



This ADV brochure, dated March 28, 2024
provides information about the qualifications and business practices of:

INDEXIQ ADVISORS LLC

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The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority and references to IndexIQ Advisors LLC as a “registered investment adviser” are not intended to imply a certain level of skill or training. In addition, registration as an investment adviser does not imply a certain level of skill or training. Additional information about IndexIQ Advisors LLC is also available on the SEC’s website at www.adviserinfo.sec.gov.

ITEM 2: SUMMARY OF MATERIAL CHANGES

IndexIQ Advisors LLC (“IndexIQ”) is updating this brochure as part of an annual updating amendment dated March 28, 2024. Included in this amendment are updates to our assets under management, risk disclosures, and other clarifying items. In addition, since that last annual update dated March 29, 2023, the following material changes were made:

- Item 10: Effective October 26, 2023 – Other Financial Industry Activities and Affiliations – Updated to disclose that certain individuals within IndexIQ LLC report to the New York Life Investment Management LLC (“NYLIM”) Chief Investment Officer who also oversees the NYLIM Multi-Asset Solutions (“MAS”) portfolio management team.

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ITEM 4: ADVISORY BUSINESS

Advisory Services

IndexIQ (or the “Firm”) is an indirect wholly-owned subsidiary of New York Life Insurance Company (“New York Life”). As of December 31, 2023, IndexIQ managed \$10,439,892,070 of client assets on a discretionary basis, and no client assets are managed on a non-discretionary basis.

IndexIQ has operated since July 2007 and has been registered as an investment adviser with the Securities and Exchange Commission (the “SEC”) since August 9, 2007. IndexIQ was acquired by New York Life Investment Management Holdings LLC (“New York Life Investment Management”) in April 2015. IndexIQ is wholly-owned by IndexIQ LLC. IndexIQ LLC is a wholly-owned subsidiary of New York Life Investment Management, a subsidiary of New York Life.

IndexIQ LLC develops and maintains proprietary financial indices (the “IndexIQ Indices”). For certain IndexIQ Indices, IndexIQ LLC has engaged affiliated and unaffiliated entities to act as an index consultant to assist IndexIQ LLC with the development, calculation and maintenance of the IndexIQ Indices. IndexIQ provides investment advisory services to clients, including by utilizing the IndexIQ Indices. IndexIQ LLC also assists IndexIQ with certain performance reporting, analytical and data analysis, and the creation of informational material about IndexIQ products.

Certain personnel within NYLIM are dual hatted to IndexIQ LLC and support IndexIQ LLC’s development and maintenance of the IndexIQ Indices, which certain of IndexIQ’s exchange-traded funds (“ETFs”) seek to track. These individuals are responsible for rebalancing, validating and delivering index component securities and weightings of each IndexIQ Index on a periodic basis.

IndexIQ offers discretionary investment advisory services to registered investment advisers, broker-dealers, and open-end Registered Investment Companies (“RICs”) operating as mutual funds (“Mutual Funds”) or ETFs, individuals, trusts, retirement accounts (IRAs, pensions and profit sharing plans), corporations, affiliated insurance companies and other institutions. IndexIQ also offers services to Unified Managed Accounts (“UMAs”), which are typically non-discretionary, Wrap, Model Portfolio and other advisory programs of third-party sponsors (“Sponsored Programs”) (collectively, products receiving discretionary and non-discretionary investment advisory services from IndexIQ, “IndexIQ Products”). These investment advisory services will generally be tailored to meet our clients’ needs. Client-imposed restrictions are detailed in the respective client’s investment advisory agreement or in such other form as agreed upon by IndexIQ and the client. With respect to UMAs and Model Portfolios, the services are generally limited to providing model portfolios to the sponsors of the Sponsored Programs, but in some cases, IndexIQ will also provide trading services, depending on the agreement with the sponsor of the Sponsored Programs.

Certain personnel within NYLIM are dual hatted to IndexIQ in order to facilitate the general management, trading execution, administration and communication services for the RICs operating as Mutual Funds or ETFs and various other accounts (e.g., individual, trust and retirement accounts, as well as corporate and affiliated insurance company and other institutional accounts) and separately managed accounts (“SMAs”) and UMAs, which are managed and/or

offered by IndexIQ. We refer to these individuals in this Brochure as our employees.

IndexIQ has the discretion to retain affiliated and unaffiliated subadvisers (each, a “Subadviser”) for portfolio management services. If a Subadviser is retained, IndexIQ delegates trading authority to the Subadviser, subject to IndexIQ’s oversight. IndexIQ also will enter into agreements with third parties to offer IndexIQ Products or to develop new products. IndexIQ currently has subadvisory agreements with the following affiliated subadvisers: MacKay Shields LLC (“MacKay”) (SEC File No. 801-5594); and NYL Investors LLC (“NYL Investors”) (SEC File No. 801-78759). We also engage the following unaffiliated subadvisers: CBRE Investment Management Listed Real Assets LLC (“CBRE”) (SEC File No. 801-49083) and Winslow Capital Management, Inc. (“Winslow”) (SEC File No. 801-41316).

MacKay is the Subadviser to certain active IndexIQ ETFs managed by IndexIQ. For additional information regarding MacKay’s investment strategies, processes and procedures for selecting securities and other investment products held in an account, and the associated risks, please refer to MacKay’s Form ADV Part 2A Brochure and the IndexIQ ETFs’ Prospectus and Statement of Additional Information (“SAI”).

NYL Investors is the Subadviser to an active IndexIQ ETF managed by IndexIQ. For additional information regarding NYL Investors’ investment strategies, processes and procedures for selecting securities and other investment products held in an account, and the associated risks, please refer to NYL Investors’ Form ADV Part 2A Brochure and the IndexIQ ETF’s Prospectus and SAI.

Winslow is the Subadviser to certain active IndexIQ ETFs managed by IndexIQ. For additional information regarding Winslow’s investment strategies, processes and procedures for selecting securities and other investment products held in an account, and the associated risks, please refer to Winslow’s Form ADV Part 2A Brochure and the IndexIQ ETFs’ Prospectus and SAI.

CBRE is the Subadviser to an active IndexIQ ETF managed by IndexIQ. For additional information regarding CBRE’s investment strategies, processes and procedures for selecting securities and other investment products held in an account, and the associated risks, please refer to CBRE’s Form ADV Part 2A Brochure and the IndexIQ ETF’s Prospectus and SAI.

IndexIQ has entered into an agreement with NYLIM, an affiliated registered investment adviser, to assist IndexIQ in providing services to Sponsored Programs. IndexIQ has also entered into an investment subadvisory agreement with NYLIM to subadvise mutual funds managed by NYLIM. For additional information regarding NYLIM’s investment strategies, processes and procedures and the associated risks, please refer to NYLIM’s Form ADV Part 2A Brochure and the applicable mutual fund’s Prospectus and SAI.

From-time-to-time, IndexIQ and NYLIM will enter into support agreements with unaffiliated entities that provide for, among other things, the use of the unaffiliated entity’s name and trademarks by IndexIQ, NYLIM and an IndexIQ ETF and contributions by IndexIQ or NYLIM to the unaffiliated entity. With respect to such relationships, the unaffiliated entity will be allowed to review and provide feedback on the selection criteria of the applicable underlying index for an IndexIQ ETF that has a license agreement to use the unaffiliated entity’s name and trademarks. However, the unaffiliated entity will not (i) select any individual companies for inclusion or

exclusion from the index or (ii) have any right to approve or modify the index, once constructed. The unaffiliated entity will not have any influence on the day-to-day operations of an IndexIQ ETF or IndexIQ's management of an ETF.

I. Managed Accounts

IndexIQ has entered into Managed Account Agreements (each, an "Account Agreement") with non-RIC clients or financial institutions including insurance companies. Account guidelines will be specified in each client's Account Agreement. Security positions may be at the direction of the client.

II. Sponsored Wrap Fee, Unified Managed Account, and Related Programs

IndexIQ participates in various Sponsored Programs through which clients of broker-dealers and other financial institutions retain IndexIQ as a discretionary or non-discretionary adviser under wrap fee or other arrangements offered by the programs' sponsors, wherein the client selects IndexIQ from among the investment advisers presented by the broker or financial institution to the client. The broker or financial institution also will evaluate IndexIQ's performance, execute the portfolio transactions, and/or provide custodial services for the client's assets as applicable.

