

Cash Dividend

December 18, 2013

Exchange/Memo ID: 203237

ONN / OCC ID: 33758



PROSHARES ULTRA BASIC MATERIALS - CASH DISTRIBUTION (CAPITAL GAINS)

Ex - Distribution Date: 12/18/2013

DESCRIPTION:

ProShares Ultra Basic Materials (UYM) has announced a short term capital gains distribution of \$0.797462 and a long term capital gains distribution of \$0.996273 per UYM Share. The record date is December 20, 2013; payable date is on December 24, 2013. The NYSE Arca Exchange has set December 18, 2013 as the UYM ex-distribution date for this distribution.

Contract Adjustments:

Pursuant to the By-Laws of the Options Clearing Corporation ("OCC"), the below options will be adjusted as follows.

Adjustment Date: **12/18/2013**

Option Symbol: UYM remains UYM

Underlying Security: UYM remains UYM

Contract Multiplier: 1

Strike Divisor: 1

New Multiplier: 100

Strike Price: **Reduced by \$1.79**

New Deliverable/Contract: 100 ProShares Ultra Basic Materials (UYM) Shares

On Tuesday, December 17th, 2013, all resting orders for UYM in the order book were canceled by the BOX Market Operations Center. If a BOX Participant wishes to enter orders for the new UYM series, the BOX Participant will need to reenter the orders before the open Wednesday, December 18th, 2013.

Pricing Considerations:

Additional Exchange Info:

Old Option Symbol	Old PutCall Code	Old Strike Price	Old Contract Date	New Option Symbol	New PutCall Code	New Strike Price	New Contract Date
UYM	C/P	32.21	12/21/2013	UYM	C/P	30.42	12/21/2013
UYM	C/P	33.21	12/21/2013	UYM	C/P	31.42	12/21/2013
UYM	C/P	34.21	12/21/2013	UYM	C/P	32.42	12/21/2013
UYM	C/P	35.21	12/21/2013	UYM	C/P	33.42	12/21/2013
UYM	C/P	36.21	12/21/2013	UYM	C/P	34.42	12/21/2013
UYM	C/P	37.21	12/21/2013	UYM	C/P	35.42	12/21/2013
UYM	C/P	38.21	12/21/2013	UYM	C/P	36.42	12/21/2013
UYM	C/P	39.21	12/21/2013	UYM	C/P	37.42	12/21/2013
UYM	C/P	40.21	12/21/2013	UYM	C/P	38.42	12/21/2013
UYM	C/P	41.21	12/21/2013	UYM	C/P	39.42	12/21/2013
UYM	C/P	42.21	12/21/2013	UYM	C/P	40.42	12/21/2013

	C/P	43.21	12/21/2013	UYM	C/P	41.42	12/21/2013
UYM	C/P	44.21	12/21/2013	UYM	C/P	42.42	12/21/2013
UYM	C/P	45.21	12/21/2013	UYM	C/P	43.42	12/21/2013
UYM	C/P	46.21	12/21/2013	UYM	C/P	44.42	12/21/2013

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Old Option Symbol	Old PutCall Code	Old Strike Price	Old Contract Date	New Option Symbol	New PutCall Code	New Strike Price	New Contract Date
UYM	C/P	47.21	12/21/2013	UYM	C/P	45.42	12/21/2013
UYM	C/P	48.21	12/21/2013	UYM	C/P	46.42	12/21/2013
UYM	C/P	49.21	12/21/2013	UYM	C/P	47.42	12/21/2013
UYM	C/P	50.21	12/21/2013	UYM	C/P	48.42	12/21/2013
UYM	C/P	51.21	12/21/2013	UYM	C/P	49.42	12/21/2013
UYM	C/P	52.21	12/21/2013	UYM	C/P	50.42	12/21/2013
UYM	C/P	35.21	01/18/2014	UYM	C/P	33.42	01/18/2014
UYM	C/P	36.21	01/18/2014	UYM	C/P	34.42	01/18/2014
UYM	C/P	37.21	01/18/2014	UYM	C/P	35.42	01/18/2014
UYM	C/P	38.21	01/18/2014	UYM	C/P	36.42	01/18/2014
UYM	C/P	39.21	01/18/2014	UYM	C/P	37.42	01/18/2014
UYM	C/P	40.21	01/18/2014	UYM	C/P	38.42	01/18/2014
UYM	C/P	41.21	01/18/2014	UYM	C/P	39.42	01/18/2014
UYM	C/P	42.21	01/18/2014	UYM	C/P	40.42	01/18/2014
UYM	C/P	43.21	01/18/2014	UYM	C/P	41.42	01/18/2014
UYM	C/P	44.21	01/18/2014	UYM	C/P	42.42	01/18/2014
UYM	C/P	45.21	01/18/2014	UYM	C/P	43.42	01/18/2014
UYM	C/P	46.21	01/18/2014	UYM	C/P	44.42	01/18/2014
UYM	C/P	47.21	01/18/2014	UYM	C/P	45.42	01/18/2014
UYM	C/P	48.21	01/18/2014	UYM	C/P	46.42	01/18/2014
UYM	C/P	49.21	01/18/2014	UYM	C/P	47.42	01/18/2014
UYM	C/P	50.21	01/18/2014	UYM	C/P	48.42	01/18/2014
UYM	C/P	51.21	01/18/2014	UYM	C/P	49.42	01/18/2014
UYM	C/P	52.21	01/18/2014	UYM	C/P	50.42	01/18/2014
UYM	C/P	53.21	01/18/2014	UYM	C/P	51.42	01/18/2014
UYM	C/P	54.21	01/18/2014	UYM	C/P	52.42	01/18/2014
UYM	C/P	55.21	01/18/2014	UYM	C/P	53.42	01/18/2014
UYM	C/P	18.21	02/22/2014	UYM	C/P	16.42	02/22/2014
UYM	C/P	23.21	02/22/2014	UYM	C/P	21.42	02/22/2014
UYM	C/P	24.21	02/22/2014	UYM	C/P	22.42	02/22/2014
UYM	C/P	25.21	02/22/2014	UYM	C/P	23.42	02/22/2014
UYM	C/P	26.21	02/22/2014	UYM	C/P	24.42	02/22/2014
UYM	C/P	27.21	02/22/2014	UYM	C/P	25.42	02/22/2014
UYM	C/P	28.21	02/22/2014	UYM	C/P	26.42	02/22/2014
UYM	C/P	29.21	02/22/2014	UYM	C/P	27.42	02/22/2014
UYM	C/P	30.21	02/22/2014	UYM	C/P	28.42	02/22/2014
UYM	C/P	31.21	02/22/2014	UYM	C/P	29.42	02/22/2014
UYM	C/P	32.21	02/22/2014	UYM	C/P	30.42	02/22/2014
UYM	C/P	33.21	02/22/2014	UYM	C/P	31.42	02/22/2014
UYM	C/P	34.21	02/22/2014	UYM	C/P	32.42	02/22/2014
UYM	C/P	35.21	02/22/2014	UYM	C/P	33.42	02/22/2014
UYM	C/P	36.21	02/22/2014	UYM	C/P	34.42	02/22/2014
UYM	C/P	37.21	02/22/2014	UYM	C/P	35.42	02/22/2014
UYM	C/P	38.21	02/22/2014	UYM	C/P	36.42	02/22/2014
UYM	C/P	39.21	02/22/2014	UYM	C/P	37.42	02/22/2014

