



This ADV brochure, dated March 30, 2022
provides information about the qualifications and business practices of:

INDEXIQ ADVISORS LLC

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This Brochure provides information about the qualifications and business practices of IndexIQ Advisors LLC.

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 is updating this brochure as part of an annual updating amendment dated March 30, 2022. Included in this update are updates to our assets under management, risk disclosures, and other clarifying items. In addition, since our last annual update, filed March 30, 2021, the following material changes were made:

- Item 11: Code of Ethics – Updated to reflect revisions to the Code of Ethics, which include: (i) the requirement to pre-clear IndexIQ ETFs, which are subject to a 7 calendar day hold period; (ii) that Access Persons may not purchase, sell, or exchange the same (or equivalent) Covered Security within sixty calendar days, without approval from our Compliance Department; and (iii) require Access Persons to open brokerage accounts with a firm that provides an electronic feed of trade confirmations and statements.

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ITEM 4: ADVISORY BUSINESS

Advisory Services

IndexIQ Advisors LLC (“IndexIQ” or the “Firm”) is an indirect wholly-owned subsidiary of New York Life Insurance Company (“New York Life”). As of December 31, 2021, IndexIQ managed \$5,073,163,379 of client assets on a discretionary basis and \$6,153,675 of client assets on a non-discretionary basis.¹

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 an affiliate to act as an index consultant to assist IndexIQ LLC with the development, calculation and maintenance of certain IndexIQ Indices. IndexIQ LLC may also engage unaffiliated entities as index consultants. 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.

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 exchange-traded funds (“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 may 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 Sponsored Programs, but in some cases, IndexIQ may also provide trading services, depending on the agreement with the sponsor of Sponsored Programs.

IndexIQ has the discretion to retain affiliated and unaffiliated third-party subadvisers (each, a “Subadviser”) for portfolio management services. If a Subadviser is retained, IndexIQ may delegate trading authority to the Subadviser, subject to IndexIQ’s oversight. IndexIQ also may enter into agreements with third parties to offer IndexIQ Products or to develop new products. IndexIQ currently has subadvisory agreements with MacKay Shields LLC (“MacKay”) and NYL

¹ Based on 12/31/21 account values.

Investors LLC (“NYL Investors”), both affiliated SEC registered investment advisers. MacKay is the Subadviser to certain active and passive 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 ETFs’ Prospectus and Statement of Additional Information.

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 ETF’s Prospectus and Statement of Additional Information. IndexIQ has entered into an agreement with New York Life Investment Management LLC (“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 a mutual fund 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 mutual fund’s Prospectus and Statement of Additional Information.

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

IndexIQ may participate 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 may evaluate IndexIQ’s performance, execute the portfolio transactions, and/or provide custodial services for the client’s assets.

IndexIQ understands that 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.

II. 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 may 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 may provide recommendations to the sponsor or implementation manager regarding securities and investments the sponsor or implementation manager may wish to consider purchasing for tax management purposes or strategies determined and implemented by the sponsor or implementation manager. Such recommendations could include ETFs managed by IndexIQ that pay management fees to IndexIQ.

IndexIQ currently provides Model Portfolios to the following:

- **SEI Investments Management Corporation ("SEI")**

IndexIQ provides a Model Portfolio for use in the SEI Managed Account Program. IndexIQ's model portfolio recommendations are implemented by either SEI or a separate manager as implementation manager. For its Model Portfolio services, IndexIQ receives a quarterly fee based on the average daily market value of the assets using the Model Portfolio.

- **Morgan Stanley Select UMA Program**

IndexIQ provides a Model Portfolio for use in the Morgan Stanley Select UMA Program. Morgan Stanley, as Overlay Manager, reviews the Model Portfolio recommendations made by IndexIQ and implements trades for its clients. For its Model Portfolio services, IndexIQ receives a quarterly fee based on the market value of the assets using the Model Portfolio.

For additional information about the foregoing Sponsored Programs, please consult the disclosure brochures of each of the applicable Sponsored Program.

In addition, IndexIQ may provide model portfolios pursuant to license or similar agreements to other investment advisers for use by them in proprietary programs sponsored by such other advisers.

III. 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 supervision 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 Fund 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 Fund’s allocated assets and determines the composition of the assets of the Registered Fund’s 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 may 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 (SEC File No. 801-5594) and NYL Investors (SEC File No. 801-78759), both affiliates, 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 generally 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 Statements of Additional Information. 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. IndexIQ may assign the Account Agreements upon a specified period of

written notice.

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 managed 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 determine whether the fee has been properly calculated.

