

**ITEM 1**

**COVER PAGE**

**PART 2A OF FORM ADV: FIRM BROCHURE**

**Transparent Value Advisors, LLC**

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**March 31, 2015**

**This Brochure provides information about the qualifications and business practices of Transparent Value Advisors, LLC (“TVA” or the “Adviser”). If you have any questions about the contents of this Brochure, please contact us at (212) 518-5344. 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.**

**TVA is a registered investment adviser. Registration of an investment adviser does not imply any level of skill or training. The oral and written communications of an adviser provide you with information about which you determine to hire or retain an adviser.**

**Additional information about TVA also is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).**

## **Item 2 – Material Changes**

TVA's last update to its Brochure was dated May 15, 2014. There have been no material changes to the Advisor since that filing.

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#### **Item 4 – Advisory Business**

A. Transparent Value Advisors, LLC (“TVA” or the “Adviser”) is an indirect subsidiary of Guggenheim Partners, LLC, which is owned by Guggenheim Capital, LLC. Guggenheim Capital, LLC is owned in part by Sammons Enterprises, Inc. Employee Stock Ownership Trust. TVA has been in business since April 18, 2007.

B. TVA manages and sub-manages equity securities for its clients through registered investment companies (“Registered Funds”) under the Investment Company Act of 1940, as amended (“1940 Act”) and separately managed accounts and also offers portfolio model, portfolio consulting services and index licensing.

C. TVA tailors its investment strategy to meet a specific client’s investment objectives. Each account is managed in a manner to achieve the investment objective of the client, as agreed upon by TVA and the client, or the fund’s offering documents, in the case of a pooled investment vehicle. Client investment guidelines may be amended, by agreement of the client and TVA, based upon changing market conditions or needs of the client.

D. TVA does not offer a wrap fee program.

E. As of December 31, 2014, TVA advises \$453,102,438 on a discretionary basis and \$1,920,906,509 on a non-discretionary basis. Items reflect discretionary and non-discretionary sub-accounts.

#### **Item 5 – Fees and Compensation**

A. and B. TVA is paid a management fee on assets held in the client’s account. Management fees, set forth in the client’s investment management agreement or fund offering documents, are generally billed to clients on a monthly or quarterly basis, though some fees may be payable in advance.

For Registered Funds, management fees earned by TVA are based on the net asset value (“NAV”) at end of the applicable period (generally, a month or quarter) and are paid in arrears. Registered Fund fees are described in the fund’s offering documents.

For separate account clients, TVA is paid a quarterly management fee, in arrears, based on the net asset value (“NAV”) of all assets held in a client’s account. The management fee is equal to an annual fee prorated monthly and multiplied by the separate account’s NAV as of each calendar month-end, reduced for periods of less than a complete month and prior to any reduction for such management fees. The management fee is calculated and accrued monthly and is generally paid quarterly in arrears, subject to any different payment terms in the client’s investment management agreement. Fees may be negotiated in different amounts with each client based upon the types of service provided, size of account, and relationship between the client and TVA.

The standard tiered fee schedules for investment advisory services provided to TVA’s separate account clients are detailed below. TVA offers several different products with varying fees that could be higher than those described above. Fees may be negotiable.

- For assets up to \$25 million, the annual management fee is 0.750%.
- For additional assets up to the next \$25 million, the annual management fee is 0.650%.
- For additional assets up to the next \$50 million, the annual management fee is 0.550%.
- For additional assets above \$100 million, the annual management fee is 0.500%.

C. Clients pay, in addition to management fees, brokerage commissions and other trading execution and settlement related costs and expenses, custody fees, interest incurred on borrowings, if any, and dividends paid on securities sold short. TVA also charges items of income, loss and expense to its fund clients, consistent with U.S. generally accepted accounting principles.

TVA, in certain circumstances, may invest client assets in ETFs and mutual funds. If a client account holds ETFs or mutual funds, the client pays two fees for the management of these assets, one to TVA and one to the ETF or mutual fund manager.

D. In some instances, fees may be payable in advance. In the event of a withdrawal, the client would receive a pro rata rebate of the allocable portion of the fee not earned by TVA during the period. With respect to mutual or private funds, please see the fund's offering materials for details on refunds of unearned fees and termination provisions.

E. Neither TVA nor its personnel receives transaction-based compensation for the sale of securities to clients.

#### **Item 6 – Performance-Based Fees and Side-By-Side Management**

TVA does not charge performance based fees.

