

TQQQ - The Nasdaq Stock Market

Annual Shareholder Report – May 31, 2025

This Annual shareholder report contains important information about UltraPro QQQ (the "Fund") for the period of June 1, 2024 to May 31, 2025. You can request additional information about the Fund by contacting us at 866-776-5125. You can also find additional information about the Fund at: www.proshares.com/fund-documents.

What were the Fund's costs for the year?

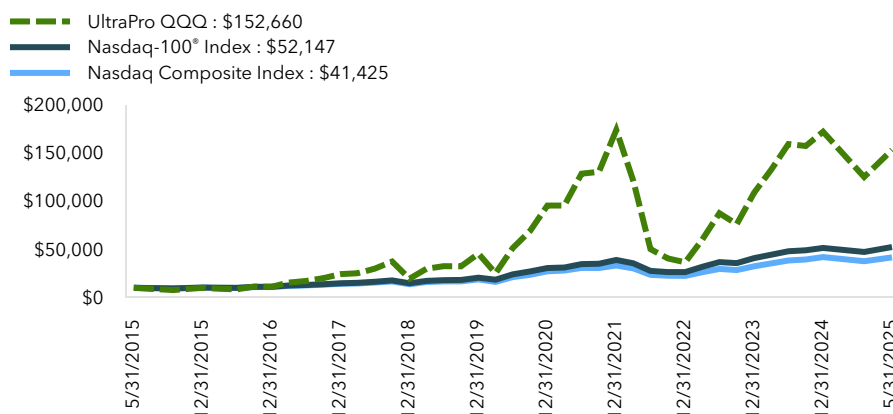
(based on a hypothetical \$10,000 investment)

Ticker	Costs of a \$10,000 investment	Costs paid as a percentage of a \$10,000 investment
TQQQ	\$88	0.82%

How Did the Fund Perform Last Year?

UltraPro QQQ (the "Fund") seeks daily investment results, before fees and expenses, that correspond to three times (3x) the daily performance of the Nasdaq-100 Index (the "Index"). The Fund invests in financial instruments that the Advisor believes, in combination, should produce daily returns consistent with the Fund's investment objective. For the year ended May 31, 2025, the Fund had a total return of 13.82% and an average daily statistical correlation of over 0.99 to three times that of the return of the Index. For the same period, the Index had a total return of 16.02% and a volatility of 25.59%. The Index delivered strong performance for the period despite both volatility and concerns surrounding the impact of tariffs. Primary factors affecting Fund performance include the total return of the securities and derivatives held by the Fund, the performance of the reference assets to which any derivatives are linked, financing rates paid or earned, the types of derivative contracts used and their correlation to the Fund's Index, expenses, transaction costs, the volatility of the Fund's Index (and its impact on compounding), and other miscellaneous factors.

Value Based on a \$10,000 Investment



Average Annual Total Return

Fund/Index Name	1 Year	5 Years	10 Years
UltraPro QQQ	13.82%	28.67%	31.33%
Nasdaq-100® Index	16.02%	18.36%	17.94%
Nasdaq Composite Index	15.02%	15.90%	15.26%

After the close of business on November 13, 2024, the Fund's broad-based securities market index was changed from the Nasdaq-100® Index to the Nasdaq Composite Index to provide a broader measure of performance for comparative purposes.

Past performance does not guarantee future results. Return calculations assume the reinvestment of distributions and do not reflect taxes that a shareholder would pay on Fund distributions or on the redemption of Fund shares. To obtain performance current to the most recent month please visit www.ProShares.com/.

"QQQ," "Nasdaq-100 Index" and "Nasdaq-100" are registered trademarks of The Nasdaq OMX Group Inc. and have been licensed for use by ProShares. This ETF is not sponsored, endorsed, sold or promoted by The Nasdaq OMX Group Inc. and The Nasdaq OMX Group Inc. makes no representation regarding the advisability of investing in this ETF.

Key Fund Statistics

Net Assets	\$24,411,133,151
Number of Portfolio Holdings	126
Net Investment Advisory Fees	\$141,218,172
Portfolio Turnover Rate	25%

Market Exposure

Investment Type	% of Net Assets
Equity Securities	62%
Nasdaq-100 Index® Long Swaps	230%
Nasdaq 100 E-Mini Index Futures	8%
Total	300%

"Market Exposure" includes the value of total investments (including the contract value of any derivatives) and excludes any short-term investments and cash equivalents.

Sector Weights

Sector	% of Exposure
Information Technology	31.8%
U.S. Treasury Obligations	27.8%
Communication Services	9.6%
Consumer Discretionary	8.6%
Short-Term Investments	4.0%
Consumer Staples	3.5%
Health Care	3.2%
Industrials	3.0%
Utilities	0.9%
Materials	0.9%
Other	0.6%

Largest Holdings

Holdings	% of Net Assets
Microsoft Corp.	5.4%
NVIDIA Corp.	5.2%
Apple, Inc.	4.7%
Amazon.com, Inc.	3.4%
Broadcom, Inc.	2.9%
Meta Platforms, Inc., Class A	2.2%
Netflix, Inc.	2.0%
Tesla, Inc.	2.0%
Costco Wholesale Corp.	1.8%
Alphabet, Inc., Class A	1.6%



UltraPro QQQ - TQQQ

Annual Shareholder Report – May 31, 2025

If you wish to view additional information about the Fund; including but not limited to financial statements or holdings, please visit www.proshares.com or by calling ProShares Trust at 866-776-5125.



TQQQ525