



**Annual Report**  
**September 30, 2018**

ETFMG Alternative Harvest ETF

Ticker: MJ



*The fund is a series of ETF Managers Trust.*



ETFMG Alternative Harvest ETF

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**September 30, 2018**

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## ETFMG Alternative Harvest ETF

Dear Shareholder,

On behalf of the entire team, we want to express our appreciation for the confidence you have placed in the ETFMG Alternative Harvest ETF (“MJ” or the “Fund”). The following information pertains to the fiscal year ended September 30, 2018.

The Fund tracks the Prime Alternative Harvest Index (the “Index”), designed to measure the performance of companies within the cannabis ecosystem benefitting from global medicinal and recreational cannabis legalization.

The Fund seeks to provide investment results that, before fees and expenses, correspond generally to the price and yield performance of the Prime Alternative Harvest Index (the “Index”). On December 26, 2017, **the Fund’s investment objective and principal investment strategy were substantially revised**. The performance and average annual total returns shown for periods prior to December 26, 2017 is likely to have differed had the Fund’s current investment strategy been in effect during those periods.

For the fiscal year ended September 30, 2018, the total return for the Fund was 33.85%, which reflects the performance of the Fund under two different investment strategies for the period. The total return for the Index was 40.56%. The difference was primarily attributable to two different investment strategies utilized for the period and, additionally, Fund expenses that are not a part of the Index. The best performers on the basis of contribution to return were Tilray, Canopy Growth and Cronos Group, while the worst performers were Auxly Cannabis Growth, Isodiol International and Newstrike Brands.

There is much ahead for environmentally sustainable and socially responsible investing. We are thankful you have joined us by investing in the ETFMG Alternative Harvest ETF.

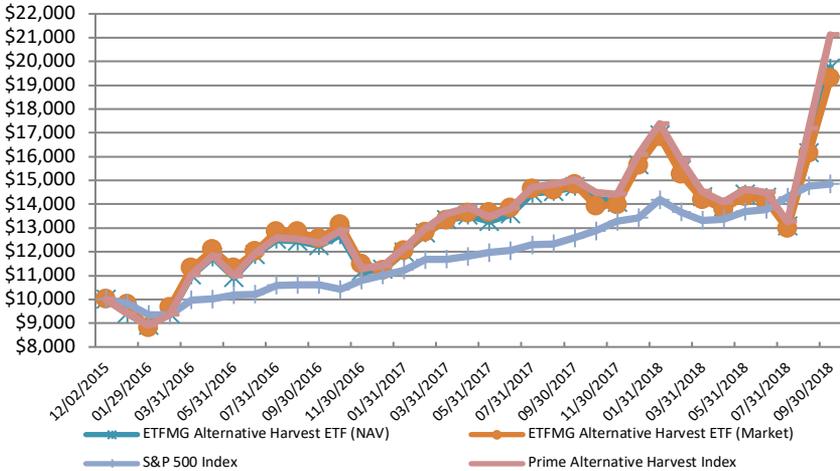
We thank you for your interest in the Fund. You can find further details about MJ by visiting [www.etfmj.com](http://www.etfmj.com), or by calling 1-844-ETF-MGRS (1-844-383-6477).

Sincerely,



Samuel Masucci III  
Chairman of the Board

## ETFMG Alternative Harvest ETF Growth of \$10,000 (Unaudited)



### Average Annual Returns Year Ended September 30, 2018

	1 Year Return	Since Inception (12/3/2015)
ETFMG Alternative Harvest ETF (NAV)	33.85%	27.15%
ETFMG Alternative Harvest ETF (Market)	30.10%	26.14%
S&P 500 Index <sup>2</sup>	18.61%	13.41%
Prime Alternative Harvest Index <sup>2</sup>	40.56%	28.73%

### Total Fund Operating Expenses <sup>1</sup>

**0.75%**

1. The expense ratio is taken from the Fund's most recent prospectus dated January 31, 2018.
2. The return reflects the actual performance through September 28, 2018 (the last day of the fiscal year that the New York Stock Exchange was open) to maintain consistency with the Fund's net asset value calculations used for shareholder transactions.

