



**Semi-Annual Report**  
**March 31, 2022**  
**(Unaudited)**

AI Powered Equity ETF  
Ticker: AIEQ

---

---

**etfmg**

*The fund is a series of ETF Managers Trust.*

## AI Powered Equity ETF

### **TABLE OF CONTENTS** **March 31, 2022 (Unaudited)**

---

	<b><u>Page</u></b>
Shareholder Letter	2
Growth of \$10,000 Investment	3
Top 10 Holdings	4
Important Disclosures and Key Risk Factors	5
Portfolio Allocations	6
Schedule of Investments	7
Statement of Assets and Liabilities	12
Statement of Operations	13
Statements of Changes in Net Assets	14
Financial Highlights	15
Notes to the Financial Statements	16
Approval of Advisory Agreements and Board Considerations	26
Expense Example	30
Statement Regarding Liquidity Risk Management Program	31
Supplementary Information	32
Information About Portfolio Holdings	32
Information About Proxy Voting	32
Trustees and Officers Table	33

## AI Powered Equity ETF

Dear Shareholder,

On behalf of the entire team, we want to express our appreciation for the confidence you have placed in the AI Powered Equity Exchange-Traded Fund (“AIEQ” or the “Fund”). The following information pertains to the fiscal period from October 1, 2021 to March 31, 2022.

The AI Powered Equity ETF is actively managed and seeks capital appreciation. Over the period, the total return for the Fund was -8.96%, while the total return for its benchmark, the S&P 500 Index, was 5.92%. The best performers in the Fund, based on contribution to return, were Microsoft Corp, Cheniere Energy Inc, Mosaic Co/The, Cloudflare Inc - Class A and Crowdstrike Holdings Inc – A, while the worst performers were Moderna Inc, Denbury Inc, Enphase Energy Inc, Neogenomics Inc, Twitter Inc and Pentair Plc.

During the reporting period, the Fund saw an allocation of 25.77% to Information Technology, 12.37% to Consumer Discretionary and 11.01% to Financials with the exposure of all portfolio securities being to the United States.

AIEQ invests primarily in equity securities listed on a U.S. exchange, based on the results of a proprietary, quantitative model developed by EquBot LLC that runs on the Watson™ platform. Each day, the EquBot Model ranks each company based on the probability of the company benefiting from current economic conditions, trends, and world events and identifies approximately 30 to 200 companies with the greatest potential, over the next twelve months, for appreciation and weights those companies to seek a level of volatility comparable to that of the broader U.S. equity market. EquBot, the Fund’s sub-adviser, is a technology-based company focused on applying artificial intelligence (“AI”) based solutions to investment analyses.

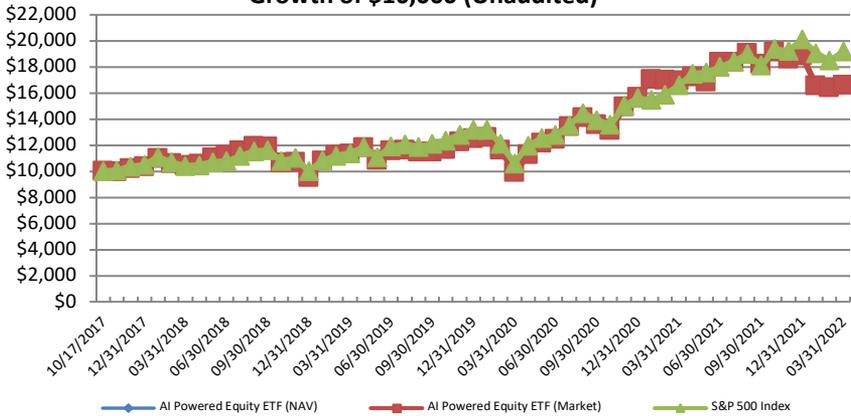
You can find further details about AIEQ by visiting [www.etfmg.com](http://www.etfmg.com), or by calling 1-844-ETF-MGRS (1-844-383-6477).

Sincerely,



Samuel Masucci III  
Chairman of the Board

## AI Powered Equity ETF Growth of \$10,000 (Unaudited)



Average Annual Returns Period Ended March 31, 2022	1 Year Return	3 Year Return	Since Inception (10/17/17)	Value of \$10,000 (3/31/2022)
AI Powered Equity ETF (NAV)	-1.98%	13.37%	12.15%	\$ 16,658
AI Powered Equity ETF (Market)	-2.04%	13.52%	12.07%	\$ 16,605
S&P 500 Index	15.65%	18.92%	15.74%	\$ 19,172

Performance data quoted represents past performance and does not guarantee future results. The investment return and principal value of an investment will fluctuate so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance of the Fund may be lower or higher than the performance quoted. All performance is historical and includes reinvestment of dividends and capital gains. Performance data current to the most recent month end may be obtained by calling 1-844-ETF-MGRS (1-844-383-6477).

The chart illustrates the performance of a hypothetical \$10,000 investment made on October 17, 2017, and is not intended to imply any future performance. The returns shown do not reflect the deduction of taxes that a shareholder would pay on fund distributions from the sales of Fund shares. The chart assumes reinvestment of capital gains and dividends. The chart assumes reinvestment of capital gains and dividends, if any. The index returns do not reflect fees or expenses and are not available for direct investment.

## AI Powered Equity ETF

---

### Top Ten Holdings as of March 31, 2022 (Unaudited)\*

	<u>Security</u>	<u>% of Total Investments</u>
1	Hershey Co.	2.86%
2	Bank of New York Mellon Corp.	2.59%
3	Fastenal Co.	2.51%
4	Amazon.com, Inc.	2.50%
5	Analog Devices, Inc.	2.44%
6	Lockheed Martin Corp.	2.37%
7	General Dynamics Corp.	2.37%
8	American Electric Power Co., Inc.	2.31%
9	Albemarle Corp.	2.29%
10	McDonalds Corp.	2.17%

**Top Ten Holdings = 24.41% of Total Investments**

\* Current Fund holdings may not be indicative of future Fund holdings.

## AI Powered Equity ETF

---

### Important Disclosures and Key Risk Factors

Investing involves risk, including the possible loss of principal. Shares of any ETF are bought and sold at market price (not NAV), may trade at a discount or premium to NAV and are not individually redeemed from the Fund. Brokerage commissions will reduce returns. Narrowly focused investments typically exhibit higher volatility.

Past performance is not indicative of future return. A fund's performance for very short time periods may not be indicative of future performance.

### AIEQ

The AI Powered Equity Technology ETF (the "Fund") seeks long-term capital appreciation within risk constraints commensurate with broad market US equity indices.

The equity securities held in the Fund's portfolio may experience sudden, unpredictable drops in value or long periods of decline in value. This may occur because of factors that affect securities markets generally or factors affecting specific issuers, industries, or sectors in which the Fund invests such as political, market and economic developments, as well as events that impact specific issuers.

The Fund is actively-managed and may not meet its investment objective based on the success or failure of the Equibot Model to identify investment opportunities. Fund holdings are subject to change. For full holdings information, please visit [www.etfmg.com](http://www.etfmg.com).

The portfolio managers may actively and frequently trade securities or other instruments in the Fund's portfolio to carry out its investment strategies. A high portfolio turnover rate increases transaction costs, which may increase the Fund's expenses. Some of the models used by the Adviser for the Fund are predictive in nature. The use of predictive models has inherent risks. When Models and Data prove to be incorrect or incomplete, any decisions made in reliance thereon expose the Fund to potential risks. For example, by relying on Models and Data, the Adviser may be induced to buy certain investments at prices that are too high, to sell certain other investments at prices that are too low, or to miss favorable opportunities altogether. Similarly, any hedging based on faulty Models and Data may prove to be unsuccessful.

Natural or environmental disasters, such as earthquakes, fires, floods, hurricanes, tsunamis and other severe weather-related phenomena generally, and widespread disease, including pandemics and epidemics, have been and may be highly disruptive to economies and markets, adversely impacting individual companies, sectors, industries, markets, currencies, interest and inflation rates, credit ratings, investor sentiment, and other factors affecting the value of the Fund's investments. Given the increasing interdependence among global economies and markets, conditions in one country, market, or region are increasingly likely to adversely affect markets, issuers, and/or foreign exchange rates in other countries, including the U.S. Any such events could have a significant adverse impact on the value of the Fund's investments.

Additionally, natural or environmental disasters, widespread disease or other public health issues, war, acts of terrorism or other events could result in increased premiums or discounts to the Fund's NAV.

ETF Managers Group LLC is the investment adviser to the fund. Equibot LLC serves as the sub-advisor to the Fund.

The Fund is distributed by ETFMG Financial LLC. ETF Managers Group LLC and ETFMG Financial LLC are wholly owned subsidiaries of Exchange Traded Managers Group LLC (collectively, "ETFMG"). ETFMG is not affiliated with Equibot.

The Fund is intended to be made available only to U.S. residents. Under no circumstances is any information provided on this website intended for distribution to or use by, or to be an offer to sell to or solicitation of an offer to buy the Fund or any investment product or service of, any person or entity in any jurisdiction or country, other than the United States, where such distribution, use, offer or solicitation would subject the Fund or its affiliates to any registration requirement or be unlawful under the securities laws of that jurisdiction or country.

## AI Powered Equity ETF

### PORTFOLIO ALLOCATIONS

As of March 31, 2022 (Unaudited)

---

	<b>AI Powered Equity ETF</b>
As a percent of Net Assets:	
Cayman Islands	0.1%
Ireland	0.6
Netherlands	1.6
Switzerland	0.2
United Kingdom	0.2
United States	90.7
Virgin Islands	0.0*
Short-Term and other Net Assets (Liabilities)	<u>6.6</u>
	<u><u>100.0%</u></u>

\*Amount is less than 0.05%.

