## Form **8937**

(December 2017)
Department of the Treasury
Internal Revenue Service

## Report of Organizational Actions Affecting Basis of Securities

► See separate instructions.

OMB No. 1545-0123

Part I Reporting I	ssuer						
1 Issuer's name			Marine Marine Compression	2 Issuer's employer identification number (EIN)			
PROSHARES ULTRAPRO	SHORT S&P500	27-0368696					
3 Name of contact for add	litional information	4 Telephon	e No. of contact	5 Email address of contact			
ED KARPOWICZ			240-497-6487	ekarpowicz@proshares.com			
6 Number and street (or P	.O. box if mail is not	7 City, town, or post office, state, and ZIP code of contact					
7501 WISCONSIN AVENUI	E, SUITE 1000E	BETHESDA, MD 20814					
8 Date of action		*					
5/24/2018		share split and CUSIP chang	ge				
10 CUSIP number 11 Serial number(s)		s)	12 Ticker symbol	13 Account number(s)			
74348A442	74348A442 N/A		SPXU	N/A			
Part II Organization	nal Action Atta	h additiona	statements if needed. See	back of form for additional questions.			
				against which shareholders' ownership is measured for Shares UltraPro Short S&P500			
underwent a 1:4 reverse s	hare split and CUS	iP change. Ti	he reverse split increased the	fund's price per share by a factor of 4 with a			
proportionate decrease in	the number of sha	res outstand	ing. As a result, shareholders	received 1 post-split share for every 4 pre-split			
				V") of a pre-split share. Shares began trading at			
				CUSIP number for post-split shares is			
				exact multiple of 4, the reverse split resulted in			
	I share. Post-rever	se split fracti	onal shares were redeemed fo	or cash and sent to shareholders' broker of			
record.							
share or as a percenta share (400% of old basis). split resulted in the creati	ege of old basis ► E For shareholders on of a fractional s	ach post-spl who held pre hare. Post-re	it share has a tax basis equal -split quantities of shares tha verse split fractional shares v	in the hands of a U.S. taxpayer as an adjustment per to 4 times the tax basis of a pre-split t were not an exact multiple of 4, the reverse vere redeemed for cash and sent to shareholders' salize gains or losses, which could be a			
taxable event for those sh		,,					
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valuation dates ► Po:	st-split (new) basis	per share =	pre-split (old) basis per share				
			· · · · · · · · · · · · · · · · · · ·	t the close of business on May 23, 2018, would			
			·	Is impacted, the basis of the shareholder's total			
				tion of the split factor). Further, because the			
NAV per share increases by a factor of 4, the value of a shareholder's investment is not impacted by the reverse share split.							
	THE RESERVE						

List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ►   In general, a shareholder's aggregate tax basis in his or her shares immediately prior to the reverse share split should be allocated   In proportion to the reduced number of shares under IRC sections 358, 388 and 364.    Can any resulting loss be recognized? ► For shareholders who held pre-split quantities of shares that were not an exact multiple of 4,   the reverse split resulted in the creation of a fractional share. Post-reverse split resulted in the creation of a fractional share ademption may cause some shareholders before a forecome. For shareholders who held pre-split quantities of shares that were an exact multiple of 4, no gain or less would be recognized as a result of this action.    Under penalties of periory, I declare that I have examined this results, if it me, convolved one of the shareholders will be presented by period one period on the shareholders will be presented by period one period of the shareholders will be period on the shareholders will be period on the shareholders because the period of the shareholders will be period on the shareholders because the period of the shareholders will be period on the period of the shareholders will be period on the period of the shareholders will be period on the period of the	Part II	Organizational Action (contin	lued)		
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