Performance data quoted represents past performance and does not guarantee future results. The investment return and principal value of an investment will fluctuate so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance of the Fund may be lower or higher than the performance quoted. All performance is historical and includes reinvestment of dividends and capital gains. Performance data current to the most recent month end may be obtained by calling 1-844-ETF-MGRS (1-844-383-6477).

The chart illustrates the performance of a hypothetical \$10,000 investment made on December 2, 2015, and is not intended to imply any future performance. The returns shown do not reflect the deduction of taxes that a shareholder would pay on fund distributions from the sale of Fund shares. The chart assumes reinvestment of capital gains and dividends, if any. The unmanaged indices do not reflect fees and are not available for direct investment.

ETFMG Alternative Harvest ETF

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**Top Ten Holdings\***

	<b><u>Security</u></b>	<b><u>% of Total Investments</u></b>
1	Tilray, Inc.	9.40%
2	Aurora Cannabis, Inc.	9.32%
3	Canopy Growth Corp.	9.07%
4	Cronos Group, Inc.	9.00%
5	GW Pharmaceuticals PLC - ADR	6.27%
6	CannTrust Holdings, Inc.	4.77%
7	Hydrophocary Corp.	4.61%
8	Corbus Pharmaceuticals Holdings, Inc.	3.39%
9	Green Organic Dutchman Holdings Ltd.	3.30%
10	Emerald Health Therapeutics, Inc.	3.25%

**Top Ten Holdings =62.38% of Total Investments**

*\* Current Fund holdings may not be indicative of future Fund holdings.*

### Important Disclosures and Key Risk Factors

Investing involves risk, including the possible loss of principal. Shares of any ETF are bought and sold at market price (not NAV), may trade at a discount or premium to NAV and are not individually redeemed from the Fund. Brokerage commissions will reduce returns. Narrowly focused investments typically exhibit higher volatility.

This is not a complete list of risks that may affect the Fund. For additional information concerning the risks applicable to the Fund, please see the Fund's prospectus.

The possession and use of marijuana, even for medical purposes, is illegal under federal and certain states' laws, which may negatively impact the value of the Fund's investments. Use of marijuana is regulated by both the federal government and state governments, and state and federal laws regarding marijuana often conflict. Even in those states in which the use of marijuana has been legalized, its possession and use remains a violation of federal law. Federal law criminalizing the use of marijuana pre-empts state laws that legalizes its use for medicinal and recreational purposes. Cannabis companies and pharmaceutical companies may never be able to legally produce and sell products in the United States or other national or local jurisdictions.

The Fund's investments will be concentrated in an industry or group of industries to the extent that the Index is so concentrated. In such event, the value of the Fund's shares may rise and fall more than the value of shares of a fund that invests in securities of companies in a broader range of industries.

The consumer staples sector may be affected by the permissibility of using various product components and production methods, marketing campaigns and other factors affecting consumer demand. Tobacco companies, in particular, may be adversely affected by new laws, regulations and litigation. The consumer staples sector may also be adversely affected by changes or trends in commodity prices, which may be influenced or characterized by unpredictable factors.

ETF shares are not individually redeemable and owners of the shares may acquire those shares from the Fund and tender those shares for redemption to the Fund in Creation and Redemption Units only, typically consisting of aggregations of 50,000 shares.

ETFMG Alternative Harvest ETF

**PORTFOLIO ALLOCATIONS**

As of September 30, 2018

	<b>ETFMG Alternative Harvest ETF</b>
As a percent of Net Assets:	
Australia	1.0%
Canada	65.9
Denmark	1.1
Hong Kong	1.1
Italy	1.0
Japan	1.1
Mexico	^
Spain	0.8
Sweden	1.0
United Kingdom	8.5
United States	17.1
Cash and other Net Assets (Liabilities)	1.4
	<u>100.0%</u>

^ Less than 0.05%.

