



ALTERNATIVE ACCESS

# **Alternative Access First Priority CLO Bond ETF (AAA)**

**ANNUAL FINANCIALS AND OTHER INFORMATION  
MARCH 31, 2025**

**Alternative Access First Priority CLO Bond ETF**  
*A series of Investment Managers Series Trust II*

**Table of Contents**

Please note the Financials and Other Information only contains Items 7-11 required in Form N-CSR. All other required items will be filed with the SEC.

Item 7. Financial Statements and Financial Highlights	
Schedule of Investments.....	1
Statement of Assets and Liabilities .....	5
Statement of Operations .....	6
Statements of Changes in Net Assets .....	7
Financial Highlights .....	8
Notes to Financial Statements .....	9
Report of Independent Registered Public Accounting Firm.....	18
Item 8. Changes in and Disagreements with Accountants .....	19
Item 9. Proxy Disclosures .....	19
Item 10. Remuneration Paid to Directors, Officers, and Others.....	19
Item 11. Statement Regarding Basis for Approval of Investment Advisory Contract.....	19

*This report and the financial statements contained herein are provided for the general information of the shareholders of the Alternative Access First Priority CLO Bond ETF (the “ETF”). This report is not authorized for distribution to prospective investors in the ETFs unless preceded or accompanied by an effective shareholder report and prospectus.*

# Alternative Access First Priority CLO Bond ETF

## SCHEDULE OF INVESTMENTS

As of March 31, 2025

Principal Amount		Value
<b>COLLATERALIZED MORTGAGE OBLIGATIONS — 97.3%</b>		
\$ 1,000,000	AGL Core CLO IV Ltd. Series 2020-4A, 5.673%, (3-Month Term SOFR+138 basis points), 10/20/2037 <sup>1,2,3</sup>	\$ 1,000,892
	Allegro CLO XIV Ltd. Series 2021-2A, 5.724%, (3-Month Term SOFR+142.16 basis points), 10/15/2034 <sup>1,2,3</sup>	
450,000	AMMC CLO XVIII Ltd. Series 2016-18A, 5.680%, (3-Month Term SOFR+136.16 basis points), 5/26/2031 <sup>1,2,3</sup>	449,103
39,222	AMMC CLO XXXO Ltd. Series 2025-31A, 5.627%, (3-Month Term SOFR+131 basis points), 2/20/2038 <sup>1,2,3</sup>	39,215
2,000,000	Bain Capital Credit CLO Ltd. Series 2023-3A, 6.097%, (3-Month Term SOFR+180 basis points), 7/24/2036 <sup>1,2,3</sup>	2,002,007
250,000	Battalion CLO X Ltd. Series 2016-10A, 5.728%, (3-Month Term SOFR+143.16 basis points), 1/25/2035 <sup>1,2,3</sup>	249,626
875,000	BlueMountain CLO XXIV Ltd. Series 2019-24A, 5.655%, (3-Month Term SOFR+136.16 basis points), 4/20/2034 <sup>1,2,3</sup>	875,044
470,000	BlueMountain CLO XXV Ltd. Series 2019-25A, 5.762%, (3-Month Term SOFR+135 basis points), 1/15/2038 <sup>1,2,3</sup>	468,092
1,400,000	Carval CLO VIII C Ltd. Series 2022-2A, 5.710%, (3-Month Term SOFR+142 basis points), 10/22/2037 <sup>1,2,3</sup>	1,400,468
1,000,000	CarVal CLO XI C Ltd. Series 2019-25A, 5.762%, (3-Month Term SOFR+135 basis points), 1/15/2038 <sup>1,2,3</sup>	1,000,703
1,000,000	CBAM Ltd. Series 2024-3A, 5.961%, (3-Month Term SOFR+139 basis points), 10/20/2037 <sup>1,2,3</sup>	1,001,837
250,000	Cedar Funding IV CLO Ltd. Series 2017-2A, 5.754%, (3-Month Term SOFR+145.16 basis points), 7/17/2034 <sup>1,2,3</sup>	249,390
2,000,000	Cedar Funding IX CLO Ltd. Series 2014-4A, 5.619%, (3-Month Term SOFR+134 basis points), 1/23/2038 <sup>1,2,3</sup>	2,000,551
1,000,000	CIFC Funding Ltd. Series 2018-9A, 5.713%, (3-Month Term SOFR+142 basis points), 7/20/2037 <sup>1,2,3</sup>	1,001,856
1,000,000	Dryden CLO Ltd. Series 2019-6A, 5.758%, (3-Month Term SOFR+145 basis points), 7/16/2037 <sup>1,2,3</sup>	1,001,704
665,000	Dryden CLO Ltd. Series 2021-87A, 5.684%, (3-Month Term SOFR+136.16 basis points), 5/20/2034 <sup>1,2,3</sup>	665,722