AI Powered Equity ETF

**Schedule of Investments**

March 31, 2022 (Unaudited)

	<u>Shares</u>	<u>Value</u>
<b>COMMON STOCKS - 93.4%</b>		
<b>Cayman Islands - 0.1%</b>		
<b>Semiconductors &amp; Semiconductor Equipment - 0.1%</b>		
Ambarella, Inc. (a)	949	\$ 99,569
<b>Ireland - 0.6%</b>		
<b>Electrical Equipment - 0.2%</b>		
Eaton Corp. PLC	2,549	386,836
<b>Insurance - 0.2%</b>		
Aon PLC - Class A	803	261,481
<b>Pharmaceuticals - 0.2%</b>		
Jazz Pharmaceuticals PLC (a)	1,645	256,077
Total Ireland		<u>904,394</u>
<b>Netherlands - 1.6%</b>		
<b>Semiconductors &amp; Semiconductor Equipment - 1.6%</b>		
NXP Semiconductors NV	12,362	2,287,959
<b>Switzerland - 0.2%</b>		
<b>Electronic Equipment, Instruments &amp; Components - 0.2%</b>		
TE Connectivity, Ltd.	1,922	251,744
<b>United Kingdom - 0.2%</b>		
<b>Electrical Equipment - 0.2%</b>		
Sensata Technologies Holding PLC (a)	4,928	250,589
<b>United States - 90.7%</b>		
<b>Aerospace &amp; Defense - 5.2%</b>		
General Dynamics Corp.	14,747	3,556,681
Lockheed Martin Corp.	8,061	3,558,125
Textron, Inc.	3,451	256,685
Total Aerospace & Defense		<u>7,371,491</u>
<b>Airlines - 0.2%</b>		
Alaska Air Group, Inc. (a)	5,972	346,436
<b>Automobiles - 1.5%</b>		
Tesla, Inc. (a)(b)	1,967	2,119,639
<b>Banks - 3.2%</b>		
First Horizon Corp.	11,128	261,397
First Republic Bank	1,615	261,792
SVB Financial Group (a)	2,754	1,540,725
Truist Financial Corp.	4,372	247,892
Wells Fargo & Co.	45,511	2,205,463
Total Banks		<u>4,517,269</u>
<b>Biotechnology - 1.2%</b>		
Exelixis, Inc. (a)	77,121	1,748,333

The accompanying notes are an integral part of these financial statements.

AI Powered Equity ETF

**Schedule of Investments**

March 31, 2022 (Unaudited) (Continued)

	<b>Shares</b>	<b>Value</b>
<b>Capital Markets - 4.1%</b>		
Bank of New York Mellon Corp.	78,337	\$ 3,887,865
Morgan Stanley	1,841	160,903
S&P Global, Inc.	4,076	<u>1,672,023</u>
Total Capital Markets		<u>5,720,791</u>
<b>Chemicals - 2.6%</b>		
Albemarle Corp.	15,546	3,437,998
Mosaic Co.	3,956	<u>263,074</u>
Total Chemicals		<u>3,701,072</u>
<b>Commercial Services &amp; Supplies - 0.2%</b>		
Republic Services, Inc.	1,959	<u>259,568</u>
<b>Communications Equipment - 1.4%</b>		
Lumentum Holdings, Inc. (a)(b)	20,876	<u>2,037,498</u>
<b>Construction Materials - 0.2%</b>		
Vulcan Materials Co.	1,381	<u>253,690</u>
<b>Consumer Finance - 1.0%</b>		
Discover Financial Services	13,045	<u>1,437,429</u>
<b>Containers &amp; Packaging - 0.5%</b>		
Avery Dennison Corp.	1,464	254,692
Greif, Inc. - Class A	7,389	<u>480,728</u>
Total Containers & Packaging		<u>735,420</u>
<b>Diversified Consumer Services - 0.2%</b>		
Service Corp. International	4,080	<u>268,546</u>
<b>Diversified Financial Services - 0.4%</b>		
Berkshire Hathaway, Inc. - Class B (a)	855	301,738
Voya Financial, Inc.	3,841	<u>254,850</u>
Total Diversified Financial Services		<u>556,588</u>
<b>Electric Utilities - 4.9%</b>		
American Electric Power Co., Inc.	34,859	3,477,882
Entergy Corp.	15,608	1,822,234
NRG Energy, Inc.	40,497	<u>1,553,465</u>
Total Electric Utilities		<u>6,853,581</u>
<b>Electronic Equipment, Instruments &amp; Components - 0.2%</b>		
Jabil, Inc.	5,449	<u>336,366</u>
<b>Energy Equipment &amp; Services - 1.2%</b>		
Halliburton Co.	43,892	<u>1,662,190</u>
<b>Entertainment - 0.8%</b>		
Madison Square Garden Sports Corp. (a)	6,360	<u>1,140,730</u>
<b>Food &amp; Staples Retailing - 0.5%</b>		
Sysco Corp.	8,747	<u>714,193</u>
<b>Food Products - 3.7%</b>		
Conagra Brands, Inc.	7,866	264,062
Hershey Co.	19,858	4,301,838
McCormick & Co., Inc.	6,450	<u>643,710</u>
Total Food Products		<u>5,209,610</u>

The accompanying notes are an integral part of these financial statements.

AI Powered Equity ETF

**Schedule of Investments**

March 31, 2022 (Unaudited) (Continued)

	<u>Shares</u>	<u>Value</u>
<b>Gas Utilities - 1.5%</b>		
Atmos Energy Corp.	2,205	\$ 263,475
National Fuel Gas Co.	26,815	<u>1,842,191</u>
Total Gas Utilities		<u>2,105,666</u>
<b>Health Care Equipment &amp; Supplies - 3.6%</b>		
Boston Scientific Corp. (a)	10,588	468,943
DexCom, Inc. (a)	1,144	585,270
Intuitive Surgical, Inc. (a)	344	103,778
Stryker Corp.	9,801	2,620,297
Teleflex, Inc.	3,551	<u>1,260,001</u>
Total Health Care Equipment & Supplies		<u>5,038,289</u>
<b>Hotels, Restaurants &amp; Leisure - 3.0%</b>		
McDonald's Corp.	13,166	3,255,689
Penn National Gaming, Inc. (a)	17,139	727,037
Yum! Brands, Inc.	2,140	<u>253,654</u>
Total Hotels, Restaurants & Leisure		<u>4,236,380</u>
<b>Industrial Conglomerates - 0.4%</b>		
Honeywell International, Inc.	1,322	257,235
Roper Technologies, Inc.	548	<u>258,782</u>
Total Industrial Conglomerates		<u>516,017</u>
<b>Insurance - 1.1%</b>		
American International Group, Inc.	13,343	837,540
Assurant, Inc.	1,439	261,653
Principal Financial Group, Inc.	3,494	256,495
Travelers Cos., Inc.	1,425	<u>260,390</u>
Total Insurance		<u>1,616,078</u>
<b>Interactive Media &amp; Services - 4.0%</b>		
Alphabet, Inc. - Class A (a)	1,056	2,937,105
Alphabet, Inc. - Class C (a)(b)	979	<u>2,734,337</u>
Total Interactive Media & Services		<u>5,671,442</u>
<b>Internet &amp; Direct Marketing Retail - 2.7%</b>		
Amazon.com, Inc. (a)	1,152	<u>3,755,462</u>
<b>IT Services - 1.6%</b>		
Jack Henry & Associates, Inc.	1,324	260,894
Visa, Inc. - Class A (b)	8,924	<u>1,979,076</u>
Total IT Services		<u>2,239,970</u>
<b>Life Sciences Tools &amp; Services - 2.7%</b>		
Danaher Corp.	5,801	1,701,607
NeoGenomics, Inc. (a)(b)	156,558	1,902,180
Waters Corp. (a)	803	<u>249,243</u>
Total Life Sciences Tools & Services		<u>3,853,030</u>
<b>Multi-Utilities - 0.2%</b>		
Ameren Corp.	2,827	<u>265,060</u>
<b>Oil, Gas &amp; Consumable Fuels - 2.8%</b>		
Antero Resources Corp. (a)	8,422	257,124
Matador Resources Co.	22,094	1,170,540
PDC Energy, Inc.	35,353	<u>2,569,456</u>
Total Oil, Gas & Consumable Fuels		<u>3,997,120</u>

The accompanying notes are an integral part of these financial statements.

AI Powered Equity ETF

**Schedule of Investments**

March 31, 2022 (Unaudited) (Continued)

	<u>Shares</u>	<u>Value</u>
<b>Pharmaceuticals - 2.5%</b>		
Johnson & Johnson	14,615	\$ 2,590,217
Pfizer, Inc.	4,949	256,210
Zoetis, Inc.	3,541	667,797
Total Pharmaceuticals		<u>3,514,224</u>
<b>Professional Services - 0.2%</b>		
TransUnion	2,517	260,107
<b>Real Estate Investment Trust (REIT) - 1.0%</b>		
Hannon Armstrong Sustainable Infrastructure Capital Inc.	29,662	1,406,869
<b>Road &amp; Rail - 0.2%</b>		
Norfolk Southern Corp.	909	259,265
<b>Semiconductors &amp; Semiconductor Equipment - 9.8%</b>		
Advanced Micro Devices, Inc. (a)	27,126	2,965,957
Amkor Technology, Inc.	75,599	1,642,010
Analog Devices, Inc.	22,224	3,670,960
Broadcom, Inc.	4,526	2,849,932
MACOM Technology Solutions Holdings, Inc. (a)(b)	18,049	1,080,594
MaxLinear, Inc. (a)(b)	12,978	757,266
Synaptics, Inc. (a)(b)	4,011	800,195
Total Semiconductors & Semiconductor Equipment		<u>13,766,914</u>
<b>Software - 10.1%</b>		
Crowdstrike Holdings, Inc. - Class A (a)	12,104	2,748,575
Datadog, Inc. - Class A (a)	15,546	2,354,753
Dropbox, Inc. - Class A (a)	80,097	1,862,255
Dynatrace, Inc. (a)	77	3,627
HubSpot, Inc. (a)(b)	1,516	720,009
Microsoft Corp.	4,318	1,331,283
New Relic, Inc. (a)(b)	18,453	1,234,137
Oracle Corp.	16,915	1,399,378
salesforce.com, Inc. (a)	10,476	2,224,264
SecureWorks Corp. - Class A (a)	7,821	103,628
Synopsys, Inc. (a)	576	191,964
Total Software		<u>14,173,873</u>
<b>Specialty Retail - 2.6%</b>		
Advance Auto Parts, Inc. (b)	10,415	2,155,488
GameStop Corp. - Class A (a)	7,709	1,284,165
TJX Cos., Inc.	4,103	248,560
Total Specialty Retail		<u>3,688,213</u>
<b>Technology Hardware, Storage &amp; Peripherals - 0.6%</b>		
Apple, Inc.	4,573	798,492
<b>Textiles, Apparel &amp; Luxury Goods - 2.4%</b>		
Lululemon Athletica, Inc. (a)	709	258,948
PVH Corp.	40,121	3,073,670
Total Textiles, Apparel & Luxury Goods		<u>3,332,618</u>
<b>Tobacco - 1.1%</b>		
Altria Group, Inc.	28,293	1,478,309

The accompanying notes are an integral part of these financial statements.