The program sponsor bears responsibility for determining whether advisory services provided to participants in the Sponsored Programs are suitable in light of the participants' particular facts and circumstances. IndexIQ remains responsible for determining that it is properly carrying out the services that it has agreed to provide as part of the Sponsored Programs.

A Sponsored Program client may terminate the account arrangement upon a specified period of notice to the broker or other financial institution. Upon termination, any prepaid fee is refundable on a pro-rata basis for the period unearned.

Although the foregoing describes how these Sponsored Programs operate and IndexIQ's role in these programs, each program's operations could contain certain features or roles for IndexIQ that vary from the description herein. NYLIM provides certain trade execution and administrative services to IndexIQ to support IndexIQ's management of Sponsored Program accounts.

For additional information about these Sponsored Programs, please consult the disclosure brochures of the Sponsored Programs.

III. Model Portfolios

IndexIQ has entered into agreements to provide model securities portfolios ("Model Portfolios") to other investment advisers in their managed accounts or similar Sponsored Programs. IndexIQ will generally not have discretion over client accounts with respect to providing Model Portfolios and its responsibilities are generally limited to providing Model Portfolios to such advisers and certain activities related thereto. In this regard, IndexIQ's activities do not include trade execution or other advisory functions performed by the other adviser or overlay or implementation manager for Sponsored Program clients. These other advisers or third-party overlay or implementation managers use the Model Portfolios as recommendations for how to trade and invest the program clients' accounts. IndexIQ's Model Portfolio service is not tailored to the individual clients of the other advisers or the programs. IndexIQ is generally not provided with specific client information

such as the identity or specific financial circumstances of such Sponsored Program clients. At the request of a Model Portfolio sponsor or implementation manager, IndexIQ provides recommendations to the sponsor or implementation manager regarding securities and investments that the sponsor or implementation manager may or may not consider purchasing for tax management purposes or to pursue certain investment strategies.. Such recommendations will in certain circumstances include ETFs managed by IndexIQ that pay management fees to IndexIQ. IndexIQ receives a fee for its Model Portfolio services. The fee is generally based on the market value of the assets in a particular Model Portfolio and is assessed on a monthly basis.

For additional information about a particular Model Portfolio, please consult the disclosure brochure of the applicable Model Portfolio Sponsor or implementation manager.

IV. Registered Investment Companies

IndexIQ provides investment advisory services to open-end RICs operating as Mutual Funds or ETFs (collectively, the “Registered Funds” and individually, each a “Registered Fund”) in accordance with Investment Advisory Agreements or Investment Subadvisory Agreements with the Registered Fund as approved by the applicable Registered Fund’s Board of Trustees (“Board”).

For the Registered Funds that IndexIQ manages directly, IndexIQ has overall responsibility for the general management and administration of the Registered Funds, subject to the oversight of the applicable Board. In accordance with the applicable Investment Advisory Agreement, IndexIQ provides an investment program for each Registered Fund and manages the investment of each Registered Fund’s assets in conformity with the stated investment policies of such Registered Fund. With respect to the Registered Funds that IndexIQ subadvises for NYLIM, subject to the supervision of NYLIM and the oversight of the applicable Board, IndexIQ provides a continuous investment program for the Registered Funds’ allocated assets and determines the composition of the assets of the Registered Funds’ allocated assets, including determination of the purchase, retention or sale of the securities, cash and other investments contained in the portfolio.

With respect to the Registered Funds that IndexIQ manages directly, IndexIQ will from time to time retain Subadvisers to manage a Registered Fund’s assets. In this regard, IndexIQ makes recommendations to the Board of the applicable Registered Fund regarding Subadvisers to be retained to provide subadvisory services and the Board approves the subadvisory agreements periodically, as required by the Investment Company Act of 1940, as amended. Subadvisers are recommended by IndexIQ based on a number of factors, including an evaluation of their skills and investment results in managing assets for specific asset classes, investment styles and strategies. Currently, IndexIQ engages MacKay and NYL Investors, both affiliated subadvisers, and Winslow and CBRE, both unaffiliated subadvisers, to subadvise certain ETFs.

IndexIQ or a Subadviser is responsible for placing purchase and sale orders and providing continuous supervision of the investment portfolio of each of the Registered Funds. IndexIQ is also responsible for arranging for third-party administration, transfer agent, custodial, and all other non-distribution related services for the Registered Funds that IndexIQ manages directly. IndexIQ does not provide custodial services to the Registered Funds. At no time will IndexIQ accept or maintain custody with respect to a Registered Fund’s assets.

For additional information regarding the Registered Funds’ fees, investment objectives, investment strategies and associated risks, please refer to Registered Funds’ Prospectuses and

SAIs. This ADV brochure does not constitute an offer to sell, or a solicitation of an offer to buy, shares of the Registered Funds.

Termination of Accounts, Advisory Agreements and Program Agreements

Non-Sponsored Managed Accounts: Account Agreements in non-Sponsored Programs generally may be terminated by either the client or IndexIQ upon a specified period of prior written notice, generally 10 to 90 days.

Sponsored Programs: Agreements with sponsors of UMA, Wrap and other similar programs generally may be terminated by the parties upon a specified period of prior written notice, generally 90 days.

Model Portfolios: Agreements between IndexIQ and other advisers relating to IndexIQ's provision of Model Portfolios generally may be terminated upon a specified period of prior written notice set forth in the relevant program agreement, generally ranging from 30 days to 90 days.

Registered Funds: Investment Advisory Agreements with Registered Funds terminate immediately upon assignment or IndexIQ may terminate upon 60 days' prior written notice. Investment Advisory or Subadvisory Agreements must be renewed by the applicable Registered Fund's Board on an annual basis after their initial two-year term.

ITEM 5: FEES AND COMPENSATION

I. Managed Accounts

As compensation for IndexIQ's management of client accounts (each, an "Account"), clients generally pay IndexIQ a Management Fee (defined below) and/or a fixed fee. IndexIQ's fees generally will be deducted directly from the client's custodial accounts. Clients should be aware of their responsibility to verify the accuracy of the fee calculation submitted to the custodian by IndexIQ, as the custodian will not verify whether the fee has been properly calculated. Where IndexIQ's fees are not deducted directly from the client's custodial account, IndexIQ's fees will be invoiced.

Generally, fees are negotiated on a case-by-case basis with the client and are determined based upon many factors, including the amount of work involved, the assets placed under management and the attention needed to manage the Account. Actual fees may be higher or lower than the range provided below based on individual client negotiations.

Generally, a management fee (the "Management Fee") for most managed accounts in non-Sponsored Programs typically do not exceed 45 basis points based on the amount of assets under management and is generally negotiable for larger accounts. The Management Fee typically will be charged monthly or quarterly, as of the last day of each month or calendar quarter, based on the average assets under management for the period, before reduction for the Management Fee as of such date. The Management Fee shall be appropriately pro-rated for any termination of the Account Agreement as of a date other than a calendar quarter-end.

In certain cases, IndexIQ will agree with a client to a fixed fee to be paid on a monthly or quarterly basis. The rate of a fixed fee will depend on, among other things, the size of the Account, whether the client has other assets managed by IndexIQ, and the other terms agreed upon by the client and IndexIQ. The fee typically will be charged monthly or quarterly, as of the last day of each calendar month or quarter, based on the average assets under management for the month or quarter, before reduction for the Management Fee as of such date. The Management Fee shall be appropriately pro-rated for any termination of the Account Agreement as of a date other than a calendar month-end or quarter-end.

Where IndexIQ is responsible for pricing a client's portfolio for fee billing, IndexIQ will generally use pricing information provided by an independent pricing service. Based on our investment style and the types of securities in which we generally invest on behalf of our clients, the independent pricing service is typically able to provide pricing information for securities included within our clients' portfolios. In the event an independent pricing service is unable to obtain a price, IndexIQ will determine a fair value for that security.

II. Sponsored Programs

Wrap Accounts

The SMA Wrap programs described in Item 4 generally provide for an all-inclusive fee that covers advisory fees, trade execution, reports of activity, custodial services, and the recommendation and monitoring of investment managers. For IndexIQ's services as investment manager in the SMA Wrap programs, IndexIQ receives a portion of the total managed account program fee paid to the sponsor by the client.