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 managed accounts in non-Sponsored Programs typically ranges between 40 and 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 may 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 ranges between 40 and 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, 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 ranges between 40 and 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, fee waivers and/or expense limits may be granted that may reduce these fees. The value

of a Registered Fund's assets is determined in accordance with valuation procedures adopted by 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 other than Registered Funds 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. Mutual Funds and ETFs also charge internal management fees, which are disclosed in the applicable registration statement. Clients will incur brokerage and other transaction costs. 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 may be instances where registered representatives of NYLIFE Distributors LLC ("NYLIFE Distributors"), who may be employees of our Firm, recommend that an advisory client, or prospective advisory client, invest in (a) IndexIQ ETFs, (b) a private fund that we or an affiliate may sponsor, or (c) other registered mutual funds sponsored by an affiliate. When this occurs, neither IndexIQ Advisors nor any of our supervised persons receive 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 generally 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 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 provides a broad array of investment advisory services to registered investment advisers, broker-dealers, Registered Funds operating as ETFs and Mutual Funds, and other clients that may include 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 may choose to raise the account minimum based on several factors, including, without limitation, the complexity or capacity of the underlying strategy. The minimums generally may 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 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"). The Underlying Indices used by ETF and Mutual Fund clients generally seek to track the performance of: (a) alternative investment strategies that (i) seek to track the "beta" portion of hedge fund returns (i.e., that portion of the returns of hedge funds that are non-idiosyncratic, or unrelated to manager skill) of a combination of hedge funds pursuing a particular strategy, (ii) provide returns above the rate of inflation, and (iii) invest in companies for which there has been an announcement of a takeover; (b) sectors of publicly traded issuers in specific countries or regions; (c) sectors or industries of publicly traded issuers either globally or domestically; (d) international equity markets, while hedging approximately 50% of the underlying securities' foreign currency exposure; (e) U.S. dollar-denominated high yield corporate bonds that have been selected in accordance with a rules-based methodology that seeks to identify securities that, in the aggregate, are expected to have lower volatility relative to the broad U.S. dollar-denominated high yield corporate bond market; (f) small-, mid-, and large-capitalization stocks of U.S. companies selected in accordance with a quantitative multifactor model; (g) common stocks of non-U.S. companies domiciled in developed countries outside the U.S.; and (h) broad-based and targeted thematic strategies providing exposure to equity securities of companies meeting certain environmental, social and corporate governance ("ESG") investing criteria.

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. Each IndexIQ ETF or Mutual Fund may also invest 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 Indexes, which have been developed by IndexIQ LLC, the parent company of IndexIQ. With respect to Registered Fund clients that track an IndexIQ Index, IndexIQ pays IndexIQ LLC a licensing fee on a per product basis based on assets under management, although such fees may not be paid directly by IndexIQ to its parent IndexIQ LLC. Similar licensing fees may apply for managed account clients and IndexIQ offerings through Sponsored Programs that track IndexIQ Indices. Certain ETFs track the performance of Underlying Indices developed by independent 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.

Actively Managed ETF Investment Strategies

IndexIQ, through its affiliated Subadvisers, MacKay and NYL Investors, 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.

IndexIQ's active ETF strategies include investment in: (a) primarily debt securities whose interest is, in the opinion of bond counsel for the issuer at the time of issuance, exempt from federal income tax and that are rated investment grade by at least one independent rating agency (i.e., within the highest four quality ratings by Moody's Investors Service, Inc., Standard & Poor's Ratings Services or Fitch Ratings, Inc.); (b) primarily investment grade corporate bonds, commercial paper, and cash, as well as asset-backed and mortgage-backed securities; (c) primarily municipal bonds, whose interest is, in the opinion of bond counsel for the issuers at the time of issuance, exempt from federal and California income taxes; or (d) in a broad portfolio of corporate, government, and mortgage-related and asset-backed securities, which primarily invest in securities that meet the Subadvisor's environmental, social, and corporate governance (ESG) criteria.

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 developed by IndexIQ LLC, that seeks to track the performance of specific alternative investment strategies by tracking the "beta" portion of hedge fund returns (i.e., that portion of the returns of hedge funds that are non-idiosyncratic, or unrelated to manager skill) of a combination of hedge funds pursuing a particular strategy.

The Underlying Index consists of many Underlying Index Components selected in accordance with the Underlying Index's rules-based methodology. These accounts and portfolios invest a significant portion of their assets in Underlying Funds. The Underlying Index Components include positions primarily in ETFs but may also include ETVs. Underlying Index Components may include 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. 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.