#### **Item 7 – Types of Clients**

The following is a list of the types of clients to which TVA provides investment advisory services:

Registered Funds: TVA sub-advises funds registered with the SEC under the Investment Company Act of 1940, as amended (the "1940 Act").

Separate Accounts: TVA may provide portfolio management services to institutions such as insurance companies, sovereign wealth funds, pension funds, special purpose vehicles, individuals, family entities and companies. For its separate account clients, TVA generally requires a minimum account size of \$20 million dollars but the amount can be waived at TVA's discretion.

#### **Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss**

A. TVA uses a proprietary investment methodology, the Required Business Performance ("RBP"), as well as fundamental, cyclical and technical analysis to analyze and consider investment opportunities. In addition, TVA relies on research, economic theory and capital markets data provided by certain affiliates.

TVA believes the key to successful investing is to measure the performance implied (i.e., RBP) in the price of a stock and benchmark that implied performance against management's ability to perform in the past (i.e., RBP probability). The success of TVA's investment strategy depends on the effectiveness of the RBP methodology in screening securities, and there is no assurance the RBP methodology will identify companies that will either achieve its RBP or outperform the performance of other indices.

The RBP methodology is a reverse discounted free cash flow ("DCF") analysis using a company's current stock price, its income statement, balance sheet and cash flow statements to determine what the current price of the stock implies about future free cash flow ("FCF") and RBP.

DCF analysis values a company by projecting the cash flows it will generate in the future and discounting them by the appropriate cost of capital, or interest rate, to determine the present value of those cash flows.

FCF is the amount of cash generated by a company from its normal operations which is available for distribution to investors, after taking into account any necessary investment.

B. TVA manages client assets within equity strategies. Investing in securities involves risk of loss that clients should be prepared to bear. Material risks inherent in each strategy are described below:

*Common Stock Risk* — Equity portfolios are subject to the risk that stock prices will fall over short or extended periods of time. Historically, the equity markets have moved in cycles, and the value of the portfolios' common stock may fluctuate drastically from day-to-day. Individual companies may report poor results or be negatively affected by industry and/or economic trends and developments. The prices of securities issued by such companies may suffer a decline in response. These factors contribute to price volatility, which is the principal risk of investing in the portfolios. In addition, common stock is generally subordinated to preferred stocks, bonds and other debt instruments upon the liquidation or bankruptcy of the issuing company.

*Quantitative Investment Strategy Risk* — The portfolios seek to track a quantitative strategy index, meaning that the portfolios invest in securities comprising an index created by a proprietary model. The success of the portfolios' principal investment strategies depends on the effectiveness of the model in screening securities for inclusion in the Index. The factors used in the quantitative analysis and the weight placed on these factors may not be predictive of a security's value. As a result, the portfolios may have a lower return than if the portfolios were managed using a fundamental investment strategy or an index based strategy that did not incorporate quantitative analysis.

*Risks of Index Investing* — Unlike many investment companies, the portfolios are not "actively managed." Therefore, the portfolios would not sell an equity security because the security's issuer was in financial trouble unless that security is removed from the Index.

*Non-Correlation Risk* — The portfolios' return may not match or achieve a high degree of correlation with the return of the Index for a number of reasons. For example, the portfolios incur a

number of operating expenses not applicable to its Index and also incur costs in buying and selling securities, especially when rebalancing the portfolios' securities holdings to reflect changes in the composition of the Index or in a representative sampling of the Index. The portfolios may not be fully invested at times, either as a result of cash flows into the portfolios or reserves of cash held by the portfolios to meet redemptions and pay expenses. To the extent the portfolios use a sampling methodology, the portfolios will not fully replicate the Index and may hold securities not included in the Index. As a result, the portfolios will be subject to the risk that the Adviser's investment management strategy, the implementation of which is subject to a number of constraints, may not produce the intended results. If the portfolios utilize a sampling approach, they may not track the return of the Index as well as it would if the portfolios purchased all of the securities in the Index.

*Large Capitalization Company Risk* — The large capitalization companies in which the portfolios may invest may underperform other segments of the equity market or the equity market as a whole.

*Medium Capitalization Company Risk* — The medium capitalization companies in which the portfolios may invest carry additional risks because their earnings and revenues tend to be less predictable (and some companies may be experiencing significant losses) and their share prices more volatile than those of larger, more established companies.