ETFMG Alternative Harvest ETF

**Schedule of Investments**

September 30, 2018

	<u>Shares</u>	<u>Value</u>
<b>COMMON STOCKS - 98.6%</b>		
<b>Australia - 1.0%</b>		
<b>Pharmaceuticals - 1.0%</b>		
Cann Group Ltd. (a)	3,531,330	<u>\$ 6,967,713</u>
<b>Canada - 65.9%</b>		
<b>Investment Companies - 9.3%</b>		
Cronos Group, Inc. (a)	5,698,932	<u>63,372,124</u>
Total Investment Companies		<u>63,372,124</u>
<b>Miscellaneous Manufacturing - 0.0%</b>		
Radiant Technologies, Inc. (a)	235,222	<u>218,506</u>
<b>Pharmaceuticals - 56.6%</b>		
Aurora Cannabis, Inc. (a)	6,828,605	65,600,733
Auxly Cannabis Group, Inc. (a)	21,344,260	19,001,324
CannTrust Holdings, Inc. (a)	3,411,793	33,568,594
Canopy Growth Corp. (a)	1,314,225	63,839,338
Emerald Health Therapeutics, Inc. (a)	6,432,715	22,906,412
Green Organic Dutchman Holdings Ltd. (a)	4,156,193	23,197,217
Hydrophocary Corp. (a)	4,787,475	32,427,950
Newstrike Resources Ltd. (a)	18,706,034	10,426,034
Organigram Holdings, Inc. (a)	4,151,911	22,176,962
Supreme Cannabis Co., Inc. (a)	4,579,732	7,905,873
TerrAscend Corp. (a)	2,462,567	12,390,999
Tilray, Inc. (a) ^	460,440	66,128,393
Vivo Cannabis, Inc. (a)	4,349,794	<u>5,252,889</u>
Total Pharmaceuticals		<u>384,822,718</u>
Total Canada		<u>448,413,348</u>
<b>Denmark - 1.1%</b>		
<b>Tobacco - 1.1%</b>		
Scandinavian Tobacco Group AS	484,990	<u>7,437,022</u>
<b>Hong Kong - 1.1%</b>		
<b>Chemicals - 1.1%</b>		
Huabao International Holdings Ltd.	13,663,438	<u>7,330,544</u>
<b>Italy - 1.0%</b>		
<b>Machinery - 1.0%</b>		
Gima TT SpA	523,229	<u>6,581,642</u>
<b>Japan - 1.1%</b>		
<b>Tobacco - 1.1%</b>		
Japan Tobacco, Inc.	279,638	<u>7,299,605</u>
<b>Mexico - 0.00%</b>		
<b>Construction &amp; Engineering - 0.00%</b>		
Empresas ICA SAB de CV (a)(b)	155,893	<u>—</u>

The accompanying notes are an integral part of these financial statements.