LIBOR Discontinuance Risk:

The London Interbank Offering Rate ("LIBOR") is intended to represent the rate at which contributing banks may obtain short-term borrowings from each other in the London interbank market. The terms of floating rate loans, financings or other transactions in the U.S. and globally have been historically tied to LIBOR, which functions as a reference rate or benchmark for various commercial and financial contracts. The regulatory authority that oversees financial services firms and financial markets in the United Kingdom, the Financial Conduct Authority, has announced that a majority of LIBOR settings will no longer be published or no longer be representative of the economic reality the LIBOR setting is intended to measure after June 30, 2023. In addition, the U.S. Federal Reserve has instructed U.S. banks to stop writing new contracts using LIBOR and has instructed that all contracts using LIBOR should wrap up by June 30, 2023. As a result of these governmental actions, LIBOR will no longer be available or no longer deemed an appropriate reference rate upon which to determine the interest rate on or impacting certain loans, notes, derivatives and other instruments or investments comprising some or all of the client account's portfolio after the relevant date for that LIBOR tenor.

The secured overnight financing rate (“SOFR”) is the leading proposed replacement for LIBOR and measures the cost of overnight borrowings through repurchase agreement transactions collateralized with U.S. Treasury securities. Currently, LIBOR and SOFR will coexist, however, it is expected that SOFR will supplant LIBOR as the dominant benchmark for dollar-denominated derivatives and credit products. Various financial industry groups are planning for the transition away from LIBOR and certain regulators and industry groups have taken actions to establish SOFR as LIBOR’s replacement. There are significant challenges to converting certain contracts and transactions to a new benchmark and the effect of any changes to LIBOR or transition to SOFR or alternative rates will vary depending on a number of factors, many of which are currently uncertain, including the benchmark fallback provisions in individual instruments and how and when industry participants continue to develop and adopt alternative reference rates and fallbacks for both new and legacy instruments. Uncertainty regarding LIBOR or regarding the application or effectiveness of SOFR and other alternative rates might lead to increased volatility and illiquidity in markets for instruments with terms tied to LIBOR, SOFR or other alternative rates.

These developments could negatively impact financial markets in general and present heightened risks, and, a result of this uncertainty and developments relating to the transition process, investments may be adversely affected.

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 Statement of Additional Information 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

Some countries and regions in which a Registered Fund invests have experienced security concerns, outbreaks of infectious diseases, pandemics, war or threats of war and aggression, terrorism, economic uncertainty, natural and environmental disasters and/or systemic market dislocations which have led, and in the future may lead, to increased market and liquidity volatility and exchange trading suspensions and closures. These events may have adverse effects on the U.S. and world economies and markets generally, each of which may negatively impact the Registered Fund's investments and performance.

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.

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 subadvisor, 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.

Other Business-Related Risks

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.

Public Health Crisis

Disruptions to commercial activity from the Coronavirus (COVID-19) or any other public health crisis, pandemic, epidemic or outbreak of a contagious disease relating to the imposition of quarantines or travel restrictions (or more generally, a failure of containment efforts) may adversely impact our portfolio investments, including by delaying or causing supply chain disruptions or by causing staffing shortages. The U.S. government, various state and local governments and many non-U.S. governmental authorities have previously implemented and may in the future implement enhanced screenings, quarantine requirements and business and travel restrictions, both domestically and internationally, in connection with the COVID-19 outbreak or outbreak of another contagious disease. Such actions have and may create disruption in global demand and supply chains and contribute to significant volatility in financial markets, including changes in interest rates. These actions adversely impact a wide range of different industries. The imposition of travel restrictions and other government policies may impact our ability to travel in connection with potential or existing investments or to our offices, which could negatively impact our ability to effectively identify, monitor, operate and dispose of investments. The impact of a public health crisis such as COVID-19 (or any future pandemic, epidemic or outbreak of a contagious disease) is difficult to predict, which presents material uncertainty and risk with respect to our performance.

Geopolitical Risks

Geopolitical events, such as the Ukrainian war, have increased market and liquidity volatility and have caused sanctions, trading suspensions and closures. The sanctions include legal, regulatory, currency and economic risks, and additional sanctions may be imposed in the future. The Ukrainian war has had a devastating effect on the Ukrainian and Russian economies, which have expanded to the European economy and worldwide. Certain economic sectors may be particularly affected, including but not limited to, financials, energy, metals and mining, engineering and defense and defense-related materials sectors. The duration of the war and the economic and other collateral effects cannot be known. Such events, and other related events, could have a serious negative impact on, among other things, performance, liquidity and valuation of investments.