*Small Capitalization Company Risk* — The portfolios may invest primarily in small-cap companies. While small-cap companies may offer greater potential for capital appreciation than larger more established companies, they may also involve greater risk of loss and price fluctuation. Small-cap companies may be more vulnerable to adverse business or economic events than larger, more established companies because of the small-cap companies' more limited product lines and financial resources. The trading markets for securities of small-cap issuers may be less liquid and more volatile than securities of larger companies. This means that the portfolios could have greater difficulty buying or selling a security of a small-cap issuer at an acceptable price, especially in periods of market volatility.

*Non-Diversified Risk* — The portfolios may be non-diversified and, as a result, may have greater exposure to volatility than other portfolios. Because a non-diversified portfolio may invest a larger percentage of its assets in securities of a single issuer than that of a diversified portfolio, the performance of that issuer can have a substantial impact on the portfolios' share price.

*Concentration Risk* — The portfolios' assets will only be concentrated in an industry or group of industries to the extent that the Index concentrates in a particular industry or group of industries. By concentrating its assets in a single industry or group of industries, the portfolios are subject to the risk that economic, political or other conditions that have a negative effect on that industry or group of industries will negatively impact the portfolios to a greater extent than if the portfolios' assets were invested in a wider variety of industries. The amount of portfolios' assets in a particular industry may not match the industry's representation in the Index during rebalancing or when the portfolios are small.

*Derivatives Risk* — A derivative is a financial contract, the value of which depends on, or is derived from, the value of a financial asset (such as a stock, bond or currency), a physical asset (such as gold) or a market index (such as the S&P 500 Index). The portfolios' use of futures contracts, options and swaps is subject to market risk, leverage risk, correlation risk and liquidity risk. Market risk is the risk that the market value of a security may move up and down, sometimes rapidly and unpredictably. Liquidity risk is the risk that a security may be difficult or impossible to sell at the time and price that the portfolios would like. Leverage risk is the risk that the use of leverage can amplify the effects of market volatility on the portfolios' share price and may also cause the portfolios to liquidate portfolios positions when it would not be advantageous to do so in order to satisfy its obligations. Correlation risk is the risk that changes in the value of the derivative may not correlate perfectly with the underlying asset, rate or index. The portfolios' use of swap agreements is also subject to credit risk and valuation risk. Valuation risk is the risk that the derivative may be difficult to value and/or may be valued incorrectly. Credit risk is the risk that the counterparty to a contract will default or otherwise become unable to honor a financial obligation. Each of these risks could cause the portfolios to lose more than the principal amount invested in a derivative instrument.

*REIT Risk* — The portfolios are subject to risks related to investment in real estate investment trusts or "REITs," including fluctuations in the value of underlying properties, defaults by borrowers or tenants, lack of diversification, heavy cash flow dependency, self-liquidation, and potential failure to qualify for tax-free pass through of income and exemption from registration as an investment company. By investing in REITs indirectly through the portfolios, a shareholder will bear expenses of the REITs in addition to expenses of the portfolios.

*U.S. Government Securities Risk* — Some of the U.S. government securities that the portfolios may invest in are not backed by the full faith and credit of the United States government, which means they are neither issued nor guaranteed by the U.S. Treasury. Also, any government guarantees on securities the portfolios own do not extend to shares of the portfolios.

*Repurchase Agreement Risk* — The portfolios' use of repurchase agreements involves certain risks. One risk is the seller's ability to pay the agreed-upon repurchase price on the repurchase date. If the seller defaults, the portfolios may incur costs in disposing of the collateral, which would reduce the amount realized thereon. If the seller seeks relief under the bankruptcy laws, the disposition of the collateral may be delayed or limited. Finally, it is possible that the portfolios may not be able to substantiate its interest in the underlying security and may be deemed an unsecured creditor of the other party to the agreement.

*Investment Company Risk* — When the portfolios invest in an investment company, including an ETF, in addition to directly bearing the expenses associated with its own operations, it will bear a pro rata portion of the other investment company's expenses. While the risks of owning shares of an ETF generally reflect the risks of owning the underlying securities the ETF is designed to track, lack of liquidity in an ETF can result in its value being more volatile than the underlying portfolios securities.