**Alternative Access First Priority CLO Bond ETF**  
**SCHEDULE OF INVESTMENTS - Continued**  
**As of March 31, 2025**

Principal Amount		Value
<b>COLLATERALIZED MORTGAGE OBLIGATIONS (Continued)</b>		
Eaton Vance CLO Ltd.		
\$ 500,000	Series 2013-1A, 5.814%, (3-Month Term SOFR+151.16 basis points), 1/15/2034 <sup>1,2,3</sup>	\$ 501,212
Fortress Credit BSL XXVI Ltd.		
2,000,000	Series 2024-4A, 5.715%, (3-Month Term SOFR+140 basis points), 1/15/2038 <sup>1,2,3</sup>	2,006,577
Generate CLO IX Ltd.		
1,000,000	Series 9A, 5.643%, (3-Month Term SOFR+135 basis points), 1/20/2038 <sup>1,2,3</sup>	1,001,633
Golub Capital Partners CLO Ltd.		
520,000	Series 2023-66A, 6.250%, (3-Month Term SOFR+195 basis points), 4/25/2036 <sup>1,2,3</sup>	520,013
Harvest U.S. CLO Ltd.		
1,000,000	Series 2024-2A, 6.209%, (3-Month Term SOFR+140 basis points), 10/15/2037 <sup>1,2,3</sup>	1,001,421
Invesco U.S. CLO Ltd.		
400,000	Series 2023-3A, 6.102%, (3-Month Term SOFR+180 basis points), 7/15/2036 <sup>1,2,3</sup>	399,611
LCM XL Ltd.		
1,500,000	Series 40A, 5.672%, (3-Month Term SOFR+137 basis points), 1/15/2038 <sup>1,2,3</sup>	1,500,688
LCM XLI Ltd.		
1,000,000	Series 41A, 5.762%, (3-Month Term SOFR+146 basis points), 4/15/2036 <sup>1,2,3</sup>	999,213
LCM XVIII LP		
84,599	Series 18A, 5.575%, (3-Month Term SOFR+128.16 basis points), 4/20/2031 <sup>1,2,3</sup>	84,589
LCM XXXII Ltd.		
900,000	Series 32A, 5.665%, (3-Month Term SOFR+137.16 basis points), 7/20/2034 <sup>1,2,3</sup>	898,830
Magnetite XXVIII Ltd.		
2,000,000	Series 2020-28A, 5.542%, (3-Month Term SOFR+124 basis points), 1/15/2038 <sup>1,2,3</sup>	1,998,305
Marble Point CLO XXII Ltd.		
2,000,000	Series 2021-2A, 5.762%, (3-Month Term SOFR+146.16 basis points), 7/25/2034 <sup>1,2,3</sup>	1,995,502
Marble Point CLO XXIII Ltd.		
1,000,000	Series 2021-4A, 5.762%, (3-Month Term SOFR+147.16 basis points), 1/22/2035 <sup>1,2,3</sup>	998,705
MP CLO VIII Ltd.		
750,000	Series 2015-2A, 5.761%, (3-Month Term SOFR+146.16 basis points), 4/28/2034 <sup>1,2,3</sup>	748,435
Neuberger Berman Loan Advisers CLO XXXIX Ltd.		
1,000,000	Series 2020-39A, 5.823%, (3-Month Term SOFR+153 basis points), 4/20/2038 <sup>1,2,3</sup>	1,002,298
Octagon Investment Partners XLVII Ltd.		
1,000,000	Series 2020-1A, 5.565%, (3-Month Term SOFR+128 basis points), 1/22/2038 <sup>1,2,3</sup>	999,200

**Alternative Access First Priority CLO Bond ETF**  
**SCHEDULE OF INVESTMENTS - Continued**  
**As of March 31, 2025**

Principal Amount		Value
<b>COLLATERALIZED MORTGAGE OBLIGATIONS (Continued)</b>		
	Octagon Investment Partners XXIX Ltd.	
\$ 1,000,000	Series 2016-1A, 5.713%, (3-Month Term SOFR+142 basis points), 7/18/2037 <sup>1,2,3</sup>	\$ 1,001,216
	Recette CLO Ltd.	
1,250,000	Series 2015-1A, 5.635%, (3-Month Term SOFR+134.16 basis points), 4/20/2034 <sup>1,2,3</sup>	1,250,257
	Regatta VI Funding Ltd.	
900,000	Series 2016-1A, 5.715%, (3-Month Term SOFR+142.16 basis points), 4/20/2034 <sup>1,2,3</sup>	901,058
	Rockford Tower CLO Ltd.	
300,000	Series 2021-1A, 5.725%, (3-Month Term SOFR+143.16 basis points), 7/20/2034 <sup>1,2,3</sup>	299,953
1,000,000	Series 2024-1A, 5.903%, (3-Month Term SOFR+161 basis points), 4/20/2037 <sup>1,2,3</sup>	1,000,639
	Shackleton CLO Ltd.	
137,606	Series 2013-4RA, 5.551%, (3-Month Term SOFR+126.16 basis points), 4/13/2031 <sup>1,2,3</sup>	137,578
	Silver Point CLO VII Ltd.	
1,500,000	Series 2024-7A, 5.645%, (3-Month Term SOFR+136 basis points), 1/15/2038 <sup>1,2,3</sup>	1,501,741
	Sound Point CLO XXIII	
1,000,000	Series 2019-2A, 5.734%, (3-Month Term SOFR+143.16 basis points), 7/15/2034 <sup>1,2,3</sup>	1,000,200
	Symphony CLO XXXII Ltd.	
307,000	Series 2022-32A, 5.610%, (3-Month Term SOFR+132 basis points), 4/23/2035 <sup>1,2,3</sup>	307,050
	Symphony CLO XXXV Ltd.	
800,000	Series 2022-35A, 5.997%, (3-Month Term SOFR+170 basis points), 10/24/2036 <sup>1,2,3</sup>	801,070
	Trinitas CLO XXX Ltd.	
1,500,000	Series 2024-30A, 6.044%, (3-Month Term SOFR+137 basis points), 10/23/2037 <sup>1,2,3</sup>	1,497,466
	Venture XLVI CLO Ltd.	
1,000,000	Series 2022-46A, 5.743%, (3-Month Term SOFR+145 basis points), 10/20/2037 <sup>1,2,3</sup>	1,002,051
	Vibrant CLO XI Ltd.	
226,479	Series 2019-11A, 5.675%, (3-Month Term SOFR+138.16 basis points), 7/20/2032 <sup>1,2,3</sup>	226,790
	Voya CLO Ltd.	
750,000	Series 2022-3A, 5.993%, (3-Month Term SOFR+170 basis points), 10/20/2036 <sup>1,2,3</sup>	751,406
	Wellfleet CLO Ltd.	
375,000	Series 2021-2A, 5.764%, (3-Month Term SOFR+146.16 basis points), 7/15/2034 <sup>1,2,3</sup>	375,450
500,000	Series 2021-3A, 5.754%, (3-Month Term SOFR+145.16 basis points), 1/15/2035 <sup>1,2,3</sup>	499,737