## AI Powered Equity ETF

### Schedule of Investments

March 31, 2022 (Unaudited) (Continued)

	Shares	Value
<b>Trading Companies &amp; Distributors - 3.2%</b>		
Fastenal Co.	63,483	\$ 3,770,891
United Rentals, Inc. (a)	2,026	719,655
Total Trading Companies & Distributors		4,490,546
<b>Water Utilities - 0.2%</b>		
American Water Works Co., Inc.	1,595	264,020
Total United States		127,718,404
<b>Virgin Islands (UK) - 0.0% (d)</b>		
<b>Textiles, Apparel &amp; Luxury Goods - 0.0% (d)</b>		
Capri Holdings, Ltd. (a)	273	14,029
TOTAL COMMON STOCKS (Cost \$131,377,527)		131,526,688
<b>INVESTMENTS PURCHASED WITH PROCEEDS FROM SECURITIES LENDING COLLATERAL - 8.6%</b>		
Mount Vernon Liquid Assets Portfolio, LLC, 0.41% (c)	12,070,426	12,070,426
TOTAL INVESTMENTS PURCHASED WITH PROCEEDS FROM SECURITIES LENDING COLLATERAL (Cost \$12,070,426)		12,070,426
<b>SHORT-TERM INVESTMENTS - 4.7%</b>		
<b>Money Market Funds - 4.7%</b>		
First American Government Obligations Fund - Class X, 0.18% (c)	6,648,154	6,648,154
TOTAL SHORT-TERM INVESTMENTS (Cost \$6,648,154)		6,648,154
<b>Total Investments (Cost \$150,096,107) - 106.7%</b>		150,245,268
<b>Liabilities in Excess of Other Assets - (6.7)%</b>		(9,462,593)
<b>TOTAL NET ASSETS - 100.0%</b>		\$140,782,675

Percentages are stated as a percent of net assets.

PLC Public Limited Company

- (a) Non-income producing security.
- (b) All or portion of this security was out on loan at March 31, 2022.
- (c) The rate shown is the annualized seven-day yield at period end.
- (d) Amount is less than 0.05%.

The Global Industry Classification Standard (GICS®) was developed by and/or is the exclusive property of MSCI, Inc. and Standard & Poor's Financial Services LLC ("S&P"). GICS is a service mark of MSCI and S&P and has been licensed for use by U.S. Bancorp Fund Services, LLC, doing business as U.S. Bank Global Fund Services ("Fund Services").

The accompanying notes are an integral part of these financial statements.

AI Powered Equity ETF

**STATEMENT OF ASSETS AND LIABILITIES**

As of March 31, 2022 (Unaudited)

	<u><b>AI Powered Equity ETF</b></u>
<b>ASSETS</b>	
Investments in securities, at value*	\$ 150,245,268
Receivables:	
Receivable for fund shares issued	31,228,230
Dividends and interest receivable	97,755
Securities lending income receivable	2,478
Receivable for investments sold	57,902,698
Total Assets	<u>239,476,429</u>
<b>LIABILITIES</b>	
Collateral received for securities loaned (Note 7)	12,070,426
Payables:	
Payable for investments purchased	55,708,672
Payable for fund shares redeemed	30,825,548
Unitary fees payable	89,108
Total Liabilities	<u>98,693,754</u>
<b>Net Assets</b>	<u><u>\$ 140,782,675</u></u>
<b>NET ASSETS CONSIST OF:</b>	
Paid-in Capital	\$ 154,672,050
Total distributable earnings (accumulated losses)	<u>(13,889,375)</u>
Net Assets	<u><u>\$ 140,782,675</u></u>
<b>*Identified Cost:</b>	
Investments in securities	\$ 150,096,107
<b>Shares Outstanding<sup>^</sup></b>	
Net Asset Value, Offering and Redemption Price per Share	<u><u>\$ 36.81</u></u>

<sup>^</sup> No par value, unlimited number of shares authorized

The accompanying notes are an integral part of these financial statements.

AI Powered Equity ETF

**STATEMENT OF OPERATIONS**

For the Period Ended March 31, 2022 (Unaudited)

	<u><b>AI Powered Equity ETF</b></u>
<b>INVESTMENT INCOME</b>	
Income:	
Dividends from investments (net of foreign withholdings tax of \$0)	751,638
Interest	516
Securities lending income	<u>11,302</u>
Total Investment Income	<b>763,456</b>
Expenses:	
Unitary fees	<u>599,697</u>
Total Expenses	<u>599,697</u>
<b>Net Investment Income</b>	<b><u>163,759</u></b>
 <b>REALIZED &amp; UNREALIZED GAIN (LOSS) ON INVESTMENTS</b>	
Net Realized Gain (Loss) on:	
Investments	(29,510,291)
In-Kind Redemptions	<u>17,686,292</u>
Net Realized Gain (Loss) on Investments and In-Kind Redemptions	(11,823,999)
Net Change in Unrealized Appreciation/Depreciation of:	
Investments	<u>(2,118,600)</u>
Net Change in Unrealized Appreciation/Depreciation of Investments	<u>(2,118,600)</u>
Net Realized and Unrealized Gain (Loss) on Investments	<b><u>(13,942,599)</u></b>
<b>NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS</b>	<b><u>(13,778,840)</u></b>

The accompanying notes are an integral part of these financial statements.

AI Powered Equity ETF

**STATEMENTS OF CHANGES IN NET ASSETS**

	<b>Period Ended March 31, 2022 (Unaudited)</b>	<b>Year Ended September 30, 2021</b>
<b>OPERATIONS</b>		
Net investment income (loss)	\$ 163,759	\$ (149,583)
Net realized gain (loss) on investments and in-kind redemptions	(11,823,999)	47,269,564
Net change in unrealized appreciation/depreciation of investments	<u>(2,118,600)</u>	<u>(13,078,850)</u>
<b>Net increase (decrease) in net assets resulting from operations</b>	<b><u>(13,778,840)</u></b>	<b><u>34,041,131</u></b>
<b>DISTRIBUTIONS TO SHAREHOLDERS</b>		
Total distributions from distributable earnings	<u>(2,903,688)</u>	<u>(145,000)</u>
<b>CAPITAL SHARE TRANSACTIONS</b>		
Net increase (decrease) in net assets derived from net change in outstanding shares	<u>(10,097,150)</u>	<u>40,773,047</u>
<b>Net increase (decrease) in net assets</b>	<b><u>(26,779,678)</u></b>	<b><u>74,629,178</u></b>
<b>NET ASSETS</b>		
Beginning of Period	<u>167,562,353</u>	<u>92,933,175</u>
End of Period	<u>\$140,782,675</u>	<u>\$167,562,353</u>

Summary of share transactions is as follows:

	<b>Period Ended March 31, 2022 (Unaudited)</b>		<b>Year Ended September 30, 2021</b>	
	<b>Shares</b>	<b>Amount</b>	<b>Shares</b>	<b>Amount</b>
Shares Sold	4,550,000	\$ 187,547,448	7,000,000	\$ 282,430,807
Shares Redeemed	<u>(4,800,000)</u>	<u>(197,644,598)</u>	<u>(5,950,000)</u>	<u>(241,697,760)</u>
Net Transactions in Fund Shares	(250,000)	<u>\$ (10,097,150)</u>	1,050,000	<u>\$ 40,733,047</u>
<b>Beginning Shares</b>	<u>4,075,000</u>		<u>3,025,000</u>	
<b>Ending Shares</b>	<u><u>3,825,000</u></u>		<u><u>4,075,000</u></u>	

The accompanying notes are an integral part of these financial statements.

## AI Powered Equity ETF

### FINANCIAL HIGHLIGHTS

For a capital share outstanding throughout each year/period

	Period Ended March 31, 2022 (Unaudited)	Year Ended September 30, 2021	Year Ended September 30, 2020	Year Ended September 30, 2019	Period Ended September 30, 2018 <sup>1</sup>
<b>Net Asset Value, Beginning of Year/Period</b>	\$ 41.12	\$ 30.72	\$ 26.19	\$ 29.50	\$ 25.00
<b>Income from Investment Operations:</b>					
Net investment income (loss) <sup>2</sup>	0.04	(0.03)	0.14	0.16	0.14
Net realized and unrealized gain (loss) on Investments	(3.63)	10.47	4.52	(1.41)	4.49
Total from investment operations	(3.59)	10.44	4.66	(1.25)	4.63
<b>Less Distributions:</b>					
Distributions from net investment income	—	(0.04)	(0.13)	(0.17)	(0.12)
Net realized gains	(0.72)	—	—	(1.89)	(0.01)
Total distributions	(0.72)	(0.04)	(0.13)	(2.06)	(0.13)
Net asset value, end of year/period	<u>\$ 36.81</u>	<u>\$ 41.12</u>	<u>\$ 30.72</u>	<u>\$ 26.19</u>	<u>\$ 29.50</u>
Total Return	-8.96% <sup>3</sup>	34.00%	17.94%	-2.32%	18.53% <sup>3</sup>
<b>Ratios/Supplemental Data:</b>					
Net Assets at end of year/period (000's)	\$ 140,783	\$ 167,562	\$ 92,933	\$ 114,573	\$ 206,472
Expenses to Average Net Assets	0.75% <sup>4</sup>	0.75%	0.75%	0.75%	0.75% <sup>4</sup>
Net Investment Income (Loss) to Average Net Assets	0.20% <sup>4</sup>	-0.09%	0.49%	0.64%	0.52% <sup>4</sup>
Portfolio Turnover Rate	434% <sup>3</sup>	540%	239%	129%	260% <sup>3</sup>

<sup>1</sup> Commencement of operations on October 17, 2017.

