

This Annual shareholder report contains important information about Ultra Industrials (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?

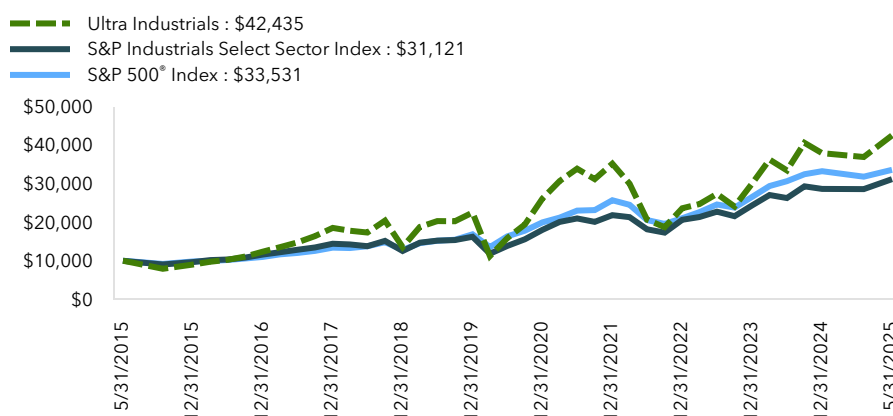
(based on a hypothetical \$10,000 investment)

Ticker	Costs of a \$10,000 investment	Costs paid as a percentage of a \$10,000 investment
UXI	\$106	0.95%

How Did the Fund Perform Last Year?

Ultra Industrials (the "Fund") seeks daily investment results, before fees and expenses, that correspond to two times (2x) the daily performance of the S&P Industrials Select Sector 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 23.93% and an average daily statistical correlation of over 0.99 to twice that of the return of the Index. For the same period, the Index had a total return of 17.54% and a volatility of 20.04%. The index performance was driven in part by a rally as tariff concerns diminished, resulting in outperformance relative to the S&P 500. 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, 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
Ultra Industrials	23.93%	22.52%	15.55%
S&P Industrials Select Sector Index	17.54%	18.06%	12.01%
S&P 500® Index	13.52%	15.93%	12.85%

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/.

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Key Fund Statistics

Net Assets	\$22,687,732
Number of Portfolio Holdings	85
Net Investment Advisory Fees	\$66,967
Portfolio Turnover Rate	2%

Market Exposure

Investment Type	% of Net Assets
Equity Securities	71%
S&P Industrials Select Sector Index Long Swaps	129%
Total	200%

"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
Industrials	71.2%
U.S. Treasury Obligations	13.2%
Short-Term Investments	11.0%

Largest Holdings

Holdings	% of Net Assets
General Electric Co.	4.3%
RTX Corp.	3.0%
Uber Technologies, Inc.	2.9%
Caterpillar, Inc.	2.7%
Boeing Co. (The)	2.5%
Honeywell International, Inc.	2.4%
Union Pacific Corp.	2.2%
Automatic Data Processing, Inc.	2.2%
GE Vernova, Inc.	2.1%
Deere & Co.	2.1%



Ultra Industrials - UXI

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.