**Alternative Access First Priority CLO Bond ETF**  
**SCHEDULE OF INVESTMENTS - Continued**  
**As of March 31, 2025**

Principal Amount		Value
	<b>COLLATERALIZED MORTGAGE OBLIGATIONS (Continued)</b>	
\$ 2,000,000	Series 2022-1A, 5.722%, (3-Month Term SOFR+142 basis points), 7/15/2037 <sup>1,2,3</sup>	\$ 1,998,418
1,000,000	Series 2024-1A, 5.883%, (3-Month Term SOFR+159 basis points), 7/18/2037 <sup>1,2,3</sup>	1,002,290
	WISE CLO Ltd.	
500,000	Series 2023-2A, 6.102%, (3-Month Term SOFR+180 basis points), 1/15/2037 <sup>1,2,3</sup>	500,424
	<b>TOTAL COLLATERALIZED MORTGAGE OBLIGATIONS</b>	
	(Cost \$46,237,296)	<b>46,117,236</b>
	<b>TOTAL INVESTMENTS — 97.3%</b>	
	(Cost \$46,237,296)	<b>46,117,236</b>
	Other Assets in Excess of Liabilities — 2.7%	1,262,862
	<b>TOTAL NET ASSETS — 100.0%</b>	<b>\$ 47,380,098</b>

LP – Limited Partnership

<sup>1</sup>Callable.

<sup>2</sup>Floating rate security.

<sup>3</sup>Security exempt from registration under Rule 144A of the Securities Act of 1933. These securities are restricted and may be resold in transactions exempt from registration normally to qualified institutional buyers. The total value of these securities is \$46,117,236, which represents 97.33% of total net assets of the Fund.

See accompanying Notes to Financial Statements.

**Alternative Access First Priority CLO Bond ETF**  
**STATEMENT OF ASSETS AND LIABILITIES**  
**As of March 31, 2025**

<b>Assets:</b>	
Investments, at value (cost \$46,237,296)	\$ 46,117,236
Cash	648,609
Receivables:	
Interest	608,816
Other assets	14,862
Total assets	<u>47,389,523</u>
<b>Liabilities:</b>	
Payables:	
Advisory fees	<u>9,425</u>
Total liabilities	<u>9,425</u>
<b>Net Assets</b>	<u>\$ 47,380,098</u>
<b>Components of Net Assets:</b>	
Paid-in capital (par value of \$0.01 per share with an unlimited number of shares authorized)	\$ 47,640,953
Total distributable earnings (accumulated deficit)	<u>(260,855)</u>
<b>Net Assets</b>	<u>\$ 47,380,098</u>
Shares of beneficial interest issued and outstanding	<u>1,900,000</u>
Net asset value per share	<u>\$ 24.94</u>

*See accompanying Notes to Financial Statements.*

**Alternative Access First Priority CLO Bond ETF**  
**STATEMENT OF OPERATIONS**  
**For the Year Ended March 31, 2025**

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**Investment Income:**

Interest	\$ 1,653,823
Total investment income	<u>1,653,823</u>

**Expenses:**

Advisory fees	<u>66,655</u>
Total expenses	<u>66,655</u>
<b>Net investment income (loss)</b>	<u>1,587,168</u>

**Realized and Unrealized Gain (Loss) on:**

Net realized gain (loss) on:	
Investments	<u>9,362</u>
Net realized gain (loss)	<u>9,362</u>
Net change in unrealized appreciation/depreciation on:	
Investments	<u>(189,672)</u>
Net change in unrealized appreciation/depreciation	<u>(189,672)</u>
<b>Net realized and unrealized gain (loss)</b>	<u>(180,310)</u>

<b>Net Increase (Decrease) in Net Assets from Operations</b>	<b>\$ <u>1,406,858</u></b>
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*See accompanying Notes to Financial Statements.*



**Alternative Access First Priority CLO Bond ETF**  
**STATEMENTS OF CHANGES IN NET ASSETS**

	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
<b>Increase (Decrease) in Net Assets from:</b>		
<b>Operations:</b>		
Net investment income (loss)	\$ 1,587,168	\$ 636,949
Net realized gain (loss) on investments	9,362	(246)
Net change in unrealized appreciation/depreciation on investments	(189,672)	131,594
<b>Net increase (decrease) in net assets resulting from operations</b>	<u>1,406,858</u>	<u>768,297</u>
<b>Distributions to Shareholders:</b>		
Total distributions to shareholders	(1,585,544)	(637,783)
<b>Capital Transactions:</b>		
Net proceeds from shares sold	30,022,580	9,954,440
Transactions fees (Note 2c)	75,057	24,886
<b>Net increase (decrease) in net assets from capital transactions</b>	<u>30,097,637</u>	<u>9,979,326</u>
<b>Total increase (decrease) in net assets</b>	<u>29,918,951</u>	<u>10,109,840</u>
<b>Net Assets:</b>		
Beginning of period	17,461,147	7,351,307
End of period	<u>\$ 47,380,098</u>	<u>\$ 17,461,147</u>
<b>Capital Share Transactions:</b>		
Shares sold	1,200,000	400,000
<b>Net increase (decrease) in capital share transactions</b>	<u>1,200,000</u>	<u>400,000</u>

See accompanying Notes to Financial Statements.

