040 or through www.ark-invest.com/contact if you did not receive ARK's Brochure or if you have any questions about the contents of this supplement.

Name: BRETT M. WINTON
Year of Birth: 1978

Item 2 - Educational Background and Business Experience

<u>Formal education after high school:</u>

Bachelors of Science in Engineering from the Massachusetts Institute of Technology

<u>Business background and experience for preceding years:</u>

ARK Investment Management LLC	2014-present	Director of Research
iamB Consulting	2012-present	Principal
Research Analyst	2007-2012	AllianceBernstein L.P.

Item 3 - Disciplinary Information

None

Item 4 - Other Business Activities

Mr. Winton is Principal of iamB Consulting, which conducts bespoke thematic research, specializing in the implications of theme-based disruptive innovation for select and approved start-up businesses. Mr. Winton is not permitted to take on projects or assignment through iamb Consulting that would conflict with his duties and responsibilities to ARK.

Item 5 - Additional Compensation

Mr. Winton receives a salary at a competitive rate and owns a small equity interest (approximately 1.4%) in ARK. Mr. Winton receives standard employee benefits and may also receive a bonus based on the quality of the advisory services and the overall financial performance of ARK.

Item 6 - Supervision

Mr. Winton reports directly to Ms. Catherine Wood and is a supervised person of ARK under its Code of Ethics. Ms. Wood is the Managing Member, Founder and Chief Executive Officer and can be contacted at 212-426-7040. Mr. Winton is also obligated to comply with ARK's Compliance Manual and Code of Ethics in terms of his conduct and activities.

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APPENDIX C

ARK INVESTMENT MANAGEMENT LLC

PROXY VOTING POLICY

I. Introduction

ARK Investment Management LLC ("Adviser") has adopted this Proxy Voting Policy ("Policy") pursuant to Rule 206(4)-6 under the Investment Advisers Act of 1940, as amended ("Advisers Act"), Rule 30b1-4 under the Investment Company Act of 1940, as amended, and other fiduciary obligations. The Policy is designed to provide guidance to portfolio managers and others in discharging the Adviser's proxy voting duty and to ensure that proxies are voted in the best interests of the Adviser's clients.

II. Statement of Policy

It is the Adviser's policy to vote shares owned by clients that have delegated discretionary proxy voting authority to the Adviser in the best interest of the clients without regard to the interests of the Adviser or other related parties. For purposes of the Policy, the "best interests of clients" shall mean (unless with respect to a particular client, such client has otherwise specified) the clients' best economic interests over the long term – that is, the common interest that all clients share in seeing the value of a common investment (held by various clients or accounts) increase over time. The Adviser will accept directions from a client to vote the client's proxies in a manner that may result in such client's proxies being voted differently than the Adviser might vote proxies of other clients over which the Adviser has full discretionary proxy voting authority. The Adviser believes such client directions should be treated as customized proxy voting guidelines and this Policy does not generally apply to customized proxy voting guidelines.

It is the policy of the Adviser that complete and accurate disclosure concerning its proxy voting policies and procedures and proxy voting records, as required by the Advisers Act, be made available to those clients that have delegated discretionary proxy voting authority to the Adviser. Specific disclosure requirements as to investment company clients, such as the series of ARK ETF Trust, are described in section IV hereof and in compliance policies and procedures for the relevant funds.[1]

III. Procedures

Subject to the procedures set forth below, the Adviser's portfolio managers maintain responsibility for reviewing all proxies individually and making final decisions based on the merits of each case.

A. Use of Third Party Proxy Service

In connection with its responsibilities expressed herein, the Adviser has retained Broadridge Investor Communication Solutions, Inc. ("Proxy Agent"), a third-party service provider, to assist the Adviser in researching and voting proxies for its clients. The Adviser will

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1 See, e.g., the Compliance Manual for ARK ETF Trust, section VI.C.

utilize the research and analytical services, operational implementation and recordkeeping and reporting services provided by Proxy Agent. Proxy Agent will provide research for each proxy and a recommendation as to how to vote on each issue based on the research of a third-party research provider (e.g., Glass, Lewis & Co., LLC) ("Research Provider") with regard to the individual facts and circumstances of the proxy issue and the Research Provider's application of its research findings to the Research Provider's guidelines ("Guidelines"). Adviser will instruct the Proxy Agent to cast votes in accordance with the Research Provider's recommendations ("Recommendation") unless otherwise instructed by the Adviser as set forth below.