Old Option Symbol	Old PutCall Code	Old Strike Price	Old Contract Date	New Option Symbol	New PutCall Code	New Strike Price	New Contract Date
UYM	C/P	40.21	02/22/2014	UYM	C/P	38.42	02/22/2014
UYM	C/P	41.21	02/22/2014	UYM	C/P	39.42	02/22/2014
UYM	C/P	42.21	02/22/2014	UYM	C/P	40.42	02/22/2014
UYM	C/P	43.21	02/22/2014	UYM	C/P	41.42	02/22/2014
UYM	C/P	44.21	02/22/2014	UYM	C/P	42.42	02/22/2014
UYM	C/P	48.21	02/22/2014	UYM	C/P	46.42	02/22/2014
UYM	C/P	33.21	05/17/2014	UYM	C/P	31.42	05/17/2014
UYM	C/P	34.21	05/17/2014	UYM	C/P	32.42	05/17/2014
UYM	C/P	35.21	05/17/2014	UYM	C/P	33.42	05/17/2014
UYM	C/P	36.21	05/17/2014	UYM	C/P	34.42	05/17/2014
UYM	C/P	37.21	05/17/2014	UYM	C/P	35.42	05/17/2014
UYM	C/P	38.21	05/17/2014	UYM	C/P	36.42	05/17/2014
UYM	C/P	39.21	05/17/2014	UYM	C/P	37.42	05/17/2014
UYM	C/P	40.21	05/17/2014	UYM	C/P	38.42	05/17/2014
UYM	C/P	41.21	05/17/2014	UYM	C/P	39.42	05/17/2014
UYM	C/P	42.21	05/17/2014	UYM	C/P	40.42	05/17/2014
UYM	C/P	43.21	05/17/2014	UYM	C/P	41.42	05/17/2014
UYM	C/P	44.21	05/17/2014	UYM	C/P	42.42	05/17/2014
UYM	C/P	45.21	05/17/2014	UYM	C/P	43.42	05/17/2014
UYM	C/P	46.21	05/17/2014	UYM	C/P	44.42	05/17/2014
UYM	C/P	47.21	05/17/2014	UYM	C/P	45.42	05/17/2014
UYM	C/P	48.21	05/17/2014	UYM	C/P	46.42	05/17/2014
UYM	C/P	49.21	05/17/2014	UYM	C/P	47.42	05/17/2014
UYM	C/P	50.21	05/17/2014	UYM	C/P	48.42	05/17/2014
UYM	C/P	51.21	05/17/2014	UYM	C/P	49.42	05/17/2014
UYM	C/P	52.21	05/17/2014	UYM	C/P	50.42	05/17/2014
UYM	C/P	53.21	05/17/2014	UYM	C/P	51.42	05/17/2014

Disclaimer:

This Information Memo summarizes corporate events affecting listed options. No warranty of accuracy or completeness is given with respect to the summary. Option series information is based on series existing at OCC at the time this Memo was generated.

Contact Information:

Questions regarding this memo can be addressed to the BOX Market Operations Center at 617-235-2291 or toll free at 1-866-768-8845.