**Alternative Access First Priority CLO Bond ETF<sup>^</sup>**  
**FINANCIAL HIGHLIGHTS**

*Per share operating performance.*

*For a capital share outstanding throughout each period.*

	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024	For the Period Ended March 31, 2023*	For the Year Ended July 31, 2022	For the Period Ended July 31, 2021**
<b>Net asset value, beginning of period</b>	\$ 24.94	\$ 24.50	\$ 24.39	\$ 25.08	\$ 25.00
<b>Income from Investment Operations:</b>					
Net investment income (loss) <sup>1</sup>	1.49	1.61	0.79	0.32	0.25
Net realized and unrealized gain (loss)	(0.08)	0.33	0.17	(0.74)	0.02 <sup>2</sup>
Total from investment operations	1.41	1.94	0.96	(0.42)	0.27
<b>Less Distributions:</b>					
From net investment income	(1.48)	(1.56)	(0.85)	(0.29)	(0.22)
From net realized gain	-	-	-	- <sup>3</sup>	-
Total distributions	(1.48)	(1.56)	(0.85)	(0.29)	(0.22)
<b>Capital Share Transactions:</b>					
Transaction fees (Note 2c) <sup>1</sup>	0.07	0.06	-	0.02	0.03
<b>Net asset value, end of period</b>	<u>\$ 24.94</u>	<u>\$ 24.94</u>	<u>\$ 24.50</u>	<u>\$ 24.39</u>	<u>\$ 25.08</u>
<b>Total return<sup>4,5</sup></b>	6.10%	8.42%	4.02% <sup>6</sup>	(1.60)%	1.21% <sup>6</sup>
<b>Total return at market price<sup>5,7</sup></b>	5.40%	8.93%	4.28% <sup>6</sup>	(1.73)%	0.98% <sup>6</sup>
<b>Ratios and Supplemental Data:</b>					
Net assets, end of period (in thousands)	\$ 47,380	\$ 17,461	\$ 7,351	\$ 7,317	\$ 10,033
Ratio of expenses to average net assets	0.25%	0.25%	0.25% <sup>8</sup>	0.25%	0.25% <sup>8</sup>
Ratio of net investment income (loss) to average net assets	5.95%	6.47%	4.84% <sup>8</sup>	1.29%	1.11% <sup>8</sup>
Portfolio turnover rate <sup>9</sup>	37%	28%	8% <sup>6</sup>	73%	34% <sup>6</sup>

<sup>^</sup> Financial information from September 8, 2020 through October 14, 2022 is for the Alternative Access First Priority CLO Bond ETF, which was reorganized into the AXS Alternative Access First Priority CLO Bond ETF as of the close of business on October 14, 2022. See Note 1 in the accompanying Notes to Financial Statements.

<sup>\*</sup> Fiscal year end changed to March 31, effective February 1, 2023.

<sup>\*\*</sup> The Fund commenced operations on September 8, 2020.

<sup>1</sup> Based on average shares outstanding during the period.

<sup>2</sup> Due to timing of capital share transactions, the per share amount of net realized and unrealized gain (loss) on investments varies from the amounts shown in the Statement of Operations.

<sup>3</sup> Amount represents less than \$0.01 per share.

<sup>4</sup> Total returns do not reflect the deduction of taxes that a shareholder would pay on the Fund distributions or redemption of Fund shares.

<sup>5</sup> Net asset value total return is calculated assuming an initial investment made at the net asset value at the beginning of the period, reinvestment of all dividends and distributions at net asset value during the period, if any, and redemption on the last day of the period at net asset value. This percentage is not an indication of the performance of a shareholder's investment in the Fund based on market value due to the differences between the market price of the shares and the net asset value per share of the Fund.

<sup>6</sup> Not annualized.

<sup>7</sup> Market value total return is calculated assuming an initial investment made at market value at the beginning of the period, reinvestment of all dividends and distributions at net asset value during the period, if any, and redemption on the last day of the period at market value. Market value is determined by the composite closing price. Composite closing security price is defined as the last reported sale price on the NYSE Arca, Inc. The composite closing price is the last reported sale, regardless of volume, and not an average price, and may have occurred on a date prior to the close of the reporting period. Market value may be greater or less than net asset value, depending on the Fund's closing price on the NYSE Arca, Inc.

<sup>8</sup> Annualized.

<sup>9</sup> Excludes the impact of in-kind transactions related to the processing of capital share transactions in Creation Units.

See accompanying Notes to Financial Statements.

**Alternative Access First Priority CLO Bond ETF**  
**NOTES TO FINANCIAL STATEMENTS**  
**March 31, 2025**

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**Note 1 – Organization**

Alternative Access First Priority CLO Bond ETF (the “Fund”) is organized as a series of Investment Managers Series Trust II, a Delaware statutory trust (the “Trust”) which is registered as an open-end management investment company under the Investment Company Act of 1940, as amended (the “1940 Act”). The Fund’s primary investment objective is to seek capital preservation and income. The Fund is classified as a diversified Fund. The Fund is an actively managed ETF. Effective February 1, 2023, the Fund changed fiscal year end from July 31<sup>st</sup> to March 31<sup>st</sup>.

The Fund commenced investment operations on October 17, 2022. Prior to that date, the Fund acquired the assets and assumed the liabilities of the AAF First Priority CLO Bond ETF (the “Fund’s Predecessor Fund”), a series of Listed Funds Trust in a tax-free reorganization as set out in the Agreement and Plan of Reorganization. The proposed Plan of Reorganization was approved by the Trust’s Board on April 21, 2022, by the Board of Listed Funds Trust on February 28, 2022, and by beneficial owners of the Fund’s Predecessor Fund on June 21, 2022. The tax-free reorganization was accomplished on October 14, 2022. As a result of the reorganization, the Fund assumed the performance and accounting history of the Fund’s Predecessor Fund. Financial information included for the dates prior to the reorganization is that of the Fund’s Predecessor Fund.

The reorganization was accomplished by the following tax-free exchange in which each shareholder of the Fund’s Predecessor Fund received the same aggregate share net asset value in the corresponding classes as noted below:

<u>Shares Issued</u>	<u>Net Assets</u>
300,000	\$ 7,243,274

The net unrealized depreciation of investments transferred was \$198,016 as of the date of the acquisition.

The Fund is an investment company and accordingly follows the investment company accounting and reporting guidance of the Financial Accounting Standards Board (FASB) Accounting Standard Codification Topic 946 “Financial Services—Investment Companies.”