## **Item 9 – Disciplinary Information**

The management of TVA believes that there are no legal or disciplinary events that are material to a client's or prospective client's evaluation of or the integrity of TVA or its management personnel.

## **Item 10 – Other Financial Industry Activities and Affiliations**

A. Neither TVA nor any of its management persons are currently registered representatives of a broker/dealer or have an application pending as such.

B. Neither TVA nor any of its management persons are currently commodity pool operators or commodity trade advisors or have applications pending as such.

C. Guggenheim Partners Investment Management, LLC ("GPIM") acts as the investment adviser to funds sub-advised by TVA. TVA engages certain GPIM employees to advise on investment allocations. TVA and GPIM share certain portfolio managers and the same equity Chief Investment Officer ("CIO") who discusses investment decisions, policy and practice for both advisors. This shared management is intended to align the interests of both advisors.

Guggenheim Funds Distributors, LLC ("GFD") is a broker-dealer affiliated with TVA. GFD distributes mutual funds that are sub-advised by TVA. GFD may also refer clients to TVA for separately managed accounts or unified managed account services for a fee. Additionally, if GFD solicits a client for TVA, GFD is required to disclose their relationship with TVA to the client.

TVA's parent, Transparent Value, LLC, licenses custom indices to unaffiliated third parties.

TVA is also affiliated with other broker-dealers, none of which are material to TVA's business.

TVA is also affiliated with other investment advisers, both registered and unregistered, none of which are material to TVA's business.

## **Item 11 – Code of Ethics, Participation or Interest in Client Transactions and Personal Trading**

A. TVA has adopted a Code of Ethics and Insider Trading Policy (the "Code") to comply with Rule 204A-1 under the Investment Advisers Act of 1940, as amended (the "Advisers Act"), which sets forth procedures and limitations governing the business conduct and personal securities trading of persons associated with TVA. The Code is based upon the principle that TVA's Access Persons (as defined in the Code) owe a fiduciary duty to clients and to conduct their affairs, including their personal securities transactions, in a manner to avoid: (i) placing their own personal interests ahead of clients; (ii) taking inappropriate advantage of their position with the firm; and (iii) any actual or potential conflicts of interest or any abuse of their position of responsibility. Personal securities transactions of TVA's Access Persons are reported quarterly and account holdings are reported annually. Both are monitored, in an attempt to limit potential conflicts of interest. In addition, TVA maintains a restricted list. Access Persons of TVA are prohibited from trading in

companies contained therein. A copy of TVA's Code is provided to any client or prospective client upon request by contacting TVA at (212) 908-5090.

#### B. and C. and D. Participation or Interest in Client Transactions

##### Cross Transactions

TVA executes cross transactions only so long as TVA (or an affiliate) does not receive any compensation in connection with the transaction. TVA executes internal cross transactions at prices that represent the current value of the securities at the time of the transaction. TVA only executes a cross transaction for a registered fund client in accordance with the requirements of Rule 17a-7 under the 1940 Act, and the policies of the respective fund family.

##### Recommendations of Partnerships

Affiliates of TVA serve as a general partner, investment manager or equivalent of private investment vehicles. These funds are offered through offering memoranda only to investors which are qualified to invest in the respective funds (e.g., accredited investors, qualified purchasers, or knowledgeable employees). Related persons of TVA from time to time solicit, recommend to, or purchase or sell on behalf of clients, securities or other investment products in which TVA, its affiliates or other related persons have a financial interest as the investment manager, general partner, or as a co-investor in these investment products. Clients of TVA may from time to time be solicited to invest in other limited partnership or limited liability companies managed by affiliates of TVA which may serve as general partner, manager in a similar capacity and are compensated for these services. TVA manages this conflict through disclosure in this brochure and other relevant documents, as well as the allocation process as discussed herein.

TVA and its related persons may from time to time buy or sell for their own accounts the same securities they buy or sell for, or recommend to, TVA clients. This trading is performed separately from the trading activities in client accounts and a client's interest has priority over the interests of TVA or its related persons. In addition, TVA or an affiliate may maintain investments in the structured vehicles it manages, which presents TVA with a potential conflict in recommending investments in these vehicles to clients. TVA's or its affiliates' ownership interest is disclosed in the vehicle's offering documents.