UMA / Model Portfolios

IndexIQ's compensation for the provision of UMA or Model Portfolios for certain Sponsored Programs typically do not exceed 45 basis points, generally based on a formula that reflects in part the amount of assets in accounts managed using the Model Portfolio. The amount of assets in accounts managed using the Model Portfolio and the value of those assets is determined by the program sponsor. Fees typically are calculated and paid on a monthly or quarterly basis, in advance or in arrears, as specified in the relevant program agreement.

Other Sponsored Programs

IndexIQ also participates in Sponsored Programs pursuant to which it enters into advisory agreements directly with the client of a program sponsor. In these programs, IndexIQ typically is directed to execute all trades with the program sponsor, consistent with its duty to seek best execution. IndexIQ expects that in such programs a substantial percentage, if not all, of the client's transactions will be executed with the program sponsor, as the client generally does not pay commissions separate from the program fee paid to the sponsor.

While IndexIQ's compensation in Sponsored Programs may be lower than IndexIQ's standard managed account fee schedule for the same strategy, the overall cost of a Wrap or other sponsored program arrangement may be higher than the client otherwise would experience by paying IndexIQ's standard fees and negotiating transactions with a broker or dealer that are payable on a per transaction basis.

The management fee for managed accounts in Sponsored Programs typically do not exceed 45 basis points based on the amount of assets invested in the strategy. The amount of assets invested in the strategy and the value of those assets is determined by the program sponsor. Fees typically are paid on a monthly or quarterly basis, in advance, valued as of the last business day of each month or calendar quarter.

III. Registered Funds

For its services to Registered Funds, IndexIQ receives an advisory or subadvisory fee generally ranging from 0.09% to 0.75% of average daily net assets, payable in arrears on a monthly basis; however, IndexIQ has entered into fee waivers and/or expense limits that reduce these fees for certain Registered Funds. The value of a Registered Fund's assets is determined in accordance with valuation procedures adopted by IndexIQ and the Registered Fund's Board. Additional information regarding fees and the valuation of a Registered Fund's assets is set forth in the applicable Registered Fund's Prospectus.

IV. General Fee Information

Generally, all fees to clients are subject to negotiation. Fee arrangements with Registered Fund clients are subject to periodic review and approval by their Boards. To the extent IndexIQ retains a Subadviser, the fees of such Subadviser will be paid from the fees of IndexIQ.

In addition to the above fees, each client is generally responsible for all expenses related to its Account, including brokerage commissions, custodial fees, interest on margin borrowing and the fees or expenses of any mutual funds and/or ETFs in which the account invests. Upon termination of any Account, any prepaid, unearned fees will be promptly refunded, and any earned, unpaid fees will be due and payable. Please see Item 12 herein with respect to IndexIQ's brokerage practices.

V. Compensation

There will be instances where registered representatives of NYLIFE Distributors LLC ("NYLIFE Distributors"), who in certain cases are officers of our Firm, recommend that an advisory client, or prospective advisory client, invest in (a) IndexIQ ETFs, (b) a private fund or other investment product that we or an affiliate sponsor, or (c) other registered mutual funds sponsored by an affiliate. When this occurs, neither IndexIQ nor any of our supervised persons receive transaction-based compensation – whether asset-based sale charges, service fees or other direct payments – for the sales that result from these recommendations to the advisory client. However, IndexIQ benefits from additional investments made in the IndexIQ ETFs, given that its advisory fees are based on a percentage of assets under management. The same is true for (i) any affiliate that is a subadviser to an IndexIQ ETF that receives additional investments, (ii) the Firm or an affiliate that manages or subadvises a private fund, or (iii) an affiliate that sponsors a registered mutual fund or UCITs that receives additional investments in this way.

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

IndexIQ does not charge any performance-based fees (fees based on a share of capital gains or capital appreciation of the assets of a client).

ITEM 7: TYPES OF CLIENTS

As discussed in Item 4, “Advisory Business”, IndexIQ offers a broad array of investment advisory services to registered investment advisers, broker-dealers, Registered Funds operating as ETFs and Mutual Funds, and other clients including individuals, trusts, retirement accounts (IRAs, pensions and profit-sharing plans), state or municipal government entities, corporations, affiliated insurance companies and other institutions. IndexIQ offers its services to UMA, Wrap, and other advisory programs of third-party sponsors.

Generally, the minimum dollar value of assets required to set up an investment advisory account with IndexIQ is \$10,000,000; however, IndexIQ has discretion to waive the account minimum. IndexIQ has the discretion to raise the account minimum based on several factors, including, without limitation, the complexity or capacity of the underlying strategy. The minimums generally will be different in advisory products offered in Sponsored Programs and for collective investment vehicles managed by IndexIQ. Please consult the offering materials for such Sponsored Programs or collective investment vehicles for information about any applicable minimum investment requirements.

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

There can be no assurances that a client will achieve its investment objective or that the strategies pursued, and methods utilized by IndexIQ, will be successful under all or any market conditions.

Investment Strategies for Registered Funds (ETFs and Mutual Funds)

Passive ETF Investment Strategies

IndexIQ’s passive ETF and Mutual Fund strategies generally seek investment results that correspond, before fees and expenses, generally to the price and yield performance of its underlying index (the “Underlying Index”).

Each Underlying Index consists of many components (“Underlying Index Components”) selected in accordance with the rules-based methodology of such Underlying Index. For IndexIQ ETFs and Mutual Fund strategies that are funds of funds, Underlying Index Components will include primarily affiliated or unaffiliated ETFs and/or other exchange-traded vehicles (“ETVs”) issuing equity securities organized in the U.S. (collectively, “Underlying Funds”). Underlying Index Components generally include foreign and domestic equity securities and U.S. dollar-denominated fixed income securities traded in the U.S. or foreign markets. Certain IndexIQ ETFs or Mutual Funds also invests in one or more financial instruments, including, but not limited to, futures and forward contracts and swap agreements (collectively, “Financial Instruments”).

Each passive ETF and Mutual Fund employs a “passive management” - or indexing - investment approach designed to track the performance of the Underlying Index. Certain Registered Funds

track the performance of IndexIQ Indices, which have been developed by IndexIQ LLC and licensed to IndexIQ for use by the Registered Funds. Certain ETFs track the performance of Underlying Indices developed by unaffiliated third-party index providers. IndexIQ pays a licensing fee to such third-party index providers to license the use of an Underlying Index developed and maintained by the provider.

Additional information regarding each passively managed ETF's strategy can be found in each Registered Fund's applicable Prospectus and SAI.

Actively Managed ETF Investment Strategies

IndexIQ, through Subadvisers, MacKay, NYL Investors, CBRE and Winslow, provides actively managed ETFs, which generally seek investment results that do not seek to replicate the performance of a specific index. Instead, these active ETFs use an active management strategy to meet their investment objectives. Consequently, investors should not expect these fund returns to track the returns of any index.

Additional information regarding each actively managed ETF's strategy can be found in each Registered Fund's applicable Prospectus and SAI.

Investment Strategies for Managed Accounts, Sponsored Programs and Model Portfolios

For managed account and Sponsored Program clients and the creation and maintenance of Model Portfolios, IndexIQ seeks to track the investment results that correspond, before fees and expenses, generally to the price and yield performance of an Underlying Index. The Underlying Index will be an index that has been developed by an unaffiliated third-party or by IndexIQ LLC.

An Underlying Index consists of many Underlying Index Components selected in accordance with the Underlying Index's rules-based methodology. For certain Underlying Indexes, a significant portion of Underlying Index Components are Underlying Funds, including ETFs and ETVs that seek to provide inverse exposure to market indices.

Risk Factors

Investing in securities involves risk of loss that clients should be prepared to bear. A brief explanation of the material risks associated with IndexIQ's principal investment strategies and methods of analysis follows.

Investment Strategy Risk Factors

Equity Securities & Fixed Income

Equity securities investments include positions in common stocks, including preferred stocks and convertible securities. Equity securities fluctuate in value in response to many factors, including the activities and financial condition of individual companies, the business market in which individual companies compete, industry market conditions, and general economic environments.

