

# **CBSX Trader News Update**

**CBSX to Add New Stocks for Trading** 

TO: Members

SUBJECT: Schwab Strategic Trust

Compliance and supervisory personnel should note that, among other things, this Information Bulletin discusses the need to deliver a prospectus to customers purchasing shares ("Shares") of the two (2) exchange-traded funds ("Funds") listed below issued by Charles Schwab. Please forward this Information Bulletin to other interested persons within your organization.

The following securities have been approved for trading on CBSX:

| Exchange-Traded Funds            | <u>Symbol</u> |
|----------------------------------|---------------|
| Schwab U.S. Large-Cap Growth ETF | SCHG          |
| Schwab U.S. Large-Cap Value ETF  | SCHV          |

#### **Background Information on the Fund**

The Schwab Strategic Trust (the "Trust") is a management investment company registered under the Investment Company Act of 1940, as amended (the "1940 Act"). The Trust consists of several exchange-traded funds (each, a "Fund" and collectively, the "Funds"). This circular refers only to the Funds listed above. The shares of each of the Funds listed above are referred to herein as "Shares." Charles Schwab Investment Management, Inc. ("CSIM" or the "Adviser") is the investment adviser for the Funds.

SCHG seeks investment results that correspond, before fees and expenses, generally to the price and yield performance of the Dow Jones U.S. Large-Cap Growth Total Stock Market Index (the "Growth Index"), which includes the large-cap growth portion of the Dow Jones U.S. Total Stock Market Index (the "U.S.

Index") actually available to investors in the marketplace. The Growth Index uses the components ranked 1-750 by full market capitalization and that are classified as "growth" based on a number of factors. The Growth Index is a float-adjusted market capitalization weighted index. As of June 30, 2009, the Growth Index was composed of 433 stocks.

SCHV seeks investment results that correspond (before fees and expenses) generally to the price and yield performance of the Dow Jones U.S. Large-Cap Value Total Stock Market Index (the "Value Index"), which includes the large-cap portion of the U.S. Index actually available to investors in the marketplace. The Value Index includes the components ranked 1-750 by full market capitalization and that are classified as "value" based on a number of factors. The Value Index is a float-adjusted market capitalization weighted index. As of June 30, 2009, the Value Index was composed of 743 stocks.

To pursue their goal, each Fund generally invests in stocks that are included in its underlying index. It is the Funds' policy that under normal circumstances they will invest at least 90% of its net assets in these stocks. The Funds will notify their shareholders at least 60 days before changing this policy. The Funds will generally give the same weight to a given stock as the underlying index does. However, when the Adviser believes it is appropriate to do so, such as to avoid purchasing odd-lots (i.e., purchasing less than the usual number of shares traded for a security), for tax considerations, or to address liquidity considerations with respect to a stock, the Adviser may cause a Fund's weighting of a stock to be more or less than the index's weighting of the stock. The Funds may sell securities that are represented in an index in anticipation of their removal from the index.

Under normal circumstances, the Funds may invest up to 10% of their net assets in securities not included in an index. The principal types of these investments include those which the Adviser believes will help the fund track the index, such as investments in (a) securities that are not represented in the index but the Adviser anticipates will be added to the index or as necessary to reflect various corporate actions (such as mergers and spin-offs), (b) other investment companies, and (c) futures contracts, options on futures contracts, options and swaps. The Funds may also invest in cash and cash equivalents, and may lend its securities to minimize the difference in performance that naturally exists between a Fund and its corresponding index.

The Adviser seeks to achieve, over time, a correlation between a Fund's performance and that of its index, before fees and expenses, of 95% or better. However, there can be no guarantee that a Fund will achieve a high degree of correlation with its index. A number of factors may affect a Fund's ability to

achieve a high correlation with its index, including the degree to which the fund utilizes a sampling technique.

The correlation between the performance of a Fund and its index may also diverge due to transaction costs, asset valuations, corporate actions (such as mergers and spin-offs), timing variances, and differences between the fund's portfolio and the index resulting from legal restrictions (such as diversification requirements) that apply to a Fund but not to the index.

For more information regarding each Fund's investment strategy, please read the prospectus for the Funds.

As described more fully in the Trust's prospectus and Statement of Additional Information ("SAI"), the Funds issue and redeem Shares at net asset value ("NAV") only in large blocks of 50,000 Shares (each block of Shares called a "Creation Unit") or multiples thereof. As a practical matter, only broker-dealers or large institutional investors with creation and redemption agreements (called Authorized Participants) can purchase or redeem these Creation Units. Except when aggregated in Creation Units, the Shares may not be redeemed with the Funds.

For the Funds, dividends from net investment income, if any, are generally declared and paid quarterly by each fund. Distributions of net realized capital gains, if any, generally are declared and paid once a year, although the funds may do so, more frequently as determined by the Board of Trustees.

Shares are held in book-entry form, which means that no Share certificates are issued. The Depository Trust Company or its nominee is the record owner of all outstanding Shares of the Funds and is recognized as the owner of all Shares for all purposes.

The NAV per Share for each Fund is computed by dividing the value of the net assets of the Fund (i.e., the value of its total assets less total liabilities) by the total number of Shares outstanding. Expenses and fees are accrued daily and taken into account for purposes of determining NAV. The NAV of each Fund is determined each business day after the close of trading (ordinarily 4:00 p.m., Eastern Time or "ET") of the New York Stock Exchange. Any assets or liabilities denominated in currencies other than the U.S. dollar are converted into U.S. dollars at the current market rates on the date of valuation as quoted by one or more sources.