The Fund is deemed to be an individual reporting segment and is not part of a consolidated reporting entity. The objective and strategy of the Fund is used by the Advisor to make investment decisions, and the results of the operations, as shown on the Statements of Operations and the Financial Highlights for the Fund is the information utilized for the day-to-day management of the Fund. The Fund is party to the expense agreements as disclosed in the Notes to the Financial Statements and there are no resources allocated to the Fund based on performance measurements. The Advisor is deemed to be the Chief Operating Decision Maker (“CODM”) with respect to the Fund's investment decisions.

**Note 2 – Accounting Policies**

The following is a summary of the significant accounting policies consistently followed by the Fund in the preparation of their financial statements. The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (“GAAP”) requires management to make estimates and assumptions that affect the reported amounts and disclosures in the financial statements. Actual results could differ from these estimates.

**(a) Valuation of Investments**

The Fund values equity securities at the last reported sale price on the principal exchange or in the principal over the counter (“OTC”) market in which such securities are traded, as of the close of regular trading on the NYSE on the day the securities are being valued or, if the last-quoted sales price is not readily available, the securities will

**Alternative Access First Priority CLO Bond ETF**  
**NOTES TO FINANCIAL STATEMENTS - Continued**  
**March 31, 2025**

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be valued at the last bid or the mean between the last available bid and ask price. Securities traded on the NASDAQ are valued at the NASDAQ Official Closing Price ("NOCP"). Investments in open-end investment companies are valued at the daily closing net asset value of the respective investment company. Debt securities are valued by utilizing a price supplied by independent pricing service providers. The independent pricing service providers may use various valuation methodologies including matrix pricing and other analytical pricing models as well as market transactions and dealer quotations. These models generally consider such factors as yields or prices of bonds of comparable quality, type of issue, coupon, maturity, ratings and general market conditions. If a price is not readily available for a portfolio security, the security will be valued at fair value (the amount which the Fund might reasonably expect to receive for the security upon its current sale). The Board of Trustees has designated the Advisor as the Fund's valuation designee (the "Valuation Designee") to make all fair value determinations with respect to the Fund's portfolio investments, subject to the Board's oversight. As the Valuation Designee, the Advisor has adopted and implemented policies and procedures to be followed when the Fund must utilize fair value pricing.

Foreign securities traded in countries outside the U.S. are fair valued by utilizing the quotations of an independent pricing service. The pricing service uses statistical analyses and quantitative models to adjust local prices using factors such as subsequent movement and changes in the prices of indexes, securities and exchange rates in other markets in determining fair value as of the time the Fund calculates the NAVs. The Board reviews the independent third party fair valuation analysis report quarterly.

**(b) Investment Transactions, Investment Income and Expenses**

Investment transactions are accounted for on the trade date. Realized gains and losses on investments are determined on the identified cost basis. Dividend income is recorded net of applicable withholding taxes on the ex-dividend date and interest income is recorded on an accrual basis. Withholding taxes on foreign dividends, if applicable, are paid (a portion of which may be reclaimable) or provided for in accordance with the applicable country's tax rules and rates and are disclosed in the Statement of Operations. Withholding tax reclaims are filed in certain countries to recover a portion of the amounts previously withheld. The Fund records a reclaim receivable based on a number of factors, including a jurisdiction's legal obligation to pay reclaims as well as payment history and market convention. Discounts on debt securities are accreted or amortized to interest income over the lives of the respective securities using the effective interest method. Premiums for callable debt securities are amortized to the earliest call date, if the call price was less than the purchase price. If the call price was not at par and the security was not called, the security is amortized to the next call price and date.

**(c) Capital Share Transactions**

Fund Shares are listed and traded on the Exchange on each day that the Exchange is open for business ("Business Day"). Individual Fund Shares may only be purchased and sold on the Exchange through a broker-dealer. Because the Fund's Shares trade at market prices rather than at their NAV, Shares may trade at a price equal to the NAV, greater than NAV (premium) or less than NAV (discount).

The Fund offers and redeems Shares on a continuous basis at NAV only in large blocks of Shares called "Creation Units". Except when aggregated in Creation Units, Shares are not redeemable securities of the Fund. Fund Shares may only be purchased from or redeemed to the Fund by certain financial institutions ("Authorized Participants"). 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 Depository Trust Company ("DTC") participant and, in each case, must have executed a Participant Agreement with the Distributor. Creation Units are available for purchase and redemption on each Business Day and are offered and redeemed on an in-kind basis, together with the specified cash amount, or for an all cash amount.

**Alternative Access First Priority CLO Bond ETF**  
**NOTES TO FINANCIAL STATEMENTS - Continued**  
**March 31, 2025**

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To the extent contemplated by a participant agreement, in the event an Authorized Participant has submitted a redemption request in proper form but is unable to transfer all or part of the shares comprising a Creation Unit to be redeemed by the Distributor, on behalf of the Fund, by the time as set forth in a participant agreement, the Distributor may nonetheless accept the redemption request in reliance on the undertaking by the Authorized Participant to deliver the missing shares as soon as possible, which undertaking shall be secured by the Authorized Participant's delivery and maintenance of collateral equal to a percentage of the market value as set forth in the Participant Agreement. A participant agreement may permit the Fund to use such collateral to purchase the missing shares, and could subject an Authorized Participant to liability for any shortfall between the cost of the Fund acquiring such shares and the value of the collateral.

Most retail investors will not qualify as Authorized Participants or have the resources to buy and sell whole Creation Units. Therefore, they will be unable to purchase or redeem the Shares directly from the Fund. Rather, most retail investors will purchase Shares in the secondary market with the assistance of a broker, which will be subject to customary brokerage commissions or fees.