Fixed income securities are subject to interest rate, market and credit risk. Interest rate risk relates to changes in a security's value as a result of changes in interest rates generally. Even though such instruments are investments that may promise a stable stream of income, the prices of such

securities are inversely affected by changes in interest rates and, therefore, are subject to the risk of market price fluctuations. In general, the values of fixed income securities held long can be expected to increase when prevailing interest rates fall and decline when interest rates rise, while the values of fixed income securities sold short can be expected to decline when prevailing interest rates fall and increase when interest rates rise. There is a risk that interest rates will continue to rise, which will likely drive down the prices of bonds and other fixed-income securities. Due to the resetting of interest rates, adjustable rate securities are less likely than non-adjustable rate securities of comparable quality and maturity to increase or decrease significantly in value when market interest rates fall or rise, respectively. Market risk relates to the changes in the risk or perceived risk of an issuer, country or region. Credit risk relates to the ability of the issuer to make payments of principal and interest. The values of income securities may be affected by changes in the credit rating or financial condition of the issuing entities. Income securities denominated in non-U.S. currencies are also subject to the risk of a decline in the value of the denominating currency relative to the U.S. dollar.

Long/Short Risk

There is no guarantee that the returns on an account's long or short positions, if any, will produce positive returns and an account could lose money if either or both positions produce negative returns.

Short Sales

IndexIQ may make short sales for client accounts, in which the client account sells a security that it does not own. A short sale involves the theoretically unlimited risk of an increase in the market price of the securities sold short.

Underlying Funds Risk

An investment in Underlying Funds is subject to the risks associated with such Underlying Funds. A client will also indirectly bear the fees and expenses of the Underlying Funds.

Exchange Traded Vehicle Risk

The value of an investment in ETFs and ETVs is based on market prices and an ETF or ETV could lose money due to market developments, the failure of an active trading market to develop or exchange trading halts or de-listings.

Index Risk

The performance of the Underlying Index and the account may deviate from that of the markets the Underlying Index seeks to track due to changes that are reflected in the sector more quickly than the periodic rebalancing process can track. Securities in the Underlying Index or in an account's portfolio may also underperform in comparison to the general securities markets. The provider of the Underlying Index or the index calculation agent may make errors. The index provider may include index constituents that should have been excluded, or it may exclude index constituents that should have been included. It also may include or exclude constituents at incorrect levels.

Tracking Error Risk

Although an account may attempt to track the performance of an Underlying Index, the account may not be able to duplicate its exact composition or return for any number of reasons.

Market Risk

The market price of investments owned by an account may go up or down, sometimes rapidly or unpredictably.

Foreign Securities Risk

An account may invest in the securities of non-U.S. issuers, which involve risks beyond those associated with investments in U.S. securities.

Credit Risk

Credit risk is the risk that the issuer or guarantor of a debt instrument or the counterparty to a derivatives contract, repurchase agreement or loan of portfolio securities will be unable or unwilling to make its timely interest and/or principal payments when due or otherwise honor its obligations.

Risks of Investing in Loans

Investments in loans are subject to the same risks as investments in other types of debt securities, including credit risk, interest rate risk, liquidity risk and valuation risk that may be heightened because of the limited public information available regarding loans and because loan borrowers may be leveraged and tend to be more adversely affected by changes in market or economic conditions. Default in the payment of interest or principal on a loan will result in a reduction in the value of the loan and consequently a reduction in the value of an investment in that loan.

Convertible Securities Risk

A convertible security has characteristics of both equity and debt securities and, as a result, is exposed to risks that are typically associated with both types of securities. Convertible securities are typically subordinate to an issuer's other debt obligations. Issuers of convertible securities may be more vulnerable to changes in the economy, such as a recession or a sustained period of rising interest rates, which could affect their ability to make interest and principal payments. If an issuer stops making interest and/or principal payments, investors could lose their entire investment.

Asset-Backed Securities Risk

Asset-backed securities are securities that represent interests in, and whose values and payments are based on, a "pool" of underlying assets, which may include, among others, lower-rated debt securities and corporate loans, consumer loans or mortgages and leases of property. As with other debt securities, asset-backed securities are subject to credit risk, extension risk, interest rate risk, liquidity risk and valuation risk. The impairment of the value of collateral or other assets underlying an asset-backed security, such as a result of non-payment of loans or non-performance of underlying assets, may result in a reduction in the value of such asset-backed securities and losses. Investments

in mortgage-related securities make an investor more susceptible to adverse economic, interest rate, political or regulatory events that affect the value of real estate. Mortgage-related securities are also significantly affected by the rate of prepayments. Impairment of the underlying obligations or collateral, such as by non-payment, will reduce a mortgage-related security's value.

VIX Exposure Risk

A strategy may invest in investment products whose value is linked to the performance of the Cboe Volatility Index (the "VIX Index"). The level of the S&P 500 Index, the prices of options on the S&P 500 Index, the level of the VIX Index itself and the value of futures contracts on the VIX Index may change suddenly and unpredictably, and may negatively affect the value of an investment in VIX Index-linked products. In addition, the actual volatility of the S&P 500 Index may not conform to a level predicted by the VIX Index or to the prices of the included put and call options. Several factors may affect the price of the VIX Index, including, but not limited to: market prices and forward volatility levels; expectations that volatility as measured by the VIX Index will fluctuate; supply and demand of VIX Index futures and listed and over-the-counter equity derivative markets; international or domestic political, economic, geographic or financial events; natural disasters; and changes in legal and regulatory regimes in the United States.

Principal Risks of Registered Funds

Investors in Registered Funds should be willing to accept a high degree of volatility in the price of a Registered Fund's shares and the possibility of significant losses. As with all investments, an investor may lose money in a Registered Fund. An investment in a Registered Fund involves a substantial degree of risk and a Registered Fund does not represent a complete investment program. Therefore, an investor should consider carefully the following risks before investing in a Registered Fund. Additional risk factors for the Registered Funds are set forth in the Prospectus and SAI of each Registered Fund.

Fund of Funds Risk

The investment performance of a Registered Fund that operates as a fund of funds depends on the investment performance of the Underlying Funds in which the Registered Fund invests.

Trading Price Risk

Although it is expected that generally the market price of the shares of an ETF will approximate an ETF's net asset value ("NAV"), there may be times when the market price of an ETF in the secondary market and the NAV vary significantly.

Foreign Securities Valuation Risk

To the extent a Registered Fund calculates its NAV based on fair value prices and the value of the Underlying Index is based on the securities' closing price on a non-U.S. market (i.e., the value of the Underlying Index is not based on fair value prices), the valuation of the Registered Fund's NAV may deviate from the calculation of the Underlying Index.

Currency Hedging Risk

A strategy that attempts to reduce the impact of changes in the value of a foreign currency against the U.S. dollar may not be successful. Currency exchange rates can be very volatile and can change quickly and unpredictably. Therefore, the value of an investment in a Registered Fund that follow a currency hedging risk strategy may also go up or down quickly and unpredictably and investors may lose money.

Geographic Risk

A natural or other disaster could occur in a geographic region in which a Registered Fund invests, which could affect the economy or particular business operations of companies in the specific geographic region, causing an adverse impact on the Fund's investments in the affected region.

Market Event Risk

Market risks include political, regulatory, market and economic developments, including developments that impact specific economic sectors, industries or segments of the market, which may affect the Fund's value. Turbulence in financial markets, tariffs and other protectionist measures, political developments and uncertainty, central bank policy, and reduced liquidity in equity, credit and fixed income markets may negatively affect many issuers worldwide, which could have an adverse effect on the Fund. During a general downturn in the securities markets, multiple asset classes may be negatively affected. Geopolitical and other events, including war, terrorism, economic uncertainty, trade disputes, public health crises and related geopolitical events have led, and in the future may lead, to disruptions in the US and world economies and markets, which may increase financial market volatility and have significant adverse direct or indirect effects on the Fund and its investments. Market disruptions could cause the Fund to lose money, experience significant redemptions, and encounter operational difficulties. Although multiple asset classes may be affected by a market disruption, the duration and effects may not be the same for all types of assets.

Custody Risk

Registered Funds may invest in securities markets that are less developed than those in the U.S., which may expose a Registered Fund to risks in the process of clearing and settling trades and the holding of securities by local banks, agents and depositories. The less developed a country's securities market is, the greater the likelihood of custody problems.