The registration statement for the Funds describes the various fees and expenses for the Funds' Shares. For a more complete description of the Funds and the underlying indexes, visit the Funds' website at <a href="https://www.schwab.com">www.schwab.com</a>.

#### **Dissemination of Fund Data**

The Consolidated Tape Association will disseminate real time trade and quote information for the Funds to Tape B.

Fund Name Listing Market Trading Symbol IOPV NAV
Schwab U.S. Large-Cap Growth ETF NYSE Arca SCHG SCHG.IV SCHG.NV
Schwab U.S. Large-Cap Value ETF NYSE Arca SCHV SCHV.IV SCHV.NV

#### **Purchases and Redemptions in Creation Unit Size**

Exchange members are hereby informed that procedures for purchases and redemptions of Shares in Creation Unit Size are described in the Trust's prospectus and SAI, and that Shares are not individually redeemable but are redeemable only in Creation Unit Size aggregations or multiples thereof.

#### **Exchange Rules Applicable to Trading the Shares**

The Shares are considered equity securities, thus rendering trading in the Shares subject to the Exchange's existing rules governing the trading of equity securities.

### **Principal Risks**

Interested persons are referred to the discussion in the prospectus for the Funds of the principal risks of an investment in the Funds. These include tracking error risk (factors causing a Fund's performance to not match the performance of its underlying index), market trading risk (for example, trading halts, trading above or below net asset value), investment style risk, sector risk, investment approach risk, non-diversification risk, issuer-specific risk, management risk, growth company risk, value company risk, equity risk, small company risk and large company risk.

#### **Trading Hours**

The values of any security underlying the Shares are disseminated to data vendors every 15 seconds. The Shares will trade on the CBSX from 8:00 a.m. CT until 3:00 p.m. CT. The trading increment for the Fund's Shares will be \$0.01.

#### **Extended Hours Trading**

Members are reminded that trading in the Fund's Shares prior to 8:30 a.m. may result in additional trading risks which include: (1) that the current underlying index value may not be updated, (2) the intraday indicative value may not be

updated, (3) lower liquidity may impact pricing, (4) higher volatility may impact pricing, (5) wider spreads may occur, and (6), since the intraday indicative value is not calculated or widely disseminated, an investor who is unable calculate an implied value for an ETF in those sessions may be at a disadvantage to market professionals.

#### **Trading Halts**

The Exchange will halt trading in the Shares based on Rule 52.3 and/or because dissemination of the intraday indicative value of the Shares and/or the underlying value of the index has ceased.

#### Suitability

Members are reminded of their obligation under Rule 53.6 whereby the Member shall use due diligence to learn the essential facts relative to every customer prior to trading the Shares or recommending a transaction in the Shares that an investment I the Shares is suitable for the customer. Members should adopt appropriate procedures for the opening and maintaining of accounts, including the maintaining of records prescribed by any applicable regulatory organization and by the rules and regulations of the Commission.

## **Delivery of a Prospectus**

Consistent with the requirements of the Securities Act and the rules thereunder, investors purchasing Shares in the initial public offering and anyone purchasing Shares directly from a Fund (by delivery of the designated securities) must receive a Prospectus. In addition, Members are required to deliver a Prospectus to all purchasers of newly-issued Shares (i.e. during the initial public offering). Members purchasing shares from a Fund for resale to investors will deliver a Prospectus to such investors.

Prospectuses may be obtained through the Fund's website. The Prospectus does not contain all of the information set forth in the Registration Statement (including the exhibits to the Registration Statement), parts of which have been omitted in accordance with the rules and regulations of the Commission. For further information about a Fund, please refer to the Registration Statement.

In the event that a Fund relies upon an order by the Commission exempting the Shares from certain Prospectus delivery requirements under Section 24(d) of the 1940 Act and makes available a written product description, the Exchange requires that Members provide to all purchasers of Shares a written description of the terms and characteristics of such securities, in a form prepared by the Trust, no later than the time a confirmation of the first transaction in the Shares,

is delivered to such purchaser. In addition, ETP Holders shall include such a written description with any sales material relating to the Shares that is provided to customers or the public. Any other written materials provided by a Member to customers or the public making specific reference to the Shares as an investment vehicle must include a statement in substantially the following form: "A circular describing the terms and characteristics of Shares of the Fund has been prepared by the Trust and is available from your broker. It is recommended that you obtain and review such circular before purchasing Shares of the Fund. In addition, upon request you may obtain from your broker a prospectus for Shares of the Fund."

An Member carrying an omnibus account for a non-Member is required to inform such non-Member that execution of an order to purchase Shares for such omnibus account will be deemed to constitute agreement by the non-Member to make such written description available to its customers on the same terms as are directly applicable to Members under this rule.

Upon request of a customer, Members shall also provide a copy of the Prospectus.

This Information Bulletin is not a statutory Prospectus. Members should consult the Trust's Registration Statement, SAI, Prospectus and the Fund's website for relevant information.

Inquiries regarding this Information Bulletin should be directed to David Reed, 866.458.2279.