TVA and its personnel are not permitted to trade on securities with respect to which any of them or certain affiliated investment advisors (together "Guggenheim Investments") obtains material non-public information ("MNPI"), including information obtained from public companies which are clients of Guggenheim Investments. The Guggenheim Investments Restricted List (the "Restricted List") is a list of issuers in which TVA and its employees are restricted from trading due to legal, regulatory or contractual restrictions. For example, if Guggenheim Investments receives MNPI about certain issuers, such issuers will be placed on the Restricted List. Securities will be added to the Restricted List in among potentially others, the following circumstances:

- In certain circumstances, where there is a concentration of ownership in a security and Guggenheim Investments or an affiliate already owns a substantial beneficial interest in the publicly held outstanding shares;
- When Guggenheim Investments or any of its employees receives confidential information relating to an issuer and enters into a contractual agreement not to trade in the issuer's securities for a period of time; or
- When Guggenheim Investments or any of its employees comes into possession of MNPI about a public company, such as business plans, earnings projections, or merger and acquisition plans.

Absent limited and specific exceptions, issuers on the Restricted List may not be traded in Guggenheim Investment Funds or for the account of any other Guggenheim Investments client or in employee personal accounts. Funds and client accounts may be forced to deviate from their stated objectives because an issuer is restricted. Specifically, the Restricted List may prohibit Guggenheim Investments from buying or selling the issuer's securities for a Fund and client account. If an issuer's securities are in a client account or owned by a Fund and subsequently that issuer's securities are placed on the Restricted List, absent certain limited exceptions, TVA will not trade that issuer's securities in the client's account or held by a Fund until those securities are removed from the Restricted List. The client and Fund will bear the risk of loss during the period any such securities are on the Restricted List. Accordingly, the placement of issuers' securities on the Restricted List has the potential to negatively affect TVA's exercise of discretion over and the performance of client accounts and Funds.

## **Item 12 – Brokerage Practices**

### **A. 1. Research and Other Soft Dollar Benefits**

TVA does not participate in soft dollar arrangements.

### **A. 2. Brokerage for Client Referrals**

#### **Best Execution**

TVA considers numerous factors in arranging for the purchase and sale of clients' portfolio securities in order to achieve best execution for its clients. When selecting a broker, TVA considers the full range and quality of a broker's services, including execution capability, price, financial stability and reliability. TVA is not obliged to merely get the lowest price or commission; but to attempt to achieve the best qualitative execution for the account. The result is that best execution is not always be measured by a comparison of quotes provided by multiple potential counterparties because in some cases there is only one, if any, counter-party that makes a market in the security in question. In these situations, TVA uses its best effort to obtain the best execution from the counterparty. TVA monitors its use of certain brokers in the event a client provides guidelines with respect to transacting only with certain brokers.

### Broker Selection

If there are multiple broker-dealers making a market in a particular security, TVA is responsible for determining the broker-dealer to use for the transaction. TVA selects the broker-dealer that it believes can execute the transaction in a manner that achieves the most favorable execution for the client under the circumstances. In making this determination, TVA takes into account such factors as price, likelihood of execution (within a desired timeframe), market conditions, volume, confidentiality, minimum market effect, creditworthiness, willingness and ability of a counterparty to make a market in particular securities, operational coordination including communication and ability to settle trades reliably and quickly, reputation for ethical and trustworthy behavior, use of automation, willingness of the counterparty to commit capital, market knowledge and ability of counterparty to execute difficult transactions in unique and complex securities.

### Directed Brokerage

TVA does not engage in directed brokerage transactions.

### Allocation

TVA seeks to allocate investment opportunities among its clients in a manner it believes to be reasonable and equitable. Investment decisions for a client are made in accordance with the investment objectives, guidelines, and restrictions governing specific client accounts and are independent of investment decisions made for other clients. However, since investment decisions frequently affect more than one account, it is inevitable that, at times, it is desirable to acquire or dispose of the same security for more than one client account at the same time. Accordingly, TVA's procedures are designed to monitor that investment opportunities are allocated equitably among different client accounts. These procedures also seek to maintain reasonable efficiency in client transactions and to provide TVA with flexibility to use allocation methodologies appropriate to TVA's investment disciplines and the specific goals and objectives of each account.