Volatility Risk

Although an Underlying Index may seek lower volatility than the equity or fixed income markets in which a Registered Fund invests, there is no guarantee that this strategy will be successful. The Underlying Index may not be successful in reducing volatility and there is a risk that the Registered Fund may experience greater volatility than the markets in which the Registered Fund invests. Securities in the Registered Fund's portfolio may be subject to price volatility and the prices may not be less volatile than the market and could be more volatile.

Significant short-term price movements could adversely impact the performance of the Registered Fund. Market conditions in which significant price and volatility trends develop, but then

repeatedly reverse, could cause substantial losses due to prices moving against the Registered Fund's long or short positions, which are determined based on projected market trends.

Active Management Risk

With respect to a Registered Fund that employs active management strategies to meet its investment objective, investors should not expect returns to track the returns of any index over any period as the variability of returns is inherent to active management.

Cash Transactions Risk

Some of the Registered Funds may affect all creations and redemptions entirely for cash, rather than in-kind securities, thereby potentially subjecting shareholders to tax on gains they would not otherwise be subject to, or at an earlier date than, if they had made an investment in a different fund.

Leverage Risk

A Registered Fund's use of swap agreements allows it to obtain investment exposures greater than it could otherwise obtain and specifically to effectively increase, or leverage, its total long investment exposures to more than its net asset value by a significant amount. The use of such leverage could result in significant losses of an investor's investment more quickly than would be the case in an un-leveraged fund.

Derivatives Risk

Derivatives, including swap agreements and futures contracts, may involve risks different from, or greater than, those associated with more traditional investments. As a result of investing in derivatives, a Registered Fund could lose more than the amount it invests. Derivatives may be highly illiquid, and a Registered Fund may not be able to close out or sell a derivative position at a particular time or at an anticipated price. Derivatives also may be subject to interest rate risk, currency risk and counterparty risk, which includes the risk that a loss may be sustained by a Registered Fund as a result of the insolvency or bankruptcy of, or other non-compliance by, the other party to the transaction.

Investment Style Risk

Different investment styles (e.g., "growth", "value", "quantitative" or "ESG") tend to shift in and out of favor depending upon market and economic conditions and investor sentiment. The Registered Funds may employ various non-traditional and alternative investment styles and may outperform or underperform other funds that invest in similar asset classes but employ different investment styles. The degree to which a Registered Fund accurately or optimally utilizes the investment style is dependent upon information and data that may be incomplete, inaccurate or unavailable, which could adversely affect the analysis of the factors relevant to a particular investment.

Liquidity Risk

The Registered Funds may make investments that may be illiquid or that may become less liquid or illiquid in response to market developments or adverse investor perceptions. Illiquid investments are often more difficult to value and more difficult to sell in response to redemption requests.

Market Capitalization Risk (Small-, Mid- and Large-Cap Stocks Risk)

To the extent the Registered Funds emphasize small-, mid-, or large-cap stocks, they take on the associated risks. At any given time, any of these market capitalizations may be out of favor with investors.

Non-Diversification Risk

The Registered Funds that are non-diversified and susceptible to greater losses if a single portfolio investment declines than would a diversified Registered Fund.

ESG Investing Style Risk

A Registered Fund may consider ESG factors alongside other, non-ESG factors in the course of its investment decisions. The application of ESG investing criteria may affect a Registered Fund's exposure to certain sectors or types of investments and may impact a fund's relative investment performance depending on whether such sectors or investments are in or out of favor in the market. ESG investing is subjective by nature, and therefore offers no guarantee that the ESG criteria utilized will accurately provide exposure to issuers meeting environmental, social and corporate governance criteria or any judgment with respect to an actively managed ETF, exercised by a subadviser, will reflect the beliefs or values of any particular investor. In addition, ESG investing is dependent upon information and data that may be incomplete, inaccurate or unavailable, which could adversely affect the analysis of the factors relevant to a particular investment.

Additional information regarding ESG risks can be found in each Registered Fund's applicable Prospectus and SAI.

Technology and Cyber Security

IndexIQ is dependent on information technology, telecommunication and other operational systems, including both proprietary or internal systems and systems used or provided by third-party service providers, such as custodians, administrators, financial intermediaries, transfer agents, index providers and other parties to which we or the third-party service providers outsource the provision of services or business operations. These systems may become disabled or fail to operate properly as a result of events or circumstances wholly or partly beyond our or their control. Further, despite implementation of a variety of risk management and security measures, our information technology and other systems, and those of service providers, could be subject to unauthorized access or other security breaches, resulting in a failure to maintain the security, availability, integrity and confidentiality of data assets. In addition, IndexIQ or its third-party service providers may process, store or transmit electronic information, including information relating to the transactions and personally identifiable information. IndexIQ has procedures and systems in place to protect such information and prevent data loss and security breaches. However, such measures cannot provide absolute security. The techniques used to obtain unauthorized access to data, disable or degrade service, or sabotage systems change frequently and may be difficult to detect for long periods of time. Moreover, the third-party service providers of IndexIQ are subject to the same electronic information security threats as IndexIQ. If a service provider fails to adopt or adhere to adequate data security policies, or in the event of a breach of its networks, information relating to the transactions of the clients and personally identifiable information may be lost or

improperly accessed, used or disclosed.

While IndexIQ has established risk management systems and business continuity policies designed to reduce the risks associated with cyber security breaches and other operational disruptions, there can be no assurances that such measures will be successful particularly since IndexIQ does not control the cyber security and operational systems of issuers or third-party service providers, and certain security breaches may not be detected. IndexIQ and its service providers, as well as exchanges and market participants through or with which our products trade and other infrastructures on which our products or their service providers rely, are also subject to the risks associated with technological and operational disruptions or failures arising from, for example, processing errors and human errors, inadequate or failed internal or external processes, failures in systems and technology, errors in indices used with respect to the ETFs, changes in personnel, and errors caused by third parties or trading counterparties. In addition, there are inherent limitations to these plans and systems, and certain risks may not yet be identified, and new risks may emerge in the future.

Technology failures or cyber security breaches, whether deliberate or unintentional, including those arising from the use of third-party service providers, could have a material adverse effect on our business and could result in, among other things, financial loss, reputational damage, regulatory penalties or the inability to transact business.

Other Business Interruptions

Our investment advisory activities or operations could be interrupted or adversely affected by extraordinary events, emergency situations or circumstances beyond our control, including, without limitation, outbreaks of infectious diseases, pandemics or any other serious public health concerns, war, terrorism, failure of technology, accidents, disasters, government macroeconomic policies or social instability. In order to mitigate the effects of these types of events, we may activate our business continuity and disaster recovery plans. These plans may, for example, require our employees to work and access our information technology, communications or other systems from their homes or other remote locations. However, our business continuity and disaster recovery plans may not be successful, or we could be delayed in implementing or recovering our investment advisory activities or operations. For example, we may have issues or delays in accessing our information technology, communications or other systems, which could have a material adverse effect on our business.

Operational Risk

Our investment advisory operations are exposed to operational risks arising from a number of factors, including, but not limited to, human error, processing and communication errors, errors of service providers, counterparties or other third parties, failed or inadequate processes and technology or systems failures. IndexIQ seeks to reduce these operational risks through controls and procedures. However, these measures do not address every possible risk and may be inadequate to address significant operational risks.

The risks above are not a complete list of all risks with respect to IndexIQ or involved in investing in a Registered Fund and should not be relied upon as such. Detailed risk information can be found in each Registered Fund's Prospectus and SAI.

ITEM 9: DISCIPLINARY INFORMATION

IndexIQ does not have any disciplinary or legal events to report.

ITEM 10: OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

IndexIQ does not engage in any other business activity other than offering IndexIQ Products. However, certain employees of NYLIM engage in the business of developing indices and other financial products that are utilized by IndexIQ in providing investment services to clients. These employees report to the NYLIM Chief Investment Officer, who also oversees the NYLIM MAS portfolio management team. MAS portfolio managers manage certain MainStay Mutual Funds that invest in IndexIQ ETFs. See Item 4 for more information.

Additionally, the following relationships or arrangements with related persons are material to our business and will create potential conflicts of interest in certain circumstances:

Broker-Dealer

NYLIFE Distributors is an affiliated broker dealer and is registered as a broker-dealer with the SEC and the Financial Industry Regulatory Association (“FINRA”). NYLIFE Distributors has entered into a services agreement with ALPS Distributors, Inc., the principal underwriter of IndexIQ ETF Trust and IndexIQ Active ETF Trust, to distribute shares of IndexIQ ETF Trust and IndexIQ Active ETF Trust. By virtue of their FINRA registrations, certain affiliated representatives promote and educate to third party registered representatives of other broker-dealers who recommend that their clients purchase these products.

