



Victory Hashdex Nasdaq Crypto Index Fund

Broad-based digital asset exposure for the new age of investing

Opportunities in Crypto Assets

Crypto assets offer a unique opportunity for sophisticated investors looking for growth, diversification, potential stores of value and possible hedges against inflation. With more than 16,000¹ crypto assets in existence today and with the potential to power decentralized transactions using blockchain technologies, crypto assets present a new and evolving approach to capturing these highly sought-after benefits.

The evolution of the asset class is not yet complete; however, given its increasing liquidity and expectations of clearer regulatory frameworks and growth, crypto assets warrant investment consideration. Notably, crypto assets have historically experienced exponential growth with the top three currencies accounting for over \$1.2 trillion worth of assets today.¹

A Definitive Benchmark for Crypto Assets

Together with renowned index provider Nasdaq, Inc. and crypto-focused asset manager Hashdex Asset Management Ltd., Victory Capital has created a way for investors to gain broad-based market exposure to an emerging asset class for a relatively low cost and without lockups.

Many Benefits in One Crypto Asset Fund

- > **Governed:** Reputable index provider with trusted index governance through Nasdaq²
- > **Investible:** Rigorous custody/exchange criteria with market cap and liquidity requirements
- > **Representative:** Broad, vetted crypto asset exposure, with no limit on number of constituents
- > **Industry-leading pricing:** 1.75% management fee
- > **Adaptable:** Quarterly reconstitution
- > **Liquidity:** Daily subscriptions and redemptions

The Victory Hashdex Nasdaq Crypto Index Fund is a private fund; it is not an investment company registered under the Investment Company Act of 1940, and therefore is not subject to the same regulatory requirements as mutual funds or ETFs registered under the Investment Company Act of 1940. Investments in shares of the Fund are speculative and involve a high degree of risk. Before making an investment decision, you should carefully consider the risk factors and other information included in the Private Placement Memorandum. Investors in the fund must be verified as Accredited Investors.

¹ Coinmarketcap.com as of January 14, 2022.

² Index governance provided by Nasdaq Crypto Index Committee.

Victory Capital's forward-thinking crypto asset approach embraces the power of diversification. By offering exposure to an investible basket of coins in a dynamic, adaptable way, investors can gain broad-based access to the digital asset class across a core set of exchanges and custodians.

INDEX CONSTITUENTS

As of 12/01/21

Crypto asset	Weight (%)
Bitcoin (BTC)	60.99
Ethereum (ETH)	35.48
Litecoin (LTC)	0.98
Chainlink (LINK)	0.71
Bitcoin Cash (BCH)	0.53
Uniswap (UNI)	0.48
Filecoin (FIL)	0.46
Stellar Lumens (XLM)	0.37

Core exchanges	Core custodians
BitStamp	BitGo
Coinbase	Coinbase
Gemini	Fidelity
itBit	Gemini
Kraken	

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Terms and key facts	
Fund Name	Victory Hashdex Nasdaq Crypto Index Fund, LLC
Asset Class	Digital Assets
Index	Nasdaq Crypto Index (NCI)
Rebalancing	Quarterly
Min. Qualification	Accredited Investors
Management Fee	1.75%
Performance Fee	0%
Subscriptions	Daily
Redemptions	Daily
Redemption Fee	None
Minimum Investment	\$25,000 initial investment \$10,000 each subsequent investment

Service providers	
Index Provider	Nasdaq, Inc.
Auditor & Tax Advisor	Cohen & Co.
Counsel	K&L Gates LLP
Administrator	Theorem Fund Services, LLC
Cash Manager	Citibank, N.A.

CONTACT US

Financial Professional
800.991.8191

Individual Investor
800.235.8396

DigitalAssets@vcm.com

Learn more about the NCI by
visiting [www.nasdaq.com/
Crypto-Index](http://www.nasdaq.com/Crypto-Index)

About Victory Capital

Victory Capital is a diversified global asset management firm committed to building an innovative, next generation business model that aims to put investment excellence first and deliver real solutions in all market environments.

Our model provides a diversified suite of products across asset classes, investment return streams, product types and business channels. Importantly, when it comes to developing new products, like a crypto asset index fund, we bring together investor needs and our industry expertise.

Investments in the Fund are speculative investments that involve a high degree of risk, including a partial or total loss of invested funds. There can be no assurance that the Fund will achieve its investment objective or return any capital. The interests in the Fund are not suitable for any investor that cannot afford loss of the entire investment and is not intended as a complete investment program. The interests in the Fund are not registered under the Securities Act of 1933 (the "Securities Act"), the Securities Exchange Act of 1934, the Investment Company Act of 1940, or any state or foreign securities laws, and are being offered in private placements pursuant to the exemption from registration provided by Rule 506 of Regulation D and/or Regulation S of the Securities Act and other similar exemptions in the laws of the states and jurisdictions where the offering will be made. As a result, interests in the Fund are restricted and subject to significant limitations on resales and transfers. Potential investors should have limited need for liquidity in their investment and should carefully consider the long-term nature of an investment in the Fund prior to making an investment decision. Interests in the Fund are not insured by the FDIC or any other governmental agency.

Core Exchanges serve to filter eligible assets based on trading availability on vetted sources. **Core Custodians** help to ensure that investment-grade asset custody is supported for Index constituents. The use of these together to determine eligible crypto assets helps ensure that any product tracking the Nasdaq Crypto Index (NCI) is supported by investment-grade infrastructure.

This document does not constitute an offer of securities. An offering will be made, if it is made at all, by means of a private placement memorandum provided to appropriately qualified recipients on a confidential basis. That private placement memorandum may contain additional or different terms than those described above. Any offering or solicitation will be made only to certain qualified investors who are "accredited investors" as defined under Regulation D of the Securities Act, and any investments by U.S. persons will only be permitted to potential investors who demonstrate that status. Investors in the Fund must have the financial ability, sophistication, experience and willingness to bear the risks of such investment.

Interests in the Fund are intended to reflect the price of the digital asset(s) held directly or indirectly by the Fund (based on digital asset(s) per share), less fees, expenses and other liabilities. The Fund's fees and expenses, which may be substantial, will be paid using the Fund's assets, which will reduce the Fund's assets and the corresponding value of the respective investment. As a passively managed fund, the Fund will not be managed to avoid losses from the decline in value of its portfolio.

The trading prices of digital assets have experienced extreme volatility in their history (including in recent periods) and may continue to do so. Trading prices for the digital assets held directly or indirectly by the Fund could experience steep declines in value and interests in the Fund could lose all or substantially all of their value. Due to the limited history of cryptocurrencies and the rapidly evolving nature of the cryptocurrency market, it is not possible to know all the risks involved in making an investment in cryptocurrencies, and new risks may emerge at any time. Cryptocurrencies have gained commercial acceptance only within the past decade and, as a result, there is little data on their long-term investment potential. Additionally, due to the rapidly evolving nature of the cryptocurrency market, including the development of new cryptocurrencies and advancements in the underlying technology, it is not possible to predict which cryptocurrencies will be included in the Index or Fund in the future. New cryptocurrencies or changes to existing cryptocurrencies may expose Fund investors to additional risks which are impossible to predict. This uncertainty makes an investment in the Fund very risky. The information above is not a complete list of the risks and other important factors to be considered in an investment in the Fund and is subject to the more complete disclosures in the private placement memorandum.

Victory Capital Services, Inc., an affiliate of Victory Capital Management Inc., the Fund's investment advisor, acts as placement agent to the Fund.

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