

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 January 29, 2026, is as follows:

	Current Distribution	% of Current Distribution
Estimated Net Investment Income	\$0.00	0%
Estimated Return of Capital	\$0.10332	100%
Total (per common share)	\$0.10332	100%

The estimated per share composition of the distribution for the Overlay Shares Foreign Equity ETF, payable January 29, 2026, is as follows:

	Current Distribution	% of Current Distribution
Estimated Net Investment Income	\$0.00	0%
Estimated Return of Capital	\$0.27079	100%
Total (per common share)	\$0.27079	100%

The estimated per share composition of the distribution for the Overlay Shares Large Cap Equity ETF, payable January 29, 2026, is as follows:

	Current Distribution	% of Current Distribution
Estimated Net Investment Income	\$0.00	0%
Estimated Return of Capital	\$0.47062	100%
Total (per common share)	\$0.47062	100%

The estimated per share composition of the distribution for the Overlay Shares Municipal Bond ETF, payable January 29, 2026, is as follows:

	Current Distribution	% of Current Distribution
Estimated Net Investment Income	\$0.00	0%
Estimated Return of Capital	\$0.09347	100%
Total (per common share)	\$0.09347	100%

The estimated per share composition of the distribution for the Overlay Shares Small Cap Equity ETF, payable January 29, 2026, is as follows:

	Current Distribution	% of Current Distribution
Estimated Net Investment Income	\$0.00	0%
Estimated Return of Capital	\$0.33393	100%
Total (per common share)	\$0.33393	100%

The estimated per share composition of the distribution for the Overlay Shares Short Term Bond ETF, payable January 29, 2026, is as follows:

	Current Distribution	% of Current Distribution
Estimated Net Investment Income	\$0.00	0%
Estimated Return of Capital	\$0.11966	100%
Total (per common share)	\$0.11966	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 2026 will be reported to shareholders in January 2027 on Form 1099-DIV.

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