ETFMG Alternative Harvest ETF

**Schedule of Investments**

September 30, 2018

	<u>Shares</u>	<u>Value</u>
<b>Spain - 0.8%</b>		
<b>Paper &amp; Forest Products - 0.8%</b>		
Miquel y Costas & Miquel SA	142,386	\$ 5,289,697
<b>Sweden - 1.0%</b>		
<b>Tobacco - 1.0%</b>		
Swedish Match AB	136,250	6,974,979
<b>United Kingdom - 8.5%</b>		
<b>Pharmaceuticals - 6.5%</b>		
GW Pharmaceuticals PLC - ADR (a)	255,611	44,154,244
<b>Tobacco - 2.0%</b>		
British American Tobacco PLC	140,566	6,567,296
Imperial Brands PLC	200,929	6,995,105
Total Tobacco		<u>13,562,401</u>
Total United Kingdom		<u>57,716,645</u>
<b>United States - 17.1%</b>		
<b>Biotechnology - 8.2%</b>		
Arena Pharmaceuticals, Inc. (a)	202,561	9,321,855
Cara Therapeutics, Inc. (a)	427,628	10,241,691
Corbus Pharmaceuticals Holdings, Inc. (a)	3,161,514	23,869,431
Insys Therapeutics, Inc. (a)	1,204,784	12,132,175
Total Biotechnology		<u>55,565,152</u>
<b>Chemicals - 1.1%</b>		
Scotts Miracle-Gro Co.	96,953	7,633,110
<b>Paper &amp; Forest Products - 1.0%</b>		
Schweitzer-Mauduit International, Inc.	180,089	6,899,210
<b>Tobacco - 6.8%</b>		
22nd Century Group, Inc. (a) ^	3,103,720	8,721,453
Altria Group, Inc.	128,321	7,739,040
Philip Morris International, Inc.	87,904	7,167,692
Turning Point Brands, Inc.	224,758	9,318,467
Universal Corp.	112,327	7,301,255
Vector Group Ltd.	431,330	5,943,727
Total Tobacco		<u>46,191,634</u>
Total United States		<u>116,289,106</u>
TOTAL COMMON STOCKS (Cost \$544,985,230)		<u>670,300,301</u>
<b>INVESTMENTS PURCHASED WITH SECURITIES</b>		
<b>LENDING COLLATERAL - 4.9% +</b>		
<b>Stock Loan Cash Collateral - 4.9%</b>		
Stock Loan Cash Collateral		<u>33,551,774</u>
TOTAL INVESTMENTS PURCHASED WITH SECURITIES		
LENDING COLLATERAL (Cost 33,551,774)		<u>33,551,774</u>

The accompanying notes are an integral part of these financial statements.

ETFMG Alternative Harvest ETF

**Schedule of Investments**

September 30, 2018

	<u>Shares</u>	<u>Value</u>
<b>Total Investments (Cost \$578,537,004) - 103.5%</b>		\$ 703,852,075
<b>Liabilities in Excess of Other Assets - (3.5)%</b>		(24,292,823)
<b>TOTAL NET ASSETS - 100.0%</b>		<u>\$ 679,559,252</u>

Percentages are stated as a percent of net assets.

ADR American Depositary Receipt

(a) Non-income producing security.

(b) Includes a security that is categorized as Level 3 per the Trust's fair value hierarchy. This security represents \$0 or 0.00% of the Fund's net assets and is classified as a Level 3 security.

+ Total cash collateral was \$33,551,774 as of September 30, 2018.

^ All or a portion of this security is out on loan as of September 30, 2018. Total value of securities out on loan is \$33,551,774.

The Global Industry Classification Standard (GICS®) was developed by and/or is the exclusive property of MSCI, Inc. and Standard & Poor's Financial Services LLC ("S&P"). GICS® is a service mark of MSCI, Inc. and S&P.

The accompanying notes are an integral part of these financial statements.

ETFMG Alternative Harvest ETF

**STATEMENT OF ASSETS AND LIABILITIES**

As of September 30, 2018

	<b>ETFMG Alternative Harvest ETF</b>
<b>ASSETS</b>	
Investments in securities, at value*	\$703,852,075
Cash	8,932,532
Receivables:	
Dividends and interest receivable	367,126
Due from broker	29,103
Securities lending income receivable	531,061
Total Assets	<u>713,711,897</u>
<b>LIABILITIES</b>	
Collateral received for securities loaned (Note 7)	33,551,774
Payables:	
Management fees payable	353,914
Foreign currency	246,957
Total Liabilities	<u>34,152,645</u>
<b>Net Assets</b>	<u><u>\$679,559,252</u></u>
<b>NET ASSETS CONSIST OF:</b>	
Paid-in Capital	\$616,953,565
Total Distributable Earnings	62,605,687
Net Assets	<u><u>\$679,559,252</u></u>
<b>*Identified Cost:</b>	
Investments in securities	\$578,537,004
Foreign currency	839,756
Shares Outstanding <sup>^</sup>	17,100,000
Net Asset Value, Offering and Redemption Price per Share	<u><u>\$ 39.74</u></u>

<sup>^</sup> No par value, unlimited number of shares authorized

The accompanying notes are an integral part of these financial statements.