NYLIFE Distributors compensates registered employees who promote and educate the IndexIQ Registered Funds for their efforts and IndexIQ provides an allocation to an affiliated advisor who in turn provides an allocation to NYLIFE Distributors to help fund such compensation. We do not use broker-dealers affiliated with New York Life to execute securities transactions for our clients.

Investment Advisers

NYLIM provides certain services to support IndexIQ and certain employees of NYLIM are dual-hatted to IndexIQ. In addition, NYLIM has entered into a services agreement with IndexIQ pursuant to which IndexIQ provides certain trading execution, administration, and communication services for certain accounts managed by MAS. New York Life has also designated certain officers to serve on IndexIQ’s Board of Managers. IndexIQ also receives certain accounting, finance, operations, compliance, legal and other support services from NYLIM and New York Life.

IndexIQ is affiliated with, and has material relationships with, the following SEC registered investment advisers:

- Ausbil Investment Management Limited (SEC File No. 801-118742): acts as a subadviser for SMAs for which NYLIM serves as adviser.
- Candriam S.C.A. (SEC File No. 801-80510): acts as a subadviser to mutual funds for which NYLIM serves as adviser.

- MacKay Shields LLC (SEC File No. 801-5594): acts as a subadviser for certain ETFs for which IndexIQ serves as adviser and mutual funds for which NYLIM serves as adviser. MacKay also serves as the investment manager of various limited partnerships and engages in other advisory services. Clients of IndexIQ may be solicited to invest in such limited partnerships or in others for which MacKay Shields serves in a similar capacity.
- Apogem Capital LLC (SEC File No. 801-118844): serves as the investment manager of various limited partnerships, manages portfolios of commercial loans and related debt and equity investments and also engages in other advisory services in which clients of IndexIQ may invest.
- NYL Investors LLC (SEC File No. 801-78759): acts as a subadviser to an ETF for which IndexIQ serves as adviser and certain mutual funds and institutional accounts for which NYLIM serves as adviser.
- New York Life Investment Management LLC (SEC File No. 801-57396): acts as an adviser for certain mutual funds and institutional accounts. NYLIM advised mutual funds invest in ETFs managed by IndexIQ. Clients of IndexIQ will be solicited to invest in mutual funds or SMAs advised by NYLIM from time to time.
- Eagle Strategies LLC (SEC File No. 801-32897) acts as an adviser for products for which NYLIM serves as a model portfolio provider.

IndexIQ LLC has engaged Candriam S.C.A. (“Candriam”), an affiliate, as an index consultant to assist IndexIQ LLC with the development, calculation and maintenance of certain IndexIQ Indexes. Candriam is an affiliate of IndexIQ. As an index consultant, Candriam assists IndexIQ LLC with the identification, formulation and construction of potential IndexIQ Indices, the testing of potential IndexIQ Indices, documentation of index methodologies, and ongoing calculation and maintenance of certain IndexIQ Indices.

IndexIQ has entered into service agreements with NYLIM, New York Life and other insurance subsidiaries of New York Life whereby IndexIQ provides certain trading and administrative services for funds and accounts which such entities advise, sponsor, act as trustee, or have a substantial interest. Certain NYLIM employees that are dual-hatted to IndexIQ, execute trades for funds or accounts managed by NYLIM MAS, subject to NYLIM MAS’s instructions. Such NYLIM individuals are responsible for the general management, trading execution, administration and communication services for the open-end RICs and other accounts managed by IndexIQ. Except for the relationships described above, the investment management and operations functions at IndexIQ and our affiliates are generally separate. IndexIQ and our affiliates have implemented policies that are designed to limit the dissemination of material non-public information and to prevent, to the extent possible, trading restrictions from having to be placed on IndexIQ and each affiliated investment firm when IndexIQ or a firm comes into contact with material non-public information. To support this policy, we and our affiliates have adopted certain procedures, including portfolio information barriers between us and these other affiliated investment firms. In the event such information is shared, appropriate controls are placed around the information, such as the erection of “walls”, in order to limit any potential conflicts of interest and restrict the flow of issuer-specific information. In addition, IndexIQ has implemented certain Index Team procedures and other monitoring processes, including monitoring personal trading against trading

blotters, which are designed to contain material non-public information within IndexIQ.

Banking Institution

New York Life Trust Company is an affiliate and is a New York State chartered trust company. Certain officers of IndexIQ are also officers of New York Life Trust Company.

Insurance Company

IndexIQ is an indirect wholly-owned subsidiary of New York Life. New York Life is a mutual insurance company that is an admitted insurer in all 50 states and in the District of Columbia. IndexIQ manages a portion of the New York Life general or other accounts or the general or other accounts of other insurance companies that are subsidiaries of New York Life from time to time. As a result, the potential exists for conflicts to arise as to the allocation of investment opportunities between New York Life and IndexIQ's other clients.

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

Code of Ethics and Personal Trading

IndexIQ has a fiduciary relationship with our clients that requires that we and our employees place the interests of our clients first and foremost. Accordingly, our Code of Ethics (the "Code") covers all employees and sets forth guidelines that promote ethical conduct generally. In addition to the Code's policies regarding personal securities trading, the Code requires our employees to follow policies and procedures relating to the conduct standards of our Code including integrity and business conduct, conflicts of interest, inside information and information barriers, electronic communications and social media, gifts and entertainment, personal political contributions, foreign corrupt practices, self-indexing, and selective disclosure of portfolio holdings. A copy of our Code is available upon request. Our contact information appears on the cover page of this brochure.

While we permit our employees to engage in personal securities transactions, we recognize that these transactions raise potential conflicts of interests in certain circumstances. This is particularly true when they involve securities owned by, or considered for purchase or sale for, a client account.

We address potential conflicts of interests in our Code by requiring that, with regard to investments and investment opportunities, our employees' first obligation is to our clients. Our Code requires that all employees adhere to the highest duty of trust and fair dealing. All employees: (i) must conduct their personal securities transactions in a manner that does not interfere with any client's portfolio transactions or take inappropriate advantage of an employee's relationship with a client, (ii) may not trade while in possession of material, non-public information, (iii) may not engage in short-term trading (the purchase and sale or sale and purchase within 30 days) of any MainStay mutual fund advised by NYLIM, and (iv) must certify annually to compliance with the Code and related policies.

Some provisions of our Code, particularly with respect to personal trading, apply only to Access Persons and Investment Personnel. Access Persons are defined as officers or directors of IndexIQ, employees who have access to non-public information regarding any client's purchase or sale of

securities, or employees who have non-public information regarding the portfolio holdings of any account that we advise. While certain exceptions may apply, generally Access Persons:

- Subject to certain exceptions, may not purchase or sell “Covered Securities” without pre-clearance through our Compliance Department. Covered Securities exclude: (i) transactions involving direct obligations of the U.S. or UK Governments; (ii) shares of unaffiliated open-end investment companies; (iii) commercial paper; (iv) certificates of deposit; (v) high-quality short-term investments and interests in qualified state college tuition programs; (vi) government-sponsored enterprises fixed income securities (e.g., FNMA, FHLMC); (vii) variable rate demand notes (VRDNs) and variable rate demand obligations (VRDOs); and (viii) cryptocurrencies or digital currencies, such as Bitcoin or Ether, which are a virtual or digital representation of value. However, a virtual currency token offered in an initial or digital coin offering will be deemed a Covered Security for purposes of the Code and subject to preclearance requirements.
- May not purchase and sell (or exchange) or sell and purchase (or exchange) the same (or equivalent) Covered Security within 60 days, without approval from our Compliance Department.
- May not purchase or sell a Covered Security on a day when there is a buy or sell order for a client.
- May not purchase securities in initial public offerings or in connection with private placements except with the express written prior approval of our Chief Compliance Officer or designee.
- May not participate in investment clubs.
- Must file quarterly reports and certifications of covered trading activity.
- Must pre-clear transactions in IndexIQ ETFs.
- Must hold IndexIQ ETFs for a period of seven calendar days.
- IndexIQ also seeks to avoid conflicts of interest by placing additional limitations on the personal trading activity of certain employees, which include blackout periods and preclearance approval requirements.