B. Review of Recommendations

The Adviser's portfolio managers (or other designated personnel) have the ultimate responsibility to accept or reject any Recommendation. Consequently, the portfolio managers or other appointed personnel are responsible for understanding and reviewing how proxies are voted for their clients, taking into account this Policy, the Guidelines and the best interest of the clients. A portfolio manager shall override the Recommendation if he/she does not believe that such Recommendation, based on all facts and circumstances, is in the best interests of the clients.

The Adviser may choose not to vote proxies under the following circumstances:

1. if the effect on the clients' economic interests or the value of the portfolio holding is indeterminable or insignificant;

2. if the cost of voting the proxy outweighs the possible benefit; or

3. if a jurisdiction whose laws or regulations govern the voting of proxies with respect to the portfolio holding impose share blocking restrictions which prevent the Adviser from exercising its voting authority.

If for some other reason proxies are not voted for Clients, the Adviser and/or a third-party will conduct an analysis to review whether the lack of voting would have had a material impact on the outcome of the vote. The Adviser will memorialize the basis for any decision to override a Recommendation or to abstain from voting, including the resolution of any conflicts, as further discussed below.

C. Addressing Material Conflicts of Interest

Prior to overriding a Recommendation, the portfolio manager (or other designated personnel) must memorialize the determination by filling out a Proxy Vote Override Form, attached as Exhibit A (or other document containing substantially the same information) and submit it to the Adviser's Chief Compliance Officer ("CCO") for determination as to whether a potential material conflict of interest exists between the Adviser and the clients on whose behalf the proxy is to be voted ("Material Conflict"). Portfolio managers have an affirmative duty to disclose any potential Material Conflicts known to them related to a proxy vote. Material Conflicts may exist in situations where the Adviser is called to vote on a proxy involving an issuer or proponent of a proxy proposal regarding the issuer where the Adviser or an affiliated person of the Adviser also:

1. manages the issuer's or proponent's pension plan;

2. administers the issuer's or proponent's employee benefit plan;

3. provides brokerage, underwriting, insurance or banking services to the issuer or proponent; or

4. manages money for an employee group.

Additional Material Conflicts may exist if an executive of the Adviser or its control affiliates is a close relative of, or has a personal or business relationship with:

1. an executive of the issuer or proponent;

2. a director of the issuer or proponent;

3. a person who is a candidate to be a director of the issuer;

4. a participant in the proxy contest; or

5. a proponent of a proxy proposal.

Material Conflicts based on business relationships or dealings of affiliates of the Adviser will only be considered to the extent that the portfolio management area of the Adviser has actual knowledge of such business relationships. Whether a relationship creates a Material Conflict will depend on the facts and circumstances. Even if these parties do not attempt to influence the Adviser with respect to voting, the value of the relationship to the Adviser can create a Material Conflict.

Material Conflicts may exist when the Adviser manages a separate account, a fund or other collective investment vehicle that invests in affiliated funds. When the Adviser receives proxies in its capacity as a shareholder of an underlying fund, the Adviser will vote in accordance with the Recommendation. If the independent Proxy Agent does not provide a Recommendation, the Adviser then may address the conflict by "echoing" or "mirroring" the vote of the other shareholders in those underlying funds.

If the CCO determines that there is no potential Material Conflict, the portfolio manager may override the Recommendation and vote the proxy issue as he/she determines is in the best interest of clients. If the CCO determines that there exists or may exist a Material Conflict, the CCO will consider the facts and circumstances of the pending proxy vote and the potential or actual Material Conflict and make a determination as to how to vote the proxy – i.e., whether to permit or deny the override of the Recommendation, or whether to take other action, such as delegating the proxy vote to an independent third party or obtaining voting instructions from clients. In considering the proxy vote and potential Material Conflict, the CCO may consider the following factors:

1. the percentage of outstanding securities of the issuer held on behalf of clients by the Adviser;

2. the nature of the relationship of the issuer with the Adviser, its affiliates or its executive officers;

3. whether there has been any attempt to directly or indirectly influence the portfolio manager's decision;

4. whether the direction (for or against) of the proposed vote would appear to benefit the Adviser or a related party; and

5. whether an objective decision to vote in a certain way will still create a strong appearance of a conflict.