ETFMG Alternative Harvest ETF

**STATEMENT OF OPERATIONS**

Year Ended September 30, 2018

	<b>ETFMG Alternative Harvest ETF</b>
<b>INVESTMENT INCOME</b>	
Income:	
Dividends from securities (net of foreign withholding taxes of \$114,711)	\$ 2,707,200
Interest	35,939
Securities lending Income	2,945,664
Total Investment Income	<u>5,688,803</u>
Expenses:	
Management fees	<u>2,207,376</u>
Total Expenses	<u>2,207,376</u>
<b>Net Investment Income</b>	<b><u>3,481,427</u></b>
<b>REALIZED &amp; UNREALIZED GAIN (LOSS) ON INVESTMENTS</b>	
Net Realized Gain (Loss) on:	
Unaffiliated investments	(62,666,978)
In-Kind redemptions	4,003,590
Foreign currency	<u>(243,077)</u>
Net Realized Loss on Investments and Foreign Currency	<b><u>(58,906,465)</u></b>
Net Change in Unrealized Appreciation (Depreciation) of:	
Unaffiliated investments in securities	124,526,379
Foreign currency and foreign currency translation	<u>(766,564)</u>
Net Change in Unrealized Appreciation of Investments and Foreign Currency	<b><u>123,759,815</u></b>
Net Realized and Unrealized Gain on Investments	<b><u>64,853,350</u></b>
<b>NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS</b>	<b><u>\$ 68,334,777</u></b>

The accompanying notes are an integral part of these financial statements.

ETFMG Alternative Harvest ETF

STATEMENTS OF CHANGES IN NET ASSETS

	<b>Year Ended September 30, 2018</b>	<b>Year Ended September 30, 2017</b>
<b>OPERATIONS</b>		
Net investment income	\$ 3,481,427	\$ 69,004
Net realized gain (loss) on investments and foreign currency	(58,906,465)	68,596
Net change in unrealized appreciation (depreciation) of investments and foreign currency	<u>123,759,815</u>	<u>415,461</u>
<b>Net increase (decrease) in net assets resulting from operations</b>	<u><u>68,334,777</u></u>	<u><u>553,061</u></u>
<b>DISTRIBUTIONS TO SHAREHOLDERS</b>		
From net investment income	(2,416,185)	(263,218)
From net realized gain	<u>(40,848)</u>	<u>(70,581)</u>
<b>Total Distributions to Shareholders</b>	<u><u>(2,457,033)</u></u>	<u><u>(333,799)</u></u>
<b>CAPITAL SHARE TRANSACTIONS</b>		
Net increase in net assets derived from net change in outstanding shares (a)	607,365,911	3,084,065
Transaction Fees (Note 1)	<u>44,190</u>	<u>4,359</u>
Net increase in net assets from capital share transactions	<u>607,410,101</u>	<u>3,088,424</u>
<b>Net increase in net assets</b>	\$ 673,287,845	\$ 3,307,686
<b>NET ASSETS</b>		
Beginning of Period	<u>6,271,407</u>	<u>2,963,721</u>
End of Period	<u><u>\$ 679,559,252</u></u>	<u><u>\$ 6,271,407</u></u>

(a) Summary of share transactions is as follows:

	<b>Year Ended September 30, 2018</b>		<b>Year Ended September 30, 2017</b>	
	<b>Shares</b>	<b>Amount</b>	<b>Shares</b>	<b>Amount</b>
Shares Sold	19,000,000	\$666,343,766	100,000	\$3,084,065
Transaction Fees (Note 1)	-	44,190	-	4,359
Shares Redeemed	<u>(2,100,000)</u>	<u>(58,977,855)</u>	-	-
Net Transactions in Fund Shares	16,900,000	<u>\$607,410,101</u>	100,000	<u>\$3,088,424</u>
<b>Beginning Shares</b>	<u>200,000</u>		<u>100,000</u>	
<b>Ending Shares</b>	<u><u>17,100,000</u></u>		<u><u>200,000</u></u>	

The accompanying notes are an integral part of these financial statements.