<sup>2</sup> Calculated based on average shares outstanding during the year/period.

<sup>3</sup> Not annualized.

<sup>4</sup> Annualized.

The accompanying notes are an integral part of these financial statements.

## AI Powered Equity ETF

### NOTES TO FINANCIAL STATEMENTS

March 31, 2022 (Unaudited)

---

#### NOTE 1 – ORGANIZATION

The AI Powered Equity ETF (the “Fund”) is a series of ETF Managers Trust (the “Trust”), an open-end management investment company consisting of multiple investment series, organized as a Delaware statutory trust on July 1, 2009. The Trust is registered with the SEC under the Investment Company Act of 1940, as amended (the “1940 Act”), as an open-end management investment company and the offering of the Fund’s shares (“Shares”) is registered under the Securities Act of 1933, as amended (the “Securities Act”). The investment objective of the Fund is capital appreciation. The Fund commenced operations on October 17, 2017.

The Fund currently offers one class of shares, which has no front end sales load, no deferred sales charges, and no redemption fees. The Fund may issue an unlimited number of shares of beneficial interest, with no par value. All shares of the Fund have equal rights and privileges.

Shares of the Fund are listed and traded on the NYSE Arca, Inc. Market prices for the Shares may be different from their net asset value (“NAV”). The Fund issues and redeems Shares on a continuous basis at NAV only in blocks of 25,000 shares, called “Creation Units.” Creation Units are issued and redeemed principally in-kind for securities included in a specified Index. Once created, Shares generally trade in the secondary market at market prices that change throughout the day in quantities less than a Creation Unit. Except when aggregated in Creation Units, Shares are not redeemable securities of the Fund. Shares of the Fund may only be purchased or redeemed by certain financial institutions (“Authorized Participant”). An Authorized Participant is either (i) a broker-dealer or other participant in the clearing process through the Continuous Net Settlement System of the National Securities Clearing Corporation or (ii) a DTC participant and, in each case, must have executed a Participant Agreement with the Distributor. Most retail investors do not qualify as Authorized Participants nor have the resources to buy and sell whole Creation Units. Therefore, they are unable to purchase or redeem the Shares directly from the Fund. Rather, most retail investors may purchase Shares in the secondary market with the assistance of a broker and are subject to customary brokerage commissions or fees.

Authorized Participants transacting in Creation Units for cash may pay an additional variable charge to compensate the relevant Fund for certain transaction costs (i.e., brokerage costs) and market impact expenses relating to investing in portfolio securities. Such variable charges, if any, are included in “Transaction Fees” in the Statements of Changes in Net Assets.

#### NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES

The following is a summary of significant accounting policies consistently followed by the Fund. These policies are in conformity with accounting principles generally accepted in the United States of America (“U.S. GAAP”).

The Fund follows the investment company accounting and reporting guidance of the Financial Accounting Standards Board Accounting Standard Codification *Topic 946 Financial Services – Investment Companies*.

The Fund may invest in certain other investment companies (underlying funds). For specific investments in underlying funds, please refer to the complete schedule of portfolio holdings on Form N-CSR for this reporting period, which is filed with the U.S. Securities and Exchange Commission (“SEC”). For more information about the underlying Fund’s operations and policies, please refer to those fund’s semiannual and annual reports, which are filed with the SEC.

- A. Security Valuation. Securities listed on a securities exchange, market or automated quotation system for which quotations are readily available (except for securities traded on NASDAQ),

**NOTES TO FINANCIAL STATEMENTS**

March 31, 2022 (Unaudited) (Continued)

---

including securities traded over the counter, are valued at the last quoted sale price on the primary exchange or market (foreign or domestic) on which they are traded on the valuation date (or at approximately 4:00 pm Eastern Time if a security's primary exchange is normally open at that time), or, if there is no such reported sale on the valuation date, at the most recent quoted bid price. For securities traded on NASDAQ, the NASDAQ Official Closing Price will be used.

Securities for which quotations are not readily available are valued at their respective fair values as determined in good faith by the Board of Trustees (the "Board"). When a security is "fair valued," consideration is given to the facts and circumstances relevant to the particular situation, including a review of various factors set forth in the pricing procedures adopted by the Fund's Board. The use of fair value pricing by a fund may cause the net asset value of its shares to differ significantly from the net asset value that would be calculated without regard to such considerations. As of March 31, 2022, the Fund did not hold any fair valued securities.

As described above, the Fund utilizes various methods to measure the fair value of its investments on a recurring basis. U.S. GAAP establishes a hierarchy that prioritizes inputs to valuation methods. The three levels of inputs are:

- Level 1 Unadjusted quoted prices in active markets for identical assets or liabilities that the Fund has the ability to access.
- Level 2 Observable inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly. These inputs may include quoted prices for the identical instrument on an inactive market, prices for similar instruments, interest rates, prepayment speeds, credit risk, yield curves, default rates and similar data.
- Level 3 Unobservable inputs for the asset or liability, to the extent relevant observable inputs are not available; representing the Fund's own assumptions about the assumptions a market participant would use in valuing the asset or liability, and would be based on the best information available.

The availability of observable inputs can vary from security to security and is affected by a wide variety of factors, including, for example, the type of security, whether the security is new and not yet established in the marketplace, the liquidity of markets, and other characteristics particular to the security. To the extent that valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires more judgment. Accordingly, the degree of judgment exercised in determining fair value is greatest for instruments categorized in Level 3.

The inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the level in the fair value hierarchy within which the fair value measurement falls in its entirety, is determined based on the lowest level input that is significant to the fair value measurement in its entirety.

The following table presents a summary of the Fund's investments in securities, at fair value, as of March 31, 2022:

## AI Powered Equity ETF

### NOTES TO FINANCIAL STATEMENTS

March 31, 2022 (Unaudited) (Continued)

#### AI Powered Equity ETF

Assets <sup>^</sup>	Level 1	Level 2	Level 3	Total
Common Stocks	\$131,526,688	\$ —	\$ —	\$131,526,688
Short-Term Investments	6,648,154	—	—	6,648,154
Investments Purchased with Securities Lending Collateral*	—	—	—	12,070,426
Total Investments in Securities	<u>\$138,174,842</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$150,245,268</u>

<sup>^</sup> For further information regarding security characteristics, see the Schedule of Investments.

\* Certain investments that are measured at fair value using the net asset value per share (or its equivalent) practical expedient have not been categorized in the fair value hierarchy. The fair value amounts presented in the table are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the Schedule of Investments.

B. *Federal Income Taxes.* The Fund has elected to be taxed as a “regulated investment company” and intends to distribute substantially all taxable income to its shareholders and otherwise comply with the provisions of the Internal Revenue Code applicable to regulated investment companies. Therefore, no provisions for federal income taxes or excise taxes have been made.

To avoid imposition of the excise tax applicable to regulated investment companies, the Fund intends to declare each year as dividends, in each calendar year, at least 98.0% of its net investment income (earned during the calendar year) and 98.2% of its net realized capital gains (earned during the twelve months ended October 31) plus undistributed amounts, if any, from prior years.

Net capital losses incurred after October 31, within the taxable year are deemed to arise on the first business day of the Fund’s next taxable year.

The Fund recognizes the tax benefits of uncertain tax positions only where the position is “more likely than not” to be sustained assuming examination by tax authorities. The Fund has analyzed its tax position and has concluded that no liability for unrecognized tax benefits should be recorded related to uncertain tax positions expected to be taken in the Fund’s 2021 tax returns. The Fund identifies its major tax jurisdictions as U.S. Federal, the State of New Jersey, and the State of Delaware; however, the Fund is not aware of any tax positions for which it is reasonably possible that the total amounts of unrecognized tax benefits will change materially in the next twelve months.

As of March 31, 2022, management has reviewed the tax positions for open periods (for Federal purposes, three years from the date of filing and for state purposes, four years from the date of filing), as applicable to the Fund, and has determined that no provision for income tax is required in the Fund’s financial statements.

C. *Security Transactions and Investment Income.* Investment securities transactions are accounted for on the trade date. Gains and losses realized on sales of securities are determined on a specific identification basis. Discounts/premiums on debt securities purchased are accreted/amortized over the life of the respective securities using the effective interest method. Dividend income is recorded on the ex-dividend date. Interest income is recorded on an accrual basis. Income, including gains, from investments in foreign securities received by the Fund may be subject to income, withholding or other taxes imposed by foreign countries.

**NOTES TO FINANCIAL STATEMENTS**

March 31, 2022 (Unaudited) (Continued)

---

- D. *Foreign Currency Translations and Transactions.* The Fund may engage in foreign currency transactions. Foreign currency transactions are translated into U.S. dollars on the following basis: (i) market value of investment securities, assets and liabilities at the daily rates of exchange, and (ii) purchases and sales of investment securities, dividend and interest income and certain expenses at the rates of exchange prevailing on the respective dates of such transactions. For financial reporting purposes, the Fund does not isolate changes in the exchange rate of investment securities from the fluctuations arising from changes in the market prices of securities for unrealized gains and losses. However, for federal income tax purposes, the Fund does isolate and treat as ordinary income the effect of changes in foreign exchange rates on realized gains or losses from the sale of investment securities and payables and receivables arising from trade-date and settlement-date differences.
- E. *Distributions to Shareholders.* Distributions to shareholders from net investment income are declared and paid for the Fund on a quarterly basis. Net realized gains on securities for the Fund normally are declared and paid on an annual basis. Distributions are recorded on the ex-dividend date.
- F. *Use of Estimates.* The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements, as well as the reported amounts of revenues and expenses during the period. Actual results could differ from those estimates.
- G. *Share Valuation.* The NAV per share of the Fund is calculated by dividing the sum of the value of the securities held by the Fund, plus cash and other assets, minus all liabilities (including estimated accrued expenses) by the total number of shares outstanding for the Fund, rounded to the nearest cent. The Fund's shares will not be priced on the days on which the NYSE is closed for trading. The offering and redemption price per share for the Fund is equal to the Fund's NAV per share.
- H. *Guarantees and Indemnifications.* In the normal course of business, the Fund enters into contracts with service providers that contain general indemnification clauses. The Fund's maximum exposure under these arrangements is unknown as this would involve future claims that may be made against the Fund that have not yet occurred. However, based on experience, the Fund expects the risk of loss to be remote.