The Adviser may not abstain from voting any such proxy for the purpose of avoiding a potential conflict.

In the event the Research Provider has a conflict and thus, is unable to provide a Recommendation, the portfolio manager will make a voting recommendation and complete a Proxy Vote Override Form. The CCO will review the form and if the CCO determines that there is no potential Material Conflict, the portfolio manager may instruct the Proxy Agent to vote the proxy issue as he/she determines is in the best interest of clients. If the CCO determines that there exists or may exist a Material Conflict, the CCO will make a determination based on a consideration of the factors noted above.

D. Lending

The Adviser will monitor upcoming meetings and call stock loans, if applicable, in anticipation of an important vote to be taken among holders of the securities or of the giving or withholding of their consent on a material matter affecting the investment. In determining whether to call stock loans, the relevant portfolio manager(s) shall consider whether the benefit to the client in voting the matter outweighs the benefit to the client in keeping the stock on loan. Currently, the Adviser does not participate in securities lending activities.

IV. Compliance Monitoring

The CCO will periodically review Proxy Agent reports of portfolio manager overrides to confirm that proper override and conflict checking procedures were followed.

V. Client Reporting

A. General

The Adviser will provide a copy of this Policy and the Guidelines upon request from a client.

Each quarter, the Adviser will report to each client any proxy votes involving the client with respect to which the Adviser overrode the Recommendation, and will include a description of the reason for the override and whether such override involved a potential Material Conflict and the participation of the CCO.

The Adviser will provide any client who makes a written or verbal request with a copy of a report disclosing how the Adviser voted securities held in that client's portfolio.

B. Investment Company Clients

The Adviser will provide a copy of this Policy and the Guidelines, and any material amendments thereto, to the board of directors/trustees of a client that is a registered investment company, including the Board of Trustees of ARK ETF Trust.

With respect to proxies voted on behalf of a client that is a registered investment company, the Adviser will make available via the SEC's EDGAR Form N-PX report of all proxies voted for such client for each twelve month period from July 1 to June 30 of the following year. The report will generally contain the following information:

1. the name of the issuer of the security;
2. the security's exchange ticker symbol;
3. the security's CUSIP number;
4. the shareholder meeting date;
5. a brief identification of the matter voted on;
6. whether the matter was proposed by the issuer or by a security holder;
7. whether the Adviser cast a vote on the matter;
8. how the Adviser voted; and
9. whether the Adviser voted for or against management.

The Adviser will ensure that proper disclosure is made in each registered investment company client's Statement of Additional Information describing the policies and procedures used to determine how to vote proxies relating to such client's portfolio securities.

C. Disclosure to Third Parties

Since the manner in which the Adviser votes proxies on behalf of its clients may be considered material non-public information, employees may not disclose the Adviser's actual vote (until voting results are made public) or the Adviser's voting intentions to any third party (except electronically to regulatory agencies) including, but not limited to, proxy solicitors, non-clients, and the media. The Adviser may communicate with other investors regarding a specific proposal but will not disclose its vote until such time as the subject issuer has publicly disclosed the voting results.

APPENDIX C

VI. Recordkeeping

Either the Adviser or the Proxy Agent, or both, as indicated below, will maintain the following records:

1. a copy of this Policy (Adviser);

2. a copy of the Guidelines (both);

3. a copy of each proxy statement received by the Adviser regarding client securities (Proxy Agent);

4. a record of each vote cast by the Adviser on behalf of a client (Proxy Agent);

5. a copy of all documents created by the Adviser that were material to making a decision on the proxy voting (or abstaining from voting) of client securities or that memorialize the basis for that decision including the resolution of any conflict, a copy of all Proxy Vote Override Forms and all supporting documents (Adviser); and

6. a copy of each written request by a client for information on how the Adviser voted proxies on behalf of the client, as well as a copy of any written response by the Adviser to any request by a client for information on how the Adviser voted proxies on behalf of the client. Records of oral requests for information or oral responses will not be kept. (Adviser)

Such records must be maintained for at least six years.

Adopted: August 2014
Amended: February 2, 2015
Amended: February 16, 2016
Amended: June 12, 2017
Amended: January 26, 2018
Amended: January 25, 2019