TVA's clients occasionally participate in the allocation of certain eligible securities with clients of its affiliates such as GPIM. When possible, investments bought or sold in an aggregated transaction are allocated among the participating client accounts starting in an approximate pro rata manner and then taking into consideration the specific objectives and constraints for each account that includes, but are not limited to, the following: risk tolerance; purchase price; existing exposure; minimum trade allocation; minimum position holding size; costs of splitting trades; sector allocation limits;; strategy, and lot size. In addition, TVA considers the liquidity requirements, investment phase of the account (e.g., ramping-up or taking gains/losses for tax purposes) and cash available in each account when making an allocation decision.

### **Item 13 – Review of Accounts**

A. and B. Each portfolio is reviewed on a routine basis by the portfolio management team. In addition to the routine guideline reviews conducted, risk management reviews are conducted

regularly. On at least a monthly basis and more frequently as necessary, the portfolio manager(s) of TVA meet with the Assistant Chief Investment Officer of Equities to discuss funds performance.

TVA portfolios are maintained on a centralized portfolio management system and also monitored and maintained on internally developed systems that augment the core portfolio management system. Portfolios are monitored routinely and in real-time, with reports run on a regular basis that detail portfolio performance and risk exposures. Equity portfolios are routinely rebalanced on a fixed date in effort to meet portfolio objectives. Portfolio performance is regularly reviewed along with detailed attribution of performance for all portfolios.

C. Funds sub-advised by TVA and separate account clients have an independent qualified custodian that distributes a monthly or quarterly account statement containing holdings and transaction details.

#### **Item 14 – Client Referrals and Other Compensation**

A. TVA does not engage third party advisers to manage its clients' accounts.

B. TVA may enter into arrangements with affiliated or unaffiliated, domestic or foreign, third party solicitors. Such agreements involve the solicitor referring prospective clients to TVA for the provision of advisory services. TVA's affiliated broker-dealer, GFD, refers prospective clients to TVA. This arrangement is governed by a written agreement between the distributor of the Registered Funds and GFD, and, as applicable, complies with Rule 206(4)-3 under the Advisers Act. Solicitors' compensation may be based on either: (1) a percentage of the management fees, performance fees or both, earned by TVA from the referred client; or (2) percentage of assets raised by the solicitor.

#### **Item 15 – Custody**

TVA does not have custody of its clients' accounts. Clients are encouraged to review account statements which are sent directly from their custodian.

#### **Item 16 – Investment Discretion**

For separate accounts, each investment agreement has investment guidelines. For funds or other pooled investment vehicles, guidelines and limitations are described in the respective fund's offering materials. Before assuming discretionary authority, TVA receives trading authorization from the client.

#### **Item 17 – Voting Client Securities**

A. and B. At any time, a client may provide TVA with voting instructions. In determining how to vote individual proxies, TVA takes into account what it believes is in the best interests of its client(s). The portfolio manager(s), in conjunction with appropriate management or members of TVA, evaluate and vote proxies in accordance with TVA's Proxy Policy.

Additionally, TVA uses RiskMetrics Group (“RMG”) to record, track, file and vote all proxy solicitations. Through RMG, TVA maintains these clients’ proxy records, including copies of proxy statements received, a record of each vote cast, a copy of any written material used as the basis for or created in connection with proxy voting decisions.

TVA recognizes that there may be a potential conflict of interest when it votes a proxy. To that end, TVA has implemented procedures to address certain votes that may be subject to a material conflict of interest, including, but not limited to: (a) evaluating the nature of TVA’s and its employees’ material business and personal relationships with any company whose equity securities are held in client accounts and any client that has sponsored or has material interest in a proposal upon which TVA, on behalf of the client, is eligible to vote; (b) prohibiting employees involved in the decision making process or vote administration from revealing how TVA intends to vote on a proposal in order to reduce any attempted influence from interested parties; and (c) where a material conflict of interest exists, abstaining from voting in certain circumstances or, (d) where necessary, considering the views of a third party research service.

Clients may obtain information about how TVA votes proxies on their behalf by contacting their TVA administrative representative. Alternatively, clients may make a written request for proxy voting information to: Chief Compliance Officer, Transparent Value Advisors, LLC, 330 Madison Avenue, 10<sup>th</sup> Floor, New York, NY 10017.

#### **Item 18 – Financial Information**

- A. TVA does not require or solicit prepayment of more than \$1,200 in fees per client six months or more in advance and, thus, has not included a balance sheet of its most recent fiscal year.
- B. The management of TVA believes it has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients.
- C. TVA has not been the subject of a bankruptcy proceeding at any time during the past ten years.