**NOTE 3 – RISK FACTORS**

Investing in the AI Powered Equity ETF may involve certain risks, as discussed in the Fund's prospectus, including, but not limited to, those described below. Any of these risks could cause an investor to lose money.

**Equity Market Risk.** The equity securities held in the Fund's portfolio may experience sudden, unpredictable drops in value or long periods of decline in value. This may occur because of factors that affect securities markets generally or factors affecting specific issuers, industries, or sectors in which the Fund invests such as political, market and economic developments, as well as events that impact specific issuers.

**Management Risk.** The Fund is subject to management risk as an actively-managed investment portfolio. The Adviser's investment approach may fail to produce the intended results. If the Adviser's implementation of the EquBot Model is inaccurate or incomplete, the Fund may not perform as expected and your investment could lose value over short or long-term periods. Additionally, the Adviser has not previously managed a Fund whose strategy relies on the use of AI, which may create additional risks for the Fund.

## NOTES TO FINANCIAL STATEMENTS

March 31, 2022 (Unaudited) (Continued)

---

**Market Trading Risk.** An investment in the Fund faces numerous market trading risks, including the potential lack of an active market for Fund shares, losses from trading in secondary markets, periods of high volatility and disruption in the creation/redemption process of the Fund. Any of these factors, among others, may lead to the Fund's shares trading at a premium or discount to NAV.

**Models and Data Risk.** The Fund relies heavily on proprietary quantitative models as well as information and data supplied by third parties ("Models and Data"). When Models and Data prove to be incorrect or incomplete, any decisions made in reliance thereon expose the Fund to potential risks.

**Non-Diversification Risk.** Because the Fund is "non-diversified," it may invest a greater percentage of its assets in the securities of a single issuer or a small number of issuers than if it was a diversified fund. As a result, a decline in the value of an investment in a single issuer or a small number of issuers could cause the Fund's overall value to decline to a greater degree than if the Fund held a more diversified portfolio. This may increase the Fund's volatility and have a greater impact on the Fund's performance.

**Portfolio Turnover Risk.** The portfolio managers may actively and frequently trade securities or other instruments in the Fund's portfolio to carry out its investment strategies. A high portfolio turnover rate increases transaction costs, which may increase the Fund's expenses.

**Real Estate Investment Trust ("REIT") Investment Risk.** Investments in REITs involve unique risks. REITs may have limited financial resources, may trade less frequently and in limited volume, and may be more volatile than other securities. REITs may be affected by changes in the value of their underlying properties or mortgages or by defaults by their borrowers or tenants. Furthermore, these entities depend upon specialized management skills, have limited diversification and are, therefore, subject to risks inherent in financing a limited number of projects. In addition, the performance of a REIT may be affected by changes in the tax laws or by its failure to qualify for tax-free pass-through of income.

**Sector Risk.** To the extent the Fund invests more heavily in particular sectors of the economy, its performance will be especially sensitive to developments that significantly affect those sectors.

**Smaller Companies Risk.** Smaller companies in which the Fund may invest may be more vulnerable to adverse business or economic events than larger, more established companies, and may underperform other segments of the market or the equity market as a whole. The securities of smaller companies also tend to be bought and sold less frequently and at significantly lower trading volumes than the securities of larger companies. As a result, it may be more difficult for the Fund to buy or sell a significant amount of the securities of a smaller company without an adverse impact on the price of the company's securities, or the Fund may have to sell such securities in smaller quantities over a longer period of time, which may increase the Fund's tracking error.

**Natural Disaster/Epidemic Risk.** Natural or environmental disasters, such as earthquakes, fires, floods, hurricanes, tsunamis and other severe weather related phenomena generally, and widespread disease, including pandemics and epidemics (for example, the novel coronavirus COVID-19), have been and can be highly disruptive to economies and markets and have recently led, and may continue to lead, to increased market volatility and significant market losses. Such natural disaster and health crises could exacerbate political, social, and economic risks previously mentioned, and result in significant breakdowns, delays, shutdowns, social isolation, and other disruptions to important global, local and regional supply chains affected, with potential corresponding results on the operating performance of the Fund and its investments. A climate of uncertainty and panic, including the contagion of infectious viruses or diseases, may adversely affect global, regional, and local economies and reduce the availability of potential investment opportunities, and increases the difficulty of performing due diligence and modeling market conditions, potentially reducing the accuracy of

## NOTES TO FINANCIAL STATEMENTS

March 31, 2022 (Unaudited) (Continued)

---

financial projections. Under these circumstances, the Fund may have difficulty achieving its investment objective which may adversely impact performance. Further, such events can be highly disruptive to economies and markets, significantly disrupt the operations of individual companies (including, but not limited to, the Fund's third party service providers), sectors, industries, markets, securities and commodity exchanges, currencies, interest and inflation rates, credit ratings, investor sentiment, and other factors affecting the value of the Fund's investments. These factors can cause substantial market volatility, exchange trading suspensions and closures and can impact the ability of the Fund to complete redemptions and otherwise affect Fund performance and Fund trading in the secondary market. A widespread crisis may also affect the global economy in ways that cannot necessarily be foreseen at the current time. How long such events will last and whether they will continue or recur cannot be predicted. Impacts from these events could have significant impact on the Fund's performance, resulting in losses to the Fund.

### NOTE 4 – MANAGEMENT AND OTHER CONTRACTS

ETF Managers Group, LLC (the "Adviser"), serves as the investment Adviser to the Fund. Pursuant to an Investment Advisory Agreement ("Advisory Agreement") between the Trust, on behalf of the Fund, and the Adviser, the Adviser provides investment advice to the Fund and oversees the day-to-day operations of the Fund, subject to the direction and control of the Board and the officers of the Trust.

Under the Investment Advisory Agreement with the Fund, the Adviser has overall responsibility for the general management and administration of the Fund and arranges for sub-Advisory, transfer agency, custody, fund administration, securities lending, and all other non-distribution related services necessary for the Fund to operate. The Adviser bears the costs of all Advisory and non-Advisory services required to operate the Fund, in exchange for a single unitary fee. For services provided the Fund pays the Adviser at an annual rate of 0.75% of the Fund's average daily net assets. The Adviser has an agreement with, and is dependent on, a third party to pay the Fund's expenses in excess of 0.75% of the Fund's average daily net assets. Additionally, under the Investment Advisory Agreement, the Adviser has agreed to pay all expenses of the Fund, except for: the fee paid to the Adviser pursuant to the Investment Advisory Agreement, interest charges on any borrowings, taxes, brokerage commissions and other expenses incurred in placing orders for the purchase and sale of securities and other investment instruments, acquired fund fees and expenses, accrued deferred tax liability, extraordinary expenses, and distribution (12b-1) fees and expenses (collectively, "Excluded Expenses"). The Adviser has entered into an Agreement with its affiliate, ETFMG Financial, LLC, to serve as distributor the Fund (the "Distributor"). The Distributor provides marketing support for the Fund, including distributing marketing materials related to the Fund.

EquBot, LLC serves as the sub-adviser to the Fund (the "Sub-Adviser") and provides investment advice using the EquBot Model to the Adviser and the Fund. The Adviser is responsible for paying the entire amount of the Sub-Adviser's fee for the Fund. The Sub-Adviser also provides marketing support for the Fund.

U.S. Bancorp Fund Services, LLC doing business as U.S. Bank Global Fund Services (the "Administrator") provides fund accounting, fund administration, and transfer agency services to the Fund. The Adviser compensates the Administrator for these services under an administration agreement between the two entities.

The Adviser pays each independent Trustee a quarterly fee for service to the Fund. Each Trustee is also reimbursed by the Adviser for all reasonable out-of-pocket expenses incurred in connection with their duties as Trustee, including travel and related expenses incurred in attending Board meetings.

## AI Powered Equity ETF

### NOTES TO FINANCIAL STATEMENTS

March 31, 2022 (Unaudited) (Continued)

---

#### NOTE 5 – DISTRIBUTION PLAN

The Fund has adopted a Plan of Distribution pursuant to Rule 12b-1 under the 1940 Act. Under the Plan, the Fund may pay compensation to the Distributor or any other distributor or financial institution with which the Trust has an agreement with respect to the Fund, with the amount of such compensation not to exceed an annual rate of 0.25% of the Fund's daily average net assets. For the period ended March 31, 2022, the Fund did not incur any 12b-1 expenses.

#### NOTE 6 - PURCHASES AND SALES OF SECURITIES

The costs of purchases and sales of securities, excluding short-term securities and in-kind transactions, for the period ended March 31, 2022:

	<u>Purchases</u>	<u>Sales</u>
AI Powered Equity ETF	\$677,113,543	\$686,862,280

The costs of purchases and sales of in-kind transactions associated with creations and redemptions for the period ended March 31, 2022:

	<u>Purchases In-Kind</u>	<u>Sales In-Kind</u>
AI Powered Equity ETF	\$182,601,868	\$193,630,773

Purchases in-kind are the aggregate of all in-kind purchases and sales in-kind are the aggregate of all in-kind sales. Net capital gains or losses resulting from in-kind redemptions are excluded from the Fund's taxable gains and are not distributed to shareholders.

There were no purchases or sales of U.S. Government obligations for the period ended March 31, 2022.