Investment Personnel must adhere to the following additional restrictions. Investment Personnel are defined as employees who in connection with their regular functions participate in making recommendations regarding the purchase or sale of securities for client accounts (i.e., portfolio managers, traders and analysts):

- May not purchase or sell securities (subject to a de minimis threshold) for their own account if such securities have been purchased or sold for a client account in the prior seven days or can reasonably be expected to be purchased or sold for a client account in the next seven days.

- May not trade in options with respect to individual securities. Transactions in index options effected on a broad-based index are permitted.

Access Persons may only open brokerage accounts with a firm that provides the Compliance Department with an electronic feed of trade confirmations and statements.

Participation or Interest in Client Transactions

IndexIQ, consistent with clients' investment objectives and in accordance with applicable law, will cause accounts it manages to effect, and will recommend to clients or prospective clients, the purchase or sale of securities in which IndexIQ, other New York Life affiliates, other IndexIQ advisory accounts, or SMAs in which IndexIQ or its affiliates or their respective officers and employees have a direct or indirect ownership interest. For example, IndexIQ may suggest that a managed account client invest in a Registered Fund for which IndexIQ serves as investment adviser. Such recommendations include ETFs managed by IndexIQ that pay management fees to IndexIQ ("Affiliated ETFs"). Underlying Indices will include as a component one or more Affiliated ETFs. From time to time, IndexIQ also invests, on behalf of its advisory clients, in the same or different securities or instruments of issuers in which these same entities have a financial interest as a holder of the securities or instruments of the issuers.

IndexIQ has a conflict of interest in connection with these transactions because investments by its advisory clients benefit IndexIQ and its affiliates, officers and employees by potentially increasing the value of the investments held in the issuer. In addition, if the value of such assets increases, the asset-based fees charged by IndexIQ will also increase.

IndexIQ seeks to ensure that any investment it makes on behalf of an advisory client is consistent with (i) applicable law, (ii) IndexIQ's fiduciary obligations to act in the best interests of the client, and (iii) such client's investment objectives.

IndexIQ does not engage in principal transactions with client accounts and would secure applicable client consent if it did so in the future.

ITEM 12: BROKERAGE PRACTICES

IndexIQ's policy is to obtain the best execution of client transactions over the long-term, considering the full range and quality of services offered by executing brokers.

IndexIQ will give primary consideration to obtaining the most favorable prices and efficient executions of transactions in implementing our trading policy. IndexIQ believes that a requirement to seek the lowest possible commission cost could impede effective portfolio management and preclude accounts from obtaining a high quality of brokerage services. In seeking best execution, IndexIQ considers the full range of brokerage services applicable to a particular transaction, which may include, but are not limited to: liquidity, price, commission, timing, aggregated trades, competent block trading coverage, ability to position, capital strength and stability, reliable and accurate communications and settlement processing, speed of automation, knowledge of other buyers or sellers, administrative ability, underwriting and provision of information on a particular

security or market in which the transaction is to occur.

IndexIQ does not consider a broker's or dealer's sale of mutual funds or ETFs, when determining whether to select such broker or dealer to execute fund portfolio transactions. On a semi-annual basis, IndexIQ's Trade Management Oversight Committee reviews portfolio management and brokerage practices.

With respect to accounts managed by a Subadviser, the Subadviser is responsible for decisions to buy and sell securities, for broker-dealer selection and for negotiation of brokerage commission rates pursuant to a Sub-Advisory Agreement. The Sub-Advisory Agreement permits the Subadviser to consider several factors in selecting brokers and dealers when executing portfolio trades. In selecting the brokers or dealers for any transaction in portfolio securities, each Subadviser takes into account certain factors that include, among others: price, including the applicable brokerage commission or dollar spread; the size of the order; the nature of the market for the security; the timing of the transaction; the reputation, experience and financial stability of the broker-dealer involved; the quality of the service; the difficulty of execution, and the execution capabilities and operational facilities of the firm involved; and the firm's risk in positioning a block of securities. The overall reasonableness of brokerage commission paid is evaluated by the Subadviser based upon its knowledge of available information as to the general level of commissions paid by other institutional investors for comparable services.

Soft Dollars

As permitted by Section 28(e) of the Exchange Act of 1934 Act, IndexIQ from time to time will cause an account to pay a broker-dealer a commission for effecting a securities transaction that is in excess of the commission that another broker-dealer would have charged for effecting the transaction if IndexIQ makes a good faith determination that the broker's commission paid by the account is reasonable in relation to the value of the research and/or brokerage products and services provided by the broker-dealer, viewed in terms of either the particular transaction or IndexIQ's overall responsibilities to the account and its other investment advisory clients. The practice of using a portion of an account's commission dollars to pay for research and/or brokerage products and services provided to IndexIQ is sometimes referred to as "soft dollars."

IndexIQ participates in so-called "commission sharing arrangements," under which IndexIQ executes transactions through a broker-dealer and requests that the broker-dealer allocate a portion of the commissions or commission credits to another firm that provides research or brokerage products and services to IndexIQ. Related to these commission sharing arrangements, IndexIQ has engaged an independent third-party vendor for commission aggregation and third-party research payment in association with our use of soft dollars. Commission aggregation allows us to seek best execution across a network of brokers while consolidating the administrative and reporting function of the soft dollar payment with the third-party vendor.

Research and/or brokerage products and services provided to IndexIQ through soft dollars will generally be used by IndexIQ in servicing all of its accounts. Certain accounts generate soft dollars used to purchase research and/or brokerage products and services that ultimately benefit other accounts managed by IndexIQ. Some products and services are also available to IndexIQ for cash and some will not have an explicit cost or determinable value. With respect to certain products or services, a portion of the product or service is an eligible brokerage or research product or service

under Section 28(e), while another portion is not. These are referred to as “mixed-use” products and services. In such cases, IndexIQ makes a good faith allocation between the portion of the product or service that is an eligible research or brokerage product or service and the portion that is not and IndexIQ will pay for the portion of the product or service that is not an eligible research or brokerage product or service with hard dollars. In making good faith allocation determinations, a conflict of interest exists in allocating the costs of such benefits and services between those that primarily benefit IndexIQ and those that primarily benefit clients.

Aggregation and Allocation

To facilitate trading for a client, IndexIQ will generally aggregate or “bunch” trades when more than one client participates in a trade. IndexIQ will allocate trades so that all client accounts are treated fairly and equitably and no one client account receives preferential treatment over another. In making the determination to aggregate trades, IndexIQ will take into consideration a number of factors, including, but not limited to: investment objectives, guidelines and restrictions; risk management requirements; amount of each client’s assets; liquidity and availability of securities; and eligibility to participate in the transaction.

ITEM 13: REVIEW OF ACCOUNTS

Monitoring

IndexIQ continuously monitors all managed accounts in an effort to ensure that client objectives are being achieved. The portfolio managers of an account have primary responsibility for reviewing each account managed, including reviewing the appropriateness of portfolio holdings and transactions in light of each account’s investment objectives, guidelines and restrictions.

IndexIQ periodically reviews, among other things, account performance, the implementation of portfolios, broker execution, liquidity, costs of strategy implementation, portfolio-index tracking error where the portfolio is managed to replicate the returns of an index, and other aspects of portfolio management.

Trade Errors

IndexIQ has a policy in place pertaining to the correction of trade errors. In the event that an error occurs, it is identified and corrected as soon as practicable. Generally, client accounts are made whole for any losses. However, pursuant to the policy, we will generally not reimburse for a de minimis error, which we define as a loss of \$25 or less per account.

With respect to trade errors that occur in a Sponsored Program, such errors are typically corrected in accordance with each sponsor’s trade error policy. This will generally include the use of a trade error account that is maintained at the sponsor.

Compliance Oversight

IndexIQ’s Investments Compliance area is an extension of the New York Life Corporate Compliance Department. The Chief Compliance Officer (“CCO”) of IndexIQ is responsible for the oversight and maintenance of the compliance function. Certain compliance and other support

functions within IndexIQ are supported by the infrastructure of NYLIM and the Corporate Compliance Department of New York Life. The CCO of IndexIQ also serves as the CCO of other affiliated entities.

