

**Overlay Shares Core Bond ETF**  
**Overlay Shares Foreign Equity ETF**  
**Overlay Shares Large Cap Equity ETF**  
**Overlay Shares Municipal Bond ETF**  
**Overlay Shares Small Cap Equity ETF**  
**Overlay Shares Short Term Bond ETF**

**Notification of Source of Distributions**  
**Pursuant to Rule 19a-1 under the Investment Company Act of 1940**

The estimated per share composition of the distribution for the Overlay Shares Core Bond ETF, payable December 26, 2024 is as follows:

	<b>Current Distribution</b>	<b>% of Current Distribution</b>
Estimated Net Investment Income	\$0.0000000	0%
Estimated Return of Capital	\$0.30142144	100%
Total (per common share)	\$0.30142144	100%

The estimated per share composition of the distribution for the Overlay Shares Foreign Equity ETF, payable December 26, 2024 is as follows:

	<b>Current Distribution</b>	<b>% of Current Distribution</b>
Estimated Net Investment Income	\$0.19457216	36%
Estimated Return of Capital	\$0.33946182	64%
Total (per common share)	\$0.53403398	100%

The estimated per share composition of the distribution for the Overlay Shares Large Cap Equity ETF, payable December 26, 2024 is as follows:

	<b>Current Distribution</b>	<b>% of Current Distribution</b>
Estimated Net Investment Income	\$0.00000000	0%
Estimated Return of Capital	\$0.38926098	100%
Total (per common share)	\$0.38926098	100%

The estimated per share composition of the distribution for the Overlay Shares Municipal Bond ETF, payable December 26, 2024 is as follows:

	<b>Current Distribution</b>	<b>% of Current Distribution</b>
Estimated Net Investment Income	\$0.00000000	0%
Estimated Return of Capital	\$0.27394402	100%
Total (per common share)	\$0.27394402	100%

The estimated per share composition of the distribution for the Overlay Shares Small Cap Equity ETF, payable December 26, 2024 is as follows:

	<b>Current Distribution</b>	<b>% of Current Distribution</b>
Estimated Net Investment Income	\$0.06943944	13%
Estimated Return of Capital	\$0.46555281	87%
Total (per common share)	\$0.53499225	100%

The estimated per share composition of the distribution for the Overlay Shares Short Term Bond ETF, payable December 26, 2024 is as follows:

	<b>Current Distribution</b>	<b>% of Current Distribution</b>
Estimated Net Investment Income	\$0.00000000	0%
Estimated Return of Capital	\$0.29524621	100%
Total (per common share)	\$0.29524621	100%

The estimated per share composition of the distribution for the Overlay Shares Hedged Large Cap Equity ETF payable December 26, 2024 is as follows:

	<b>Current Distribution</b>	<b>% of Current Distribution</b>
Estimated Net Investment Income	\$0.01069042	10%
Estimated Return of Capital	\$0.09911699	90%
Total (per common share)	\$0.10980741	100%

**A final determination of the tax character of distributions paid by the Funds will not be known until the completion of the Funds' fiscal year and there can be no assurance as to the portions of each Fund's distributions that will constitute return of capital and/or dividend income. The final determination of the tax character of distributions paid by the Funds in 2024 will be reported to shareholders in January 2025 on Form 1099-DIV.**

Please consult your tax advisor for proper treatment on your tax return.