#### NOTE 7 — SECURITIES LENDING

The Fund may lend up to 33 1/3% of the value of the securities in its portfolio to brokers, dealers and financial institutions (but not individuals) under terms of participation in a securities lending program administered by U.S. Bank N.A. ("the Custodian"). The securities lending agreement requires that loans are collateralized at all times in an amount equal to at least 102% of the value of any loaned securities at the time of the loan, plus accrued interest. The Fund receives compensation in the form of fees and earn interest on the cash collateral. The amount of fees depends on a number of factors including the type of security and length of the loan. The Fund continues to receive interest payments or dividends on the securities loaned during the borrowing period. Gain or loss in the fair value of securities loaned that may occur during the term of the loan will be for the account of the Fund. The Fund has the right under the terms of the securities lending agreement to recall the securities from the borrower on demand. The cash collateral is invested by the Custodian in accordance with approved investment guidelines. Those guidelines require the cash collateral to be invested in readily marketable, high quality, short-term obligations either directly on behalf of the Fund or through one or more joint accounts, money market funds, or short-term bond funds, including those advised by or affiliated with the Adviser; however, such investments are subject to risk of payment delays or default on the part of the issuer or counterparty or otherwise may not generate sufficient interest to support the costs associated with securities lending. Other investment companies, in which the Fund may invest cash collateral, can be expected to incur fees and expenses for operations, such as investment Advisory and administration fees, which would be in addition to those incurred by the Fund, and which may be received in full or in part by the Adviser. Pursuant to guidance issued by the SEC staff, fees

## AI Powered Equity ETF

### NOTES TO FINANCIAL STATEMENTS

March 31, 2022 (Unaudited) (Continued)

and expenses of money market funds used for cash collateral received in connection with loans of securities are not treated as Acquired Fund Fees and Expenses, which reflect a fund's pro rata share of the fees and expenses incurred by other investment companies in which the Fund invests (as disclosed in the Prospectus, as applicable). The Fund could also experience delays in recovering its securities and possible loss of income or value if the borrower fails to return the borrowed securities, although the Fund is indemnified from this risk by contract with the securities lending agent.

As of March 31, 2022, the value of the securities on loan and payable for collateral due to broker were as follows:

#### Value of Securities on Loan Collateral Received

<b>Fund</b>	<b>Values of Securities on Loan</b>	<b>Fund Collateral Received*</b>
AI Powered Equity ETF	\$11,613,059	\$12,070,426

\* The cash collateral received was invested in the Mount Vernon Liquid Assets Portfolio, LLC, an investment with an overnight and continuous maturity, as shown on the Schedule of Investments.

#### NOTE 8 – FEDERAL INCOME TAXES

The components of distributable earnings (losses) and cost basis of investments for federal income tax purposes at September 30, 2021, were as follows:

	<b>Cost</b>	<b>Gross Unrealized Appreciation</b>	<b>Gross Unrealized Depreciation</b>	<b>Net Unrealized Appreciation (Depreciation)</b>
AI Powered Equity ETF	\$195,964,868	\$ 6,522,605	\$ (6,401,231)	\$ 121,374

	<b>Undistributed Ordinary Income</b>	<b>Undistributed Long-Term Gain</b>	<b>Total Distributable Earnings</b>	<b>Other Accumulated (Loss)</b>	<b>Total Accumulated Gain</b>
AI Powered Equity ETF	\$ —	\$ 2,903,650	\$ 2,903,650	\$ (231,871)	\$ 2,793,153

As of September 30, 2021, the Fund had accumulated capital loss carryovers of:

	<b>Capital Loss Carryover ST</b>	<b>Capital Loss Carryover LT</b>	<b>Expires</b>
AI Powered Equity ETF	None	None	Indefinite

Under current tax law, capital and currency losses realized after October 31 of a fund's fiscal year may be deferred and treated as occurring on the first business day of the following fiscal year for tax purposes. The Fund had deferred post-October capital and currency losses, which will be treated as arising on the first business day of the year ended September 30, 2021.

	<b>Later Year Ordinary Loss</b>	<b>Post-October Loss</b>
AI Powered Equity ETF	\$ (231,871)	None

## AI Powered Equity ETF

### NOTES TO FINANCIAL STATEMENTS

March 31, 2022 (Unaudited) (Continued)

---

The tax character of distributions paid by the Fund during the fiscal periods ended March 31, 2022 and September 30, 2021 are as follows:

	<b>Period Ended</b>		<b>Year Ended</b>	
	<b>March 31, 2022</b>		<b>September 30, 2021</b>	
	<b>From</b>	<b>From</b>	<b>From</b>	<b>From</b>
	<b>Ordinary</b>	<b>Capital</b>	<b>Ordinary</b>	<b>Capital</b>
	<b>Income</b>	<b>Gains</b>	<b>Income</b>	<b>Gains</b>
AI Powered Equity ETF	\$ —	\$2,903,688	\$ 145,000	\$ —

### NOTE 9 – LEGAL MATTERS

The Adviser and its parent, ETFMG, were defendants in a case filed on October 26, 2017 in the United States District Court for the Southern District of New York by NASDAQ, Inc. (“Nasdaq”) captioned Nasdaq, Inc. v. Exchange Traded Managers Group, LLC et al., Case 1:17-cv-08252 (the “New York Action”). This action asserted claims for breach of contract, conversion and certain other claims based on disputes arising out of contractual relationships with the Adviser relating to certain series of the Trust. The matter was the subject of a bench trial in May 2019, and on December 20, 2019, the Court issued an Opinion and Order awarding compensatory damages to Plaintiff in the amount of \$78,403,172.36, plus prejudgment interest (the “Judgment”). In its decision, the Court in the New York Action stated that its damages award, which gave rise to the Judgment, “includes the share of profits to which Nasdaq’s venture partner PureShares was entitled[.]”

ETFMG filed a Notice of Appeal from the Judgment in the United States Court of Appeals for the Second Circuit on January 19, 2020, Docket No. 20-300. On October 28, 2021, Nasdaq and ETFMG entered into a Judgment Payment Agreement, which settled the matter and satisfied the Judgment. On November 1, 2021, Nasdaq recorded a Satisfaction of Judgment with the United States District Court for the Southern District of New York reflecting that the Judgment was paid in full, and ETFMG withdrew its appeal of the Judgment with prejudice before the United States Court of Appeals for the Second Circuit.

The Trust, the Adviser, and certain officers and affiliated persons of the Adviser (together with the Adviser, the “Adviser Defendants”) have been named as defendants in an action filed December 21, 2021, in the Superior Court of New Jersey, Union County, captioned PureShares, LLC, d/b/a PureFunds et al. v. ETF Managers Group, LLC et al., Docket No. UNN-C-152-21 (the “NJ Action”). The NJ Action asserts breach of contract, defamation and other tort claims arising from the same facts and circumstances, and relates to the same series of the Trust, that gave rise to the New York Action. The NJ Action seeks damages in unspecified amounts and injunctive relief. On February 19, 2022, the Adviser, together with the other named affiliates, filed a motion for an Order dismissing the complaint filed by the Plaintiffs, in part, on the basis that Plaintiffs’ claims overlap with, and are barred by, those claims previously asserted by Nasdaq (and resolved on PureShares’ behalf) in the New York Action that resulted in the judgment against the defendants, which has been satisfied.

**NOTES TO FINANCIAL STATEMENTS**

March 31, 2022 (Unaudited) (Continued)

---

**NOTE 10 – SUBSEQUENT EVENTS**

In preparing these financial statements, the Fund has evaluated events and transactions for potential recognition or disclosure through the date the financial statements were issued. Except as disclosed below, this evaluation did not result in any subsequent events that necessitated disclosures and/or adjustments to the financial statements.

With respect to Note 9 – Legal Matters, on May 25, 2022, the court in the NJ Action dismissed with prejudice all claims asserted against the Trust as well as, all claims asserted against the Adviser Defendants, aside from the defamation claim. The Adviser Defendants intend to vigorously defend themselves against this sole remaining claim.

## AI Powered Equity ETF

### APPROVAL OF ADVISORY AGREEMENTS AND BOARD CONSIDERATIONS

For the Period Ended March 31, 2022 (Unaudited)

---

Pursuant to Section 15(c) of the Investment Company Act of 1940 (the “1940 Act”), at a meeting held on March 28-29, 2022, the Board of Trustees (the “Board”) of ETF Managers Trust (the “Trust”) considered the renewal of the following agreements:

- an Amended and Restated Investment Advisory Agreement between ETF Managers Group, LLC (the “Adviser”) and the Trust, on behalf of AI Powered Equity ETF (the “Fund”) (the “Advisory Agreement”); and
- a Sub-Advisory Agreement between the Adviser and Equbot LLC (the “Sub-Adviser”) with respect to the Fund (the “Sub-Advisory Agreement” and, together with the Advisory Agreement, the “Agreements”).

Pursuant to Section 15(c) of the 1940 Act, the Board must annually review and approve the Agreements after their initial two-year term: (i) by the vote of the Trustees or by a vote of the shareholders of the Fund; and (ii) by the vote of a majority of the Trustees who are not parties to the Agreements or “interested persons” of any party thereto, as defined in the 1940 Act (the “Independent Trustees”), cast in person at a meeting called for the purpose of voting on such approval. Each year, the Board calls and holds a meeting to decide whether to renew the Agreements for an additional one-year term. In preparation for such meeting, the Board requests and reviews a wide variety of information from the Adviser and Sub-Adviser.

In reaching its decision, the Board, including the Independent Trustees, considered all factors it believed relevant, including: (i) the nature, extent and quality of the services provided to the Fund by the Adviser and Sub-Adviser; (ii) the investment performance of the Fund; (iii) the Adviser’s costs and profits realized in providing services to the Fund, including any fall-out benefits enjoyed by the Adviser; (iv) comparative fee and expense data for the Fund in relation to other similar investment companies; (v) the extent to which economies of scale would be realized as the Fund grows and whether the advisory fees for the Fund reflects these economies of scale for the benefit of the Fund; and (vi) other financial benefits to the Adviser or Sub-Adviser and their affiliates resulting from services rendered to the Fund. The Board’s review included written and oral information furnished to the Board prior to and at the meeting held on March 28-29, 2022, and throughout the year. Among other things, each of the Adviser and Sub-Adviser provided responses to a detailed series of questions, which included information about the Adviser’s and Sub-Adviser’s operations, service offerings, personnel, risk assessment process and compliance program and financial condition. The Board then discussed the written and oral information that it received before the meeting and throughout the year, and the Adviser’s oral presentations and any other information that the Board received at the meeting, and deliberated on the renewal of the Agreements in light of this information.