A fixed purchase (i.e., creation) transaction fee is imposed for the transfer and other transaction costs associated with the purchase of Creation Units, and investors will be required to pay a creation transaction fee regardless of the number of Creation Units created in the transaction. The Fund may adjust the creation transaction fee from time to time based upon actual experience. In addition, a variable fee may be imposed for cash purchases, non-standard orders, or partial cash purchases of Creation Units. The variable fee is primarily designed to cover non-standard charges, e.g., brokerage, taxes, foreign exchange, execution, market impact, and other costs and expenses, related to the execution of trades resulting from such transaction. The Fund may adjust the non-standard charge from time to time based upon actual experience. Investors who use the services of an Authorized Participant, broker or other such intermediary may be charged a fee for such services which may include an amount for the creation transaction fee and non-standard charges. Investors are responsible for the costs of transferring the securities constituting the deposit securities to the account of the Trust. The Adviser may retain all or a portion of the transaction fee to the extent the Adviser bears the expenses that otherwise would be borne by the Trust in connection with the issuance of a Creation Unit, which the transaction fee is designed to cover. The standard Creation Unit transaction fee for the Fund is \$250, regardless of the number of Creation Units created in the transaction.

A fixed redemption transaction fee may be imposed for the transfer and other transaction costs associated with the redemption of Creation Units, and Authorized Participants will be required to pay a redemption transaction fee regardless of the number of Creation Units created in the transaction. The redemption transaction fee is the same no matter how many Creation Units are being redeemed pursuant to any one redemption request. The Fund may adjust the redemption transaction fee from time to time based upon actual experience. In addition, a variable fee, payable to the Fund, may be imposed for cash redemptions, non-standard orders, or partial cash redemptions for the Fund. The variable fee is primarily designed to cover non-standard charges, e.g., brokerage, taxes, foreign exchange, execution, market impact, and other costs and expenses, related to the execution of trades resulting from such transaction. Investors who use the services of an Authorized Participant, broker or other such intermediary may be charged a fee for such services which may include an amount for the redemption transaction fees and non-standard charges. Investors are responsible for the costs of transferring the securities constituting the Fund's securities to the account of the Trust. The non-standard charges are payable to the Fund as it incurs costs in connection with the redemption of Creation Units, the receipt of the Fund's securities and the cash redemption amount and other transactions costs. The standard redemption transaction fee for the Fund is \$250, regardless of the number of Creation Units redeemed in the transaction.

**Alternative Access First Priority CLO Bond ETF**  
**NOTES TO FINANCIAL STATEMENTS - Continued**  
**March 31, 2025**

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**(d) Foreign Currency Translation**

The Fund's records are maintained in U.S. dollars. The value of securities, currencies and other assets and liabilities denominated in currencies other than U.S. dollars are translated into U.S. dollars based upon foreign exchange rates prevailing at the end of the reporting period. The currencies are translated into U.S. dollars by using the exchange rates quoted as of 4:00 PM Eastern Standard Time. Purchases and sales of investment securities, income and expenses are translated on the respective dates of such transactions.

The Fund does not isolate that portion of its net realized and unrealized gains and losses on investments resulting from changes in foreign exchange rates from the impact arising from changes in market prices. Such fluctuations are included with net realized and unrealized gain or loss from investments and foreign currency.

Net realized foreign currency transaction gains and losses arise from sales of foreign currencies, currency gains or losses realized between the trade and settlement dates on securities transactions, and the differences between the amounts of dividends, interest, and foreign withholding taxes recorded on the Fund's books and the U.S. dollar equivalent of the amounts actually received or paid. Net unrealized foreign currency translation gains and losses arise from changes in the value of assets and liabilities, other than investments in securities, resulting from changes in the exchange rates.

**(e) Federal Income Taxes**

The Fund intends to comply with the requirements of Subchapter M of the Internal Revenue Code applicable to regulated investment companies and to distribute substantially all of its net investment income and any net realized gains to its shareholders. Therefore, no provision is made for federal income or excise taxes. Due to the timing of dividend distributions and the differences in accounting for income and realized gains and losses for financial statement and federal income tax purposes, the fiscal year in which amounts are distributed may differ from the year in which the income and realized gains and losses are recorded by the Fund.

*Accounting for Uncertainty in Income Taxes* (the "Income Tax Statement") requires an evaluation of tax positions taken (or expected to be taken) in the course of preparing a Fund's tax returns to determine whether these positions meet a "more-likely-than-not" standard that, based on the technical merits, have a more than fifty percent likelihood of being sustained by a taxing authority upon examination. A tax position that meets the "more-likely-than-not" recognition threshold is measured to determine the amount of benefit to recognize in the financial statements. The Fund recognizes interest and penalties, if any, related to unrecognized tax benefits as income tax expense in the Statement of Operations.

The Income Tax Statement requires management of the Fund to analyze tax positions taken in the prior three open tax years, if any, and tax positions expected to be taken in the Fund's current tax year, as defined by the IRS statute of limitations for all major jurisdictions, including federal tax authorities and certain state tax authorities. As of March 31, 2025, and during the prior open tax years, the Fund did not have a liability for any unrecognized tax benefits. The Fund has no examination in progress and is not aware of any tax positions for which it is reasonably possible that the total amounts of unrecognized tax benefits will significantly change in the next twelve months.

**(f) Distributions to Shareholders**

The Fund will make distributions of net investment income monthly and net capital gains, if any, at least annually. Distributions to shareholders are recorded on the ex-dividend date. The amount and timing of distributions are determined in accordance with federal income tax regulations, which may differ from GAAP.

**Alternative Access First Priority CLO Bond ETF**  
**NOTES TO FINANCIAL STATEMENTS - Continued**  
**March 31, 2025**

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The character of distributions made during the year from net investment income or net realized gains may differ from the characterization for federal income tax purposes due to differences in the recognition of income, expense and gain (loss) items for financial statement and tax purposes.