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. Additional risk information can be found in each Registered Fund's Prospectus and Statement of Additional Information.

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 IndexIQ LLC, IndexIQ's parent company, engages in the business of developing indices and other financial products that are utilized by IndexIQ in providing investment services to clients, are dual-hatted with IndexIQ. See Item 4 for more information.

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

Broker-Dealer

Some of our employees are registered with the Financial Industry Regulatory Association ("FINRA") as representatives and principals of NYLIFE Distributors. NYLIFE Distributors is an affiliate and is registered as a broker-dealer with the SEC. 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 of our employees may promote the sale of the IndexIQ Registered Funds to registered representatives of other broker-dealers who may

recommend that their clients purchase these products.

NYLIFE Distributors may compensate registered employees who promote the sale of the IndexIQ Registered Funds for their efforts and IndexIQ may make payments to NYLIFE Distributors to help fund such compensation. This arrangement presents a potential conflict of interest because

IndexIQ has a financial incentive to recommend IndexIQ Funds rather than making a different recommendation for which there is no prospect of 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. New York Life has also designated certain officers to serve on IndexIQ's Board of Managers. In addition, certain employees of NYLIM are dual-hatted with IndexIQ. 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 certain mutual funds for which NYLIM serves as adviser.
- Candriam Belgium S.A. (SEC File No. 801-80508): acts as a subadviser for certain mutual funds for which NYLIM serves as adviser.
- Candriam France S.A.S. (SEC File No. 801-80509): manages separate client-focused equity, fixed income, and balanced portfolios. It also manages equity, fixed income, and balanced mutual funds and hedge funds for its clients.
- Candriam Luxembourg S.C.A. (SEC File No. 801-80510): acts as a subadviser to a mutual fund 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 (formerly, New York Life Investments Alternatives 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 NYLIM may invest.
- NYL Investors LLC (SEC File No. 801-78759): acts as a subadviser for certain ETFs 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 may be solicited to invest in mutual funds or institutional accounts advised by NYLIM.

IndexIQ and its affiliates have established information barriers that serve to limit the dissemination of material non-public information. However, IndexIQ and its affiliates may share information concerning counterparty risk. IndexIQ LLC has engaged Candriam Belgium S.A. (“Candriam”), an affiliate, as an index consultant to assist IndexIQ LLC with the development, calculation and maintenance of certain IndexIQ Indexes. Candriam is wholly owned by New York Life and 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.

Banking Institution

New York Life Trust Company is an affiliate and is a New York State chartered 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 may manage a portion of the New York Life general account 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

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 conflicts of interest, inside information and information barriers, gifts and entertainment, personal political contributions, and selective disclosure of mutual fund 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 may raise potential conflicts of interests. 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 US Government; (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; and (vi) 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 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 7 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, may 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 separately managed accounts 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 could include ETFs managed by IndexIQ that pay management fees to IndexIQ ("Affiliated ETFs"). Underlying Indices may include as a component one or more Affiliated ETFs.

IndexIQ may also invest, 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 may 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 trading policy. Consistent with this policy, when securities transactions are traded on an exchange, IndexIQ's policy will be to pay commissions that it determines to be fair and reasonable without necessarily determining that the lowest possible

commissions are paid in all circumstances. IndexIQ believes that a requirement always 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 to determine the reasonableness of brokerage commissions paid in any transaction, IndexIQ will rely upon its experience and knowledge regarding commissions generally charged by various brokers and on its judgment in evaluating the brokerage and research services received from the broker effecting the transaction. The full range of brokerage services applicable to a particular transaction may be considered when making this judgment, 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. Such determinations are subjective and imprecise, as an exact dollar value for those services is not ascertainable in most cases.

IndexIQ does not consider sales of shares by broker-dealers of Registered Funds as a factor in the selection of broker-dealers to execute portfolio transactions. Currently, IndexIQ is affiliated with two broker-dealers, NYLIFE Securities LLC and NYLIFE Distributors, neither of which have institutional capacity to effect portfolio transactions for the Registered Funds.

As permitted by Section 28(e) of the Exchange Act of 1934 Act, IndexIQ may 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 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 brokerage products and services provided to IndexIQ is sometimes referred to as "soft dollars." Section 28(e) is sometimes referred to as a "safe harbor" because it permits this practice, subject to a number of restrictions, including IndexIQ's compliance with certain procedural requirements and limitations on the type of research and brokerage products and services that qualify for the safe harbor.

IndexIQ also 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.