The Independent Trustees were assisted throughout the contract review process by independent legal counsel. The Independent Trustees relied upon the advice of such counsel and their own business judgment in determining the material factors to be considered in evaluating the renewal of the Agreements, and the weight to be given to each such factor. The conclusions reached with respect to the Agreements were based on a comprehensive evaluation of all the information provided and not any single factor. Moreover, each Trustee may have placed varying emphasis on particular factors in reaching conclusions with respect to the Fund. The Independent Trustees conferred amongst themselves and independent legal counsel during an executive session held prior to the meeting and also conferred in executive sessions both with and without representatives of management before and during the meeting. The Independent Trustees requested, received and considered additional information arising out of these executive sessions.

## AI Powered Equity ETF

### APPROVAL OF ADVISORY AGREEMENTS AND BOARD CONSIDERATIONS

For the Period Ended March 31, 2022 (Unaudited) (Continued)

---

#### *Nature, Extent and Quality of Services Provided by the Adviser*

The Trustees considered the scope of services provided under the Advisory Agreement, noting that the Adviser provides investment management services to the Fund. The Board discussed the responsibilities of the Adviser, including: responsibility for the general management of the day-to-day investment and reinvestment of the assets of the Fund, based on recommendations provided by the Sub-Adviser; determining the daily baskets of deposit securities and cash components; executing portfolio security trades for purchases and redemptions of Fund shares conducted on a cash-in-lieu basis; responsibility for daily monitoring of tracking error and quarterly reporting to the Board; and implementation of Board directives as they relate to the Fund. In considering the nature, extent and quality of the services provided by the Adviser, the Board considered the qualifications, experience and responsibilities of the Adviser's investment personnel and the quality of the Adviser's compliance and risk assessment infrastructure. The Board also considered the Adviser's experience managing exchange-traded funds ("ETFs"), as well as the Adviser's response to the market volatility and uncertainty during the recent pandemic.

The Board also considered other services provided to the Fund, such as overseeing the activities of the Sub-Adviser, as well as the Fund's other service providers, monitoring adherence to the Fund's investment restrictions, and monitoring compliance with various policies and procedures and with applicable securities laws.

The Board then considered the scope of services provided under the Sub-Advisory Agreement, noting that the Sub-Adviser provides investment sub-advisory services to the Adviser in the form of recommendations based on the Sub-Adviser's algorithm-based model. The Board noted that the responsibility for trading the Fund's portfolio securities would continue to rest with the Adviser. In considering the nature, extent and quality of the services provided by the Sub-Adviser, the Board noted that it had received a copy of the Sub-Adviser's Form ADV, as well as the response of the Sub-Adviser to a detailed series of questions which included, among other things, information about the background and experience of the Sub-Adviser's personnel. The Board considered the experience of the Sub-Adviser's personnel in the financial services and artificial intelligence businesses. The Board also considered the quality of the Sub-Adviser's compliance program and Code of Ethics.

Based on the factors above, as well as those discussed below, the Board concluded that it was satisfied with the nature, extent and quality of the services provided to the Fund by the Adviser and Sub-Adviser.

#### *Historical Performance*

The Board then considered the Fund's performance history over various time periods ending December 31, 2021, including the one-year, three-year and since inception periods. The Board also considered the Fund's performance as compared to that of comparable ETFs, as determined by the Adviser ("peer group") using data received from an independent third party. The Board considered management's discussion of AIEQ's performance, noting that, over time, the model powered by artificial intelligence employed in the management of the Fund becomes more refined. The Board further noted that it had received and would continue to receive regular reports regarding the Fund's performance at its quarterly meetings.

#### *Cost of Services Provided, Profits and Economies of Scale*

The Board reviewed the advisory fee for the Fund and compared it to the total operating expenses of comparable ETFs, as determined by the Adviser using data received from an independent third party.. The Board noted that the expense ratio for the Fund was higher than the average and median expense ratios of its peer group. The Board considered the unique technology and processes required to manage this active fund as well as the Adviser's explanations of how this Fund differs from others in the peer group.

## AI Powered Equity ETF

### APPROVAL OF ADVISORY AGREEMENTS AND BOARD CONSIDERATIONS

For the Period Ended March 31, 2022 (Unaudited) (Continued)

---

The Board noted the importance of the fact that the advisory fee for the Fund is a “unified fee,” meaning that the shareholders of the Fund pay no expenses other than the advisory fee and certain other costs such as interest charges on any borrowings, taxes, brokerage commissions and other expenses incurred in placing orders for the purchase and sale of securities and other investment instruments, acquired fund fees and expenses, accrued deferred tax liability, extraordinary expenses (such as, among other things and subject to Board approval, non-standard Board-related expenses and litigation against the Board, Trustees, Fund, Adviser, and officers of the Adviser), and distribution (12b-1) fees and expenses. The Board also noted that the Adviser was responsible for compensating the Trust’s other service providers (including the Sub-Adviser) and paying the Fund’s other expenses (except as noted above) out of its own fees and resources. The Board concluded that the advisory fee for the Fund is reasonable in light of the factors considered.

The Board also evaluated the compensation and other benefits received by the Adviser from its relationship with the Fund, taking into account profitability information provided by the Adviser. The Board received and reviewed profitability information with respect to the Fund and considered how profit margins could affect the Adviser’s long-term viability and ability to attract and retain high-quality personnel. The Board also considered the impact on the Adviser’s profitability of payments made to partners involved with the Fund. Based on the information provided to the Trustees, the Trustees concluded that the net revenue retained by the Adviser from providing services to the Fund was not excessive in view of the nature, extent and quality of services provided to the Fund. The Board further considered other benefits derived by the Adviser and its affiliates from the Adviser’s relationship with the Fund.

In addition, the Board considered whether economies of scale may be realized for the Fund. The Board noted that the Adviser regularly considers whether fee reductions are appropriate as the Fund grows in size. The Board noted that a unitary fee provides a level of certainty in expenses for the Fund and effectively acts as a cap on the fees and expenses (except as noted above) that are borne by the Fund. The Board also took into account the significant investments that the Adviser has made in its business to help ensure the continued provision of high-quality services to the Funds, such as the hiring of new trading, legal and compliance personnel, and enhancements to technology and related systems. The Board concluded that no changes to the advisory fee structure of the Fund were necessary.

The Board also reviewed the sub-advisory fee paid to the Sub-Adviser for its services to the Fund under the Sub-Advisory Agreement. The Board considered this fee in light of the services the Sub-Adviser provides as investment sub-adviser to the Fund. The Board determined that the fee reflected an appropriate allocation of the advisory fee paid to the Adviser and Sub-Adviser given the work performed by each firm.

The Board also considered that the sub-advisory fee paid to the Sub-Adviser is paid out of the Adviser’s unified fee and represents an arm’s-length negotiation between the Adviser and the Sub-Adviser. For these reasons, the Trustees determined that the profitability to the Sub-Adviser from its relationship with the Fund was not a material factor in their deliberations with respect to consideration of approval of the Sub-Advisory Agreement. The Board concluded that the proposed sub-advisory fee was reasonable in light of the services rendered. The Board considered that, because the proposed sub-advisory fee would be paid by the Adviser out of its unified fee, any economies of scale would not benefit shareholders and, thus, were not relevant for the consideration of the approval of the sub-advisory fee.

In its deliberations, the Board did not identify any single piece of information discussed above that was all-important, controlling or determinative of its decision.

## AI Powered Equity ETF

### **APPROVAL OF ADVISORY AGREEMENTS AND BOARD CONSIDERATIONS**

For the Period Ended March 31, 2022 (Unaudited) (Continued)

---

Based on the Board's deliberations and its evaluation of the information described above, the Board, including the Independent Trustees, unanimously: (a) concluded that the terms of the Agreements are fair and reasonable; (b) concluded that the Adviser's and Sub-Adviser's fee is reasonable in light of the services that the Adviser and Sub-Adviser each provide to the Fund; and (c) approved the renewal of the Agreements for another year.

## AI Powered Equity ETF

### Expense Example Period Ended March 31, 2022 (Unaudited)

---

As a shareholder of AI Powered Equity ETF (the “Fund”) you incur two types of costs: (1) transaction costs, including brokerage commissions on purchases and sales of Fund shares, and (2) ongoing costs, including management fees and other Fund expenses. These examples are intended to help you understand your ongoing costs (in dollars) of investing in the Fund and to compare these costs with the ongoing costs of investing in other funds. The example is based on an investment of \$1,000 invested at the beginning of the period and held for the entire period (October 1, 2021 to March 31, 2022).

#### Actual Expenses

The first line of the table provides information about actual account values based on actual returns and actual expenses. You may use the information in this line, together with the amount you invested, to estimate the expenses that you paid over the period. Simply divide your account value by \$1,000 (for example, an \$8,600 account value divided by \$1,000 = 8.6), then, multiply the result by the number in the first line under the heading entitled "Expenses Paid During Period" to estimate the expenses you paid on your account during this period.

#### Hypothetical Example for Comparison Purposes

The second line of the table provides information about hypothetical account values based on a hypothetical return and hypothetical expenses based on the Fund's actual expense ratio and an assumed rate of return of 5% per year before expenses, which is not the Fund's actual return. The hypothetical account values and expenses may not be used to estimate the actual ending account balance or expenses you paid for the period. You may use this information to compare the ongoing costs of investing in the Fund and other funds. To do so, compare this 5% hypothetical example with the 5% hypothetical examples that appear in the shareholder reports of the other funds. Please note that the expenses shown in the table are meant to highlight your ongoing costs only and do not reflect any transactional costs, such as brokerage commissions paid on purchases and sales of Fund shares. Therefore, the second line of the table is useful in comparing ongoing costs only and will not help you determine the relative total costs of owning different funds. If these transactional costs were included, your costs would have been higher.

#### AI Powered Equity ETF

	Beginning Account Value	Ending Account Value	Expenses Paid During the Period <sup>^</sup>	Annualized Expense Ratio During Period October 1, 2021 to March 31, 2022
Actual	\$1,000.00	\$ 910.40	\$ 3.57	0.75%
Hypothetical (5% annual)	\$1,000.00	\$ 1,021.19	\$ 3.78	0.75%

<sup>^</sup> The dollar amounts shown as expenses paid during the period are equal to the annualized six-month expense ratio multiplied by the average account value during the period, multiplied by 182/365 (to reflect the period from October 1, 2021 to March 31, 2022).