**(g) Illiquid Securities**

Pursuant to Rule 22e-4 under the 1940 Act, the Fund has adopted a Liquidity Risk Management Program (“LRMP”) that requires, among other things, that the Fund limits its illiquid investments that are assets to no more than 15% of net assets. An illiquid investment is any security which may not reasonably be expected to be sold or disposed of in current market conditions in seven calendar days or less without the sale or disposition significantly changing the market value of the investment. If the Advisor, at any time, determines that the value of illiquid securities held by the Fund exceeds 15% of its NAV, the Advisor will take such steps as it considers appropriate to reduce them as soon as reasonably practicable in accordance with the Fund’s written LRMP.

**Note 3 – Investment Advisory and Other Agreements**

The Trust, on behalf of the Fund, entered into an Investment Advisory Agreement (the “Agreement”) with Alternative Access Funds, LLC (the “Advisor”). Under the terms of the Agreement, the Fund pays a monthly investment advisory fee to the Advisor at an annual rate of 0.25% of the Fund’s average daily net assets. The Advisor has agreed to pay all expenses of the Fund except for the advisory fee, interest, dividends and other expenses on securities sold short, taxes, brokerage commissions and other expenses incurred in placing or settlement of 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 fees and expenses paid under any distribution plan adopted pursuant to Rule 12b-1 under the 1940 Act.

Brown Brothers Harriman & Co. (“BBH”) serves as the Fund’s fund accountant, transfer agent and custodian. UMB Fund Services (“UMBFS”) and Mutual Fund Administration, LLC (“MFAC”) serve as the Fund’s co-administrators.

ALPS Distributors, Inc. serves as the Fund’s Distributor (the “Distributor”). The Distributor does not receive compensation from the Fund for its distribution services; the Advisor pays the Distributor a fee for its distribution-related services.

Certain trustees and officers of the Trust are employees of UMBFS or MFAC. The Fund does not compensate trustees and officers affiliated with the Fund’s co-administrators.

Dziura Compliance Consulting, LLC provides Chief Compliance Officer (“CCO”) services to the Trust.

**Note 4 – Federal Income Taxes**

At March 31, 2025, gross unrealized appreciation and depreciation on investments owned by the Fund, based on cost for federal income tax purposes were as follows:

Cost of investments	<u>\$</u> <u>46,237,296</u>
Gross unrealized appreciation	\$ 30,103
Gross unrealized depreciation	<u>(150,163)</u>
Net unrealized appreciation (depreciation) on investments	<u>\$</u> <u>(120,060)</u>

**Alternative Access First Priority CLO Bond ETF**  
**NOTES TO FINANCIAL STATEMENTS - Continued**  
**March 31, 2025**

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As of March 31, 2025, the components of accumulated earnings (deficit) on a tax basis were as follows:

Undistributed ordinary income	\$	1,624
Undistributed long-term capital gains		-
Tax distributable earnings		<u>1,624</u>
Accumulated capital and other losses		(142,419)
Net unrealized appreciation (depreciation) on investments		(120,060)
Total distributable earnings (deficit)	\$	<u><u>(260,855)</u></u>

As of the tax year ended March 31, 2025, the Fund had non-expiring accumulated capital loss carryforwards as follows:

Short-Term	Long-Term	Total
\$ 140,405	\$ 2,014	\$ 142,419

To the extent that a fund may realize future net capital gains, those gains will be offset by any of its unused capital loss carryforward. Future capital loss carryover utilization in any given year may be subject to Internal Revenue Code limitations.

The Fund utilized \$9,362 of capital loss carryforward for the tax year ended March 31, 2025.

The tax character of distributions paid during the years ended March 31, 2025 and 2024 was as follows:

	March 31, 2025	March 31, 2024
Distributions paid from:		
Ordinary income	\$ 1,585,544	\$ 637,783
Net long-term capital gains	-	-
Total distributions paid	<u>\$ 1,585,544</u>	<u>\$ 637,783</u>

**Note 5 – Investment Transactions**

For the year ended March 31, 2025, the Fund's purchases and sales of investments, excluding short-term investments, were \$39,477,585 and \$9,506,050, respectively. There were no purchases or sales of US government securities.

**Note 6 – Distribution and Service Plan**

The Trust has adopted a Rule 12b-1 Distribution and Service Plan (the "Distribution and Service Plan") pursuant to which payments of up to a maximum of 0.25% of average daily net assets may be made to compensate or reimburse financial intermediaries for activities principally intended to result in the sale of the Fund's Shares. In accordance with the Distribution and Service Plan, the Distributor may enter into agreements with financial intermediaries and dealers relating to distribution and/or marketing services with respect to the Trust. The Board of Trustees has not authorized the Fund to make payments under the Distribution and Service Plan. Currently, no payment is being made by the Fund.



**Alternative Access First Priority CLO Bond ETF**  
**NOTES TO FINANCIAL STATEMENTS - Continued**  
**March 31, 2025**

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**Note 7 – Indemnifications**

In the normal course of business, the Fund enters into contracts that contain a variety of representations which provide general indemnifications. 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, the Fund expects the risk of loss to be remote.

**Note 8 – Fair Value Measurements and Disclosure**

*Fair Value Measurements and Disclosures* defines fair value, establishes a framework for measuring fair value in accordance with GAAP, and expands disclosure about fair value measurements. It also provides guidance on determining when there has been a significant decrease in the volume and level of activity for an asset or a liability, when a transaction is not orderly, and how that information must be incorporated into a fair value measurement.

Under *Fair Value Measurements and Disclosures*, various inputs are used in determining the value of the Fund's investments. These inputs are summarized into three broad Levels as described below:

- 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.

**Alternative Access First Priority CLO Bond ETF**  
**NOTES TO FINANCIAL STATEMENTS - Continued**  
**March 31, 2025**

The inputs or methodology used for valuing securities are not an indication of the risk associated with investing in those securities. The following is a summary of the inputs used, as of March 31, 2025, in valuing the Fund's assets carried at fair value:

	Level 1*	Level 2	Level 3*	Total
<b>Investments</b>				
Collateralized Mortgage Obligations	\$ -	\$ 46,117,236	\$ -	\$ 46,117,236
<b>Total Investments</b>	<b>\$ -</b>	<b>\$ 46,117,236</b>	<b>\$ -</b>	<b>\$ 46,117,236</b>

\*The Fund did not hold any Level 1 or 3 securities at period end.