Research and brokerage products and services provided to IndexIQ through soft dollar and commission sharing arrangements may be used by IndexIQ in servicing all of its accounts. Accordingly, not all of these services may be used by IndexIQ in connection with all accounts. Section 28(e) permits IndexIQ to use brokerage or research services for the benefit of any account it manages. Certain accounts managed by IndexIQ may generate soft dollars used to purchase research and brokerage products and services that ultimately benefit other accounts managed by IndexIQ, effectively cross subsidizing the other accounts managed by IndexIQ that benefit directly from the product. IndexIQ may not necessarily use all of the research and brokerage products and services in connection with managing the account whose trades generated the soft dollars used to purchase such products and services. Some of these products and services are also available to

IndexIQ for cash and some may not have an explicit cost or determinable value. The products and services received do not reduce the advisory fees paid to IndexIQ for services provided to the accounts. IndexIQ's expenses would likely increase if it had to generate these products and services through its own efforts or if it paid for these products or services itself.

To facilitate trading for a client, IndexIQ may aggregate or "bunch" trades when more than one client participates in a trade. IndexIQ will allocate trades in a manner that ensures, based on the needs and financial objectives of its clients, that it distributes investment opportunities among clients in a manner that is fair and equitable, taking into consideration the following factors, among others: trade targets with respect to each account or index weights; investment objectives and restrictions; risk management requirements; adherence to any limits as defined in a client's investment guidelines; amount of each client's assets; each client's capital availability for trades of the type under consideration; liquidity and availability of securities; and eligibility to participate in the transaction.

If an aggregated order for equity securities is only partially filled on the date the order is placed, the portion of the order that has been filled will be allocated to all participating accounts in the same manner that the entire order would have been allocated.

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. The Subadviser's primary consideration in effecting a security transaction will be to obtain best execution, taking into account certain factors that may include: 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. Accordingly, the price to a client in any transaction may be less favorable than that available from another broker-dealer if the Subadviser determines, consistent with its fiduciary obligations, that the price is reasonable in light of other aspects of the portfolio execution services offered.

On occasions when the Subadviser deems the purchase or sale of a security to be in the best interest of multiple investment advisory clients of the Subadviser or any of its affiliates, the Subadviser may, to the extent permitted by applicable laws and regulations and consistent with client instructions, aggregate the securities to be sold or purchased with those of its other clients. In such event, allocation of the securities purchased or sold, as well as the expenses incurred in the transaction, will be made by the Subadviser in a manner that, over time, is fair and equitable in the judgment of the Subadviser in the exercise of its fiduciary obligations.

The services furnished by a broker may benefit IndexIQ in rendering investment management services to all clients. Certain of the services and information received by IndexIQ attributable to a transaction executed on behalf of one client may benefit other accounts or clients over which investment discretion is, or may be in the future, exercised by IndexIQ or its affiliates. IndexIQ has no obligation to deal with any broker or group of brokers in executing transactions in portfolio securities on behalf of clients.

Investment decisions are made consistent with the investment objectives, guidelines and restrictions of clients and trades are allocated fairly and equitably among accounts participating in

each transaction, taking into consideration the objectives, restrictions, investment strategy, asset allocation and benchmarks of each client.

IndexIQ's policy is to ensure that no individual client account or account type (e.g., Registered Fund, Model Portfolio or managed account) is benefited or harmed by trade allocations and transactions across client accounts and account types.

IndexIQ's policy is to provide individualized treatment to each client. Given the differing investment objectives, asset allocations, investment parameters, benchmarks and other characteristics of various clients, each client will not necessarily participate in each transaction in a security or instrument that might be considered within the range of permissible investments for that client.

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 may 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 may 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, trading practices, code of ethics, personal trading, information barrier, books and records, sales and marketing, pricing, proxy voting, anti-money laundering, privacy and business continuity (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 maintains an assessment calendar which provides for a portion of the policies and procedures to be assessed each quarter. Testing criteria 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 separately managed account clients, unless otherwise agreed upon. In addition, separately managed account 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 may enter into solicitation agreements with certain of our other affiliated investment advisers to refer clients to each other. In this case, IndexIQ may 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 the SEC’s cash solicitation rules to the extent that they apply.

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.

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. 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 may expect portfolio companies to take more urgent action on certain proxy voting proposals. Proxies on a proposal may 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 Portfolio Oversight Committee ("POC") for discussion and vote. Additionally, the POC may review any proposal where it has identified a company, industry or issue for special scrutiny or a potential conflict of interest. With respect to voting proxies of foreign companies, IndexIQ weighs the cost of voting and potential inability to sell the securities, which may occur during the voting process, against the benefit of voting the proxies to determine whether or not to vote.

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 all votes to be taken among holders of the securities.

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.