## AI Powered Equity ETF

### STATEMENT REGARDING LIQUIDITY RISK MANAGEMENT PROGRAM March 31, 2022 (Unaudited)

---

ETF Managers Trust (the “Trust”) has adopted a liquidity risk management program (the “Program”). The Trust’s Board of Trustees (the “Board”) has designated ETF Managers Group LLC (the “Program Administrator”) as the administrator of the Program. The Program Administrator has designated a committee (the “Committee”), composed of personnel from multiple departments, including investment operations and compliance, that is responsible for the implementation and ongoing administration of the Program, which includes assessing the liquidity risk of the AI Powered Equity ETF (the “Fund”) under both normal and reasonably foreseeable stressed conditions.

Under the Program, the Program Administrator assesses, manages and periodically reviews the Fund’s liquidity risk, based on factors specific to the circumstances of the Fund. Liquidity risk is the risk that the Fund could not meet shareholder redemption requests without significant dilution of remaining shareholders’ interests in the Fund. This risk is managed by monitoring the degree of liquidity of the Fund’s investments and limiting the amount of the Fund’s illiquid investments, among other means. The Program Administrator’s process of determining the degree of liquidity of the Fund’s investments is supported by one or more third-party liquidity assessment vendors.

At a meeting of the Board on March 28-29, 2022, the Adviser provided a written report to the Board addressing the operation, and the adequacy and effectiveness of the implementation, of the Program, including, the operation of any Highly Liquid Investment Minimum, where applicable, and any material changes to the Program, for the period from March 1, 2021 through March 1, 2022 (the “Reporting Period”). No significant liquidity events impacting the Fund were noted in the report and it was represented that, as of December 31, 2021, the Fund was primarily highly liquid and, during the Reporting Period, the Fund held less than 15% in illiquid securities. In addition, the Program Administrator provided its assessment that Program implementation was effective and that the Program operated adequately and effectively to enable the Program Administrator to oversee and manage liquidity risk and ensure the Fund is able to meet requests to redeem shares without significant dilution to the remaining investors’ interest in the Fund.

There can be no assurance that the Program will achieve its objectives in the future. Please refer to the Fund’s prospectus for more information regarding the Fund’s exposure to liquidity risk and other principal risks to which an investment in the Fund may be subject.

## AI Powered Equity ETF

### SUPPLEMENTARY INFORMATION

March 31, 2022 (Unaudited)

---

#### NOTE 1 – FREQUENCY DISTRIBUTION OF PREMIUMS AND DISCOUNTS

Information regarding how often shares of the Fund traded on the Exchange at a price above (i.e., at a premium) or below (i.e., at a discount) the NAV is available on the Fund's website at [www.etfmfgfunds.com](http://www.etfmfgfunds.com).

#### NOTE 2 – FEDERAL TAX INFORMATION

##### *Qualified Dividend Income/Dividends Received Deduction*

For the fiscal year ended September 30, 2021, certain dividends paid by the Fund may be subject to a maximum tax rate of 15%, as provided for by the Jobs and Growth Tax Reconciliation Act of 2003. The percentage of dividends declared from ordinary income designated as qualified dividend income was as follows:

<b>Fund Name</b>	<b>Qualified Dividend Income</b>
AI Powered Equity ETF	<b>100.00%</b>

For corporate shareholders, the percent of ordinary income distributions qualifying for the corporate dividends received deduction for the fiscal year ended September 30, 2021 was as follows:

<b>Fund Name</b>	<b>Dividends Received Deduction</b>
AI Powered Equity ETF	<b>100.00%</b>

##### *Short Term Capital Gain*

The percentage of taxable ordinary income distributions that are designated as short-term capital gain distributions under Internal Revenue Section 871 (k)(2)(C) for the Fund were as follows:

<b>Fund Name</b>	<b>Short-Term Capital Gain</b>
AI Powered Equity ETF	<b>0.00%</b>

#### NOTE 3 – INFORMATION ABOUT PORTFOLIO HOLDINGS

The Fund files a complete schedule of portfolio holdings with the SEC for its first and third fiscal quarters on Part F of Form N-PORT. Once filed, the Fund's Part F of Form N-PORT is available, without charge, upon request on the SEC's website ([www.sec.gov](http://www.sec.gov)), the Fund's website ([www.etfmfgfund.com](http://www.etfmfgfund.com)) and is available by calling (877) 756-7873. The Fund's portfolio holdings are posted on its website at [www.etfmfgfunds.com](http://www.etfmfgfunds.com) daily.

#### NOTE 4 – INFORMATION ABOUT PROXY VOTING

A description of the policies and procedures the Fund uses to determine how to vote proxies relating to portfolio securities is provided in the Statement of Additional Information ("SAI"). The SAI is available without charge upon request by calling toll-free at 1-844-ETF-MGRS (1-844-383-6477), by accessing the SEC's website at [www.sec.gov](http://www.sec.gov), or by accessing the Fund's website at [www.etfmfgfunds.com](http://www.etfmfgfunds.com).

Information regarding how the Fund voted proxies relating to portfolio securities during the period ending June 30 is available by calling toll-free at 1-844-ETF-MGRS (1-844-383-6477) or by accessing the SEC's website at [www.sec.gov](http://www.sec.gov).

Carefully consider the Fund's investment objectives, risk factors, charges, and expenses before investing. This and additional information can be found in the Fund's prospectus, which may be obtained by calling 1-844-ETF-MGRS (1-844-383-6477) or by visiting [www.etfmfgfunds.com](http://www.etfmfgfunds.com). Read the prospectus carefully before investing.

## AI Powered Equity ETF

### Board of Trustees

Set forth below are the names, birth years, positions with the Trust, length of term of office, and the principal occupations and other directorships held during at least the last five years of each of the persons currently serving as a Trustee of the Trust, as well as information about each officer. The business address of each Trustee and officer is 30 Maple Street, 2nd Floor, Summit, New Jersey 07901. The SAI includes additional information about Fund directors and is available, without charge, upon request by calling 1-844-ETF-MGRS (1-844-383-6477).

Name and Year of Birth	Position(s) Held with the Trust, Term of Office and Length of Time Served	Principal Occupation(s) During Past 5 Years	Number of Portfolios in Fund Complex Overseen By Trustee	Other Directorships Held by Trustee During Past 5 Years
<b>Interested Trustee and Officers</b>				
Samuel Masucci, III (1962)	Trustee, Chairman of the Board and President (since 2012); Secretary (since 2014)	Chief Executive Officer, Exchange Traded Managers Group LLC (since 2013); Chief Executive Officer, ETF Managers Group LLC (since 2016); Chief Executive Officer, ETF Managers Capital LLC (commodity pool operator) (since 2014); Chief Executive Officer (2012-2016) and Chief Compliance Officer (2012-2014), Factor Advisors, LLC (investment adviser); President and Chief Executive Officer, Factor Capital Management LLC (2012-2014) (commodity pool operator).	20	None
John A. Flanagan, (1946)	Treasurer (since 2015)	President, John A. Flanagan CPA, LLC (accounting services) (since 2010); Treasurer, ETF Managers Trust (since 2015); Chief Financial Officer, ETF Managers Capital, LLC (commodity pool operator) (since 2015).	n/a	n/a
Reshma A. Tanczos (1978)	Chief Compliance Officer (since 2016)	Chief Compliance Officer of ETFMG Financial LLC (Since 2017); Chief Compliance Officer, ETF Managers Group LLC (since 2016); Chief Compliance Officer, ETF Managers Capital LLC (since 2016); Partner, Crow & Cushing (law firm) (2007-2016).	n/a	n/a
Matthew J. Bromberg (1973)	Assistant Secretary (since 2020)	General Counsel and Secretary of Exchange Traded Managers Group LLC (since 2020); ETF Managers Group LLC (since 2020); ETFMG Financial LLC (since 2020); ETF Managers Capital LLC (since 2020); Partner of Dorsey & Whitney LLP (law firm) (2019-2020); General Counsel of WBI Investments, Inc. (2016-2019); Millington Securities, Inc. (2016-2019); and Partner of Reed Smith (law firm) (2015-2016).	n/a	n/a
* Mr. Masucci is an interested Trustee by virtue of his role as the Chief Executive Officer of the Adviser.				

## AI Powered Equity ETF

### Board of Trustees (Continued)

Name and Year of Birth	Position(s) Held with the Trust, Term of Office and Length of Time Served	Principal Occupation(s) During Past 5 Years	Number of Portfolios in Fund Complex Overseen By Trustee	Other Directorships Held by Trustee During Past 5 Years
Terry Loebis (1963)	Trustee (since 2014); Lead Independent Trustee (since 2020)	Founder and Managing Member, Pulsenomies LLC (index product development and consulting firm) (since 2011); Managing Director, MacroMarkets, LLC (exchange-traded products firm) (2006-2011).	20	None
Eric Wiegel (1960)	Trustee (since 2020)	Senior Portfolio Manager, Little House Capital (2019-present); Managing Partner, Global Focus Capital LLC (2013-present); Chief Investment Officer, Insight Financial Strategist LLC (2017-2018).	20	None

***Advisor***

ETF Managers Group, LLC  
30 Maple Street, Suite 2, Summit, NJ 07901

***Distributor***

ETFMG Financial LLC  
30 Maple Street, Suite 2, Summit, NJ 07901

***Custodian***

U.S. Bank National Association  
Custody Operations  
1555 North River Center Drive, Suite 302, Milwaukee, Wisconsin 53212

***Transfer Agent***

U.S. Bancorp Fund Services, LLC doing business as U.S. Bank Global Fund Services  
615 East Michigan Street, Milwaukee, Wisconsin 53202

***Securities Lending Agent***

U.S. Bank, National Association  
Securities Lending  
800 Nicolet Mall  
Minneapolis, MN 55402-7020

***Independent Registered Public Accounting Firm***

WithumSmith + Brown, PC  
1411 Broadway, 9th Floor, New York, NY 10018

***Legal Counsel***

Sullivan & Worcester LLP  
1666 K Street NW, Washington, DC 20006