IndexIQ is an investment adviser registered with the SEC under Section 203 of the Investment Advisers Act of 1940, as amended (the “Advisers Act”). As such, pursuant to Rule 206(4)-7 under the Advisers Act, it is unlawful for us to provide investment advice to clients unless we: (i) have written policies and procedures in place that are reasonably designed to detect and prevent violations of the Advisers Act; (ii) review no less frequently than annually, the adequacy of our policies and procedures and the effectiveness of their implementation; and (iii) designate a Chief Compliance Officer responsible for administering the policies and procedures under Rule 206(4)-7. Also pursuant to Rule 206(4)-7, we have put in place a program tailored to our business that includes written policies and procedures that we believe are reasonably designed to detect and prevent violations of the Advisers Act and other governing laws and regulations. Such policies and procedures include, but are not limited to, those relating to supervisory activity, portfolio management and trading related practices, code of ethics, personal trading, information barrier, books and records, sales and marketing, pricing, proxy voting, anti-money laundering, privacy and business continuity and information security (the “Compliance Program”).

Although we acknowledge that compliance is the responsibility of all employees, Investments Compliance is primarily responsible for overseeing the implementation of the Compliance Program. As such, Investments Compliance has created an assessment program that is reasonably designed to analyze the adequacy of each policy and procedure and to ensure that each policy and procedure is being implemented in an effective manner. The assessment program includes ongoing evaluations and tests of the effectiveness of the Compliance Program, including ensuring each policy and procedure properly reflects current implementation practices and applicable rules and regulations. Procedures are revised as needed throughout the year, or as we deemed necessary or appropriate, to enhance implementation practices or to reflect rule changes. The results of these reviews, including procedural revisions that are made, are reported to the IndexIQ Compliance Committee on a semi-annual basis.

Client Reporting

The content and frequency of client reports varies by client. IndexIQ typically discusses a client’s reporting requirements as part of the contract negotiations. Quarterly performance reports are generally provided by IndexIQ to SMA clients, unless otherwise agreed upon. In addition, SMA clients will receive account statements no less frequently than quarterly from their custodian.

The Board receives quarterly performance reports, as well as other account information. Generally, reports include rolling performance data, index comparisons and general fund information. With respect to Sponsored Programs, account holders typically receive client reports from the account sponsor and do not receive client reports from us.

ITEM 14: CLIENT REFERRALS AND OTHER COMPENSATION

IndexIQ does not currently have any client referral arrangements in place. However, from time to time, IndexIQ will enter into solicitation agreements with certain of our other affiliated investment advisers to refer clients to each other. In this case, IndexIQ will pay or receive a cash fee for such

referrals. If IndexIQ pays or receives a cash fee for client referrals, IndexIQ will comply with the requirements of Rule 206(4)-1 under the Advisers Act (the “Marketing Rule”) to the extent applicable.

ITEM 15: CUSTODY

IndexIQ does not have direct or indirect custody of any client funds or securities. All client accounts are maintained at qualified custodians, such as banks or broker-dealers chosen by the client. Clients receive account statements directly from their custodians.

ITEM 16: INVESTMENT DISCRETION

With respect to its discretionary accounts, IndexIQ has full discretionary authority to manage the investment and re-investment of the cash, securities, investments and other property in each account and all earnings on the assets in the account not otherwise withdrawn by the client, with power on behalf of and in the name of the client all without prior consultation with the client. IndexIQ has absolute discretion over each account's trading strategy, including the allocation of the account's assets between different types or classes of investments in which IndexIQ invests and the securities and other instruments which are purchased or sold. IndexIQ will share this discretionary authority with any Subadviser that IndexIQ hires to assist in client portfolio management.

When a Subadviser is selected by IndexIQ, unless otherwise directed in writing by the client, the Subadviser has discretion with respect to the investment of a client's assets.

Limitations on IndexIQ's and any Subadviser's authority, and the authority of a manager or adviser more generally, are guided by (i) its responsibility to act as a fiduciary when handling clients' accounts, (ii) the registration statement of a Registered Fund, and (iii) the duty to seek best execution for client trades.

IndexIQ abides by the investment guidelines and restrictions set forth in each client's investment advisory agreement or prospectus, as applicable.

ITEM 17: VOTING CLIENT SECURITIES

IndexIQ has adopted a Proxy Voting Policy. This Policy is designed to ensure that all proxies are voted in the best interest of our clients without regard to our interests or the interests of our affiliates. In voting proxies, IndexIQ takes into account long term economic value in evaluating issues relating to items such as corporate governance, including structures and practices, accountability and transparency, the nature of long-term business plans, including sustainability policies and practices to address environmental and social factors that are likely to have an impact on shareholder value, and other non-financial measures of corporate performance. With respect to IndexIQ Funds where IndexIQ has retained the services of a subadviser to provide day-to-day portfolio management for an IndexIQ Fund, IndexIQ will delegate proxy voting authority to the subadviser; provided that the subadviser either (i) follows IndexIQ's Proxy Voting Policy and the Funds' Procedures; or (ii) has demonstrated that its proxy voting policies and procedures are consistent with IndexIQ's Proxy Voting Policies and Procedures or are otherwise implemented in

the best interests of IndexIQ's clients and appear to comply with governing regulations.

To assist us in researching and voting proxies for those accounts for which we have retained voting rights, we have engaged Institutional Shareholder Services ("ISS"), a third party proxy service provider. Except as where instructed by a client to use client-specified proxy voting guidelines, IndexIQ has adopted ISS's sustainability proxy voting guidelines (the "Sustainability Guidelines") for non-ESG focused strategies. The Sustainability Guidelines are consistent with the objectives of sustainability-minded investors and fiduciaries.

With respect to voting proxies on behalf of clients invested in ESG focused strategies or funds that follow indices seeking to track the performance of equity securities of companies meeting ESG investing criteria, IndexIQ has adopted ISS's socially responsible investing proxy voting guidelines ("SRI Proxy Voting Guidelines"). SRI Proxy Voting Guidelines are designed to address ESG financial and social objectives of such investment strategies. IndexIQ's assessment is that investors in such strategies will generally expect portfolio companies to take more urgent action on certain proxy voting proposals. Proxies on certain proposals will be voted differently for clients when the Sustainability Guidelines are used for some clients and the SRI Proxy Voting Guidelines are used for others.

IndexIQ exercises its proxy voting rights with the goal of maximizing the value of the client's investments. All proxy voting proposals are reviewed, categorized, analyzed and voted in accordance with either the Sustainability Guidelines or SRI Proxy Voting Guidelines (collectively, the "Proxy Voting Guidelines"). The Proxy Voting Guidelines are reviewed periodically and updated as necessary to reflect new issues and any changes in policies on specific issues. Items that can be categorized under the Proxy Voting Guidelines will be voted in accordance with any applicable guidelines. Proposals that cannot be categorized under the Proxy Voting Guidelines will be referred to the Proxy Voting Committee for discussion and vote. Additionally, the Proxy Voting Committee will review any proposal where it has identified a company, industry or issue for special scrutiny or a potential conflict of interest.

For clients invested in ESG focused strategies or funds that follow indices seeking to track the performance of equity securities of companies meeting ESG investing criteria, IndexIQ will call stock loans in anticipation of votes to be taken among holders of the securities, if possible.

IndexIQ's proxy voting policy and procedures are available upon request. IndexIQ's contact information appears on the cover page of this brochure.

Generally, IndexIQ is not responsible for voting and does not vote proxies for clients in Sponsored Programs for which IndexIQ provides a Model Portfolio, nor does IndexIQ receive proxy solicitations for such clients. However, in circumstances when Sponsored Program clients authorize IndexIQ to vote proxies for such Sponsored Program client accounts, IndexIQ will use the applicable ISS policy.

ITEM 18: FINANCIAL INFORMATION

At this time, IndexIQ is not required to file a balance sheet for our most recent fiscal year because we do not require or solicit prepayment of more than \$1,200 in fees per client six months or more

in advance. IndexIQ has no financial condition that impairs its ability to meet contractual commitments to clients and has never been the subject of a bankruptcy proceeding.

ITEM 19: REQUIREMENTS FOR STATE-REGISTERED ADVISERS

IndexIQ is registered with the SEC and provides notice filings to certain states. IndexIQ is not registered with any state securities authorities.