**Note 9 – Market Disruption and Geopolitical Risks**

Certain local, regional or global events such as war, acts of terrorism, the spread of infectious illnesses and/or other public health issues, or other events may have a significant impact on a security or instrument. These types of events and other like them are collectively referred to as “Market Disruptions and Geopolitical Risks” and they may have adverse impacts on the worldwide economy, as well as the economies of individual countries, the financial health of individual companies and the market in general in significant and unforeseen ways. Some of the impacts noted in recent times include but are not limited to embargos, political actions, supply chain disruptions, tariffs, bank failures, restrictions to investment and/or monetary movement including the forced selling of securities or the inability to participate impacted markets. The duration of these events could adversely affect the Fund's performance, the performance of the securities in which the Fund invests and may lead to losses on your investment. The ultimate impact of “Market Disruptions and Geopolitical Risks” on the financial performance of the Fund's investments is not reasonably estimable at this time. Management is actively monitoring these events.

**Note 10 – New Accounting Pronouncements and Regulatory Updates**

Effective January 24, 2023, the SEC adopted rule and form amendments to require mutual funds and ETFs to transmit concise and visually engaging streamlined annual and semiannual reports to shareholders that highlight key information deemed important for retail investors to assess and monitor their fund investments. Other information, including financial statements, will no longer appear in the Fund's streamlined shareholder reports but must be available online, delivered free of charge upon request, and filed on a semiannual basis on Form N-CSR. The rule and form amendments have a compliance date of July 24, 2024. The Fund has adopted procedures in accordance with the SEC's rules and form amendments.

In November 2023, the FASB issued ASU 2023-07, “Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures (“ASU 2023-07”),” which enhances disclosure requirements about significant segment expenses that are regularly provided to the CODM. ASU 2023-07, among other things, (i) requires a single segment public entity to provide all of the disclosures as required by Topic 280, (ii) requires a public entity to disclose the title and position of the CODM and an explanation of how the CODM uses the reported measure(s) of segment profit or loss in assessing segment performance and deciding how to allocate resources and (iii) provides the ability for a public entity to elect more than one performance measure. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Management has evaluated the impact of applying ASU 2023-07, and the Fund has adopted the ASU during the reporting period. The adoption of the ASU does not have a material impact on the financial statements. Required disclosure is included in Note 1.

**Alternative Access First Priority CLO Bond ETF**  
**NOTES TO FINANCIAL STATEMENTS - Continued**  
**March 31, 2025**

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**Note 11 – Events Subsequent to the Fiscal Period End**

The Fund has adopted financial reporting rules regarding subsequent events which require an entity to recognize in the financial statements the effects of all subsequent events that provide additional evidence about conditions that existed at the date of the balance sheet. Management has evaluated the Fund's related events and transactions that occurred through the date of issuance of the Fund's financial statements. There were no events or transactions that occurred during this period that materially impacted the amounts or disclosures in the Fund's financial statements.

## REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

### To the Shareholders of Alternative Access First Priority CLO Bond ETF And the Board of Trustees of Investment Managers Series Trust II

#### Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities of Alternative Access First Priority CLO Bond ETF (the “Fund”), a series of Investment Managers Series Trust II (the “Trust”), including the schedule of investments, as of March 31, 2025, the related statements of operation, the statements of changes in net assets, and the financial highlights for each of the periods indicated in the table below, and the related notes (collectively referred to as the “financial statements”). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Fund as of March 31, 2025, the results of its operations, the changes in its net assets and its financial highlights for each of the periods indicated in the table below, in conformity with accounting principles generally accepted in the United States of America.

<b>Individual Funds constituting AXS ETFs</b>	<b>Statements of operations</b>	<b>Statements of changes in net assets</b>	<b>Financial highlights</b>
Alternative Access First Priority CLO Bond ETF	For the year ended March 31, 2025	For each of the two years in the period ended March 31, 2025	For each of the two years in the period ended March 31, 2025, and for the eight months period ended March 31, 2023

The financial highlights for the year ended July 31, 2022, and for the period from September 8, 2020 through July 31, 2021, were audited by other auditors, whose report dated September 29, 2022 expressed an unqualified opinion on such statements and financial highlights.

#### Basis for Opinion

These financial statements are the responsibility of the Fund’s management. Our responsibility is to express an opinion on the Fund’s financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (“PCAOB”) and are required to be independent with respect to the Funds in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB. We have served as the auditor of one or more of the funds in the Trust since 2013.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Fund is not required to have, nor were we engaged to perform, an audit of the Fund’s internal control over financial reporting. As part of our audits, we are required to obtain an understanding of internal control over financial reporting, but not for the purpose of expressing an opinion on the effectiveness of the Funds’ internal control over financial reporting. Accordingly, we express no such opinion.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of March 31, 2025 by correspondence with the custodian and brokers or by other appropriate auditing procedures where replies were not received. We believe that our audits provide a reasonable basis for our opinion.

  
TAIT, WELLER & BAKER LLP

Philadelphia, Pennsylvania  
May 30, 2025

## **Form N-CSR Item 8 - 11 (Unaudited)**

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**Item 8. Changes in and Disagreements with Accountants for Open-End Management Investment Companies.**

Not applicable.

**Item 9. Proxy Disclosures for Open-End Management Investment Companies.**

Not applicable.

**Item 10. Remuneration Paid to Directors, Officers, and Others of Open-End Management Investment Companies.**

This information is included in Item 7, as part of the financial statements.

**Item 11. Statement Regarding Basis for Approval of Investment Advisory Contract.**

Not applicable.