ETFMG Alternative Harvest ETF

**FINANCIAL HIGHLIGHTS**

For a capital share outstanding throughout the period/year

	<u>Year Ended September 30, 2018</u>	<u>Year Ended September 30, 2017</u>	<u>Period Ended September 30, 2016<sup>1</sup></u>
<b>Net Asset Value, Beginning of Period/Year</b>	\$ 31.36	\$ 29.64	\$ 25.00
<b>Income from Investment Operations:</b>			
Net investment income <sup>2</sup>	0.37	0.57	0.98
Net realized and unrealized gain (loss) on investments	8.95	4.42	4.59
Total from investment operations	9.32	4.99	5.57
<b>Less Distributions:</b>			
Distributions from net investment income	(0.74)	(2.56)	(0.93)
Distributions from net realized gain	(0.20)	(0.71)	-
Total distributions	(0.94)	(3.27)	(0.93)
Net asset value, end of period/year	\$ 39.74	\$ 31.36	\$ 29.64
Total Return	33.85%	20.23%	22.63% <sup>3</sup>
<b>Ratios/Supplemental Data:</b>			
Net assets at end of period (000's)	\$ 679,559	\$ 6,271	\$ 2,964
Expenses to Average Net Assets	0.75%	0.79%	0.79% <sup>4</sup>
Net Investment Income to Average Net Assets	1.18%	1.98%	5.88% <sup>4</sup>
Portfolio Turnover Rate	97%	44%	44% <sup>3</sup>

1 Commencement of operations on December 2, 2015.

2 Calculated based on average shares outstanding during the period/year.

3 Not annualized.

4 Annualized.

The accompanying notes are an integral part of these financial statements.

## ETFMG Alternative Harvest ETF

### NOTES TO FINANCIAL STATEMENTS

September 30, 2018

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#### NOTE 1 – ORGANIZATION

ETFMG Alternative Harvest ETF (the “Fund”) is a series of ETF Managers Trust (the “Trust”), an open-end management investment company consisting of multiple investment series, organized as a Delaware statutory trust on July 1, 2009. The Trust is registered with the SEC under the Investment Company Act of 1940, as amended (the “1940 Act”), as an open-end management investment company and the offering of the Fund’s shares (“Shares”) is registered under the Securities Act of 1933, as amended (the “Securities Act”). The Fund seeks to provide investment results that, before fees and expenses, correspond generally to the total return performance of the Prime Alternative Harvest Index (the “Index”). The Fund commenced operations on December 2, 2015 as the Tierra XP Latin America Real Estate ETF.

Effective December 26, 2017, the Board of Trustees of the Trust approved the following changes to the Fund: a) The Fund’s name was changed to the ETFMG Alternative Harvest ETF; b) the Fund’s underlying index, the Solactive Latin America Real Estate Index, was replaced with the Prime Alternative Harvest Index; c) The Fund’s investment objective was changed to the following: “The ETFMG Alternative Harvest ETF seeks to provide investment results that, before fees and expenses, correspond generally to the total return performance of the Prime Alternative Harvest Index” (the “New Index”); and d) the non-fundamental policy that, under normal circumstances, the Fund will not invest less than 80% of its net assets, plus the amount of any borrowings for investment purposes, in securities of real estate related companies in Latin America was eliminated.

The Fund currently offers one class of shares, which has no front end sales load, no deferred sales charges, and no redemption fees. The Fund may issue an unlimited number of shares of beneficial interest, with no par value. All shares of the Fund have equal rights and privileges.

Shares of the Fund are listed and traded on the NYSE Arca, Inc. Market prices for the Shares may be different from their net asset value (“NAV”). The Fund issues and redeems Shares on a continuous basis at NAV only in blocks of 50,000 shares, called “Creation Units.” Creation Units are issued and redeemed principally in-kind for securities included in the Index. Once created, Shares generally trade in the secondary market at market prices that change throughout the day in quantities less than a Creation Unit. Except when aggregated in Creation Units, Shares are not redeemable securities of the Fund. Shares of the Fund may only be purchased or redeemed by certain financial institutions (“Authorized Participants”). An Authorized Participant is a DTC participant and, in each case, must have executed a Participant Agreement with the Distributor. Most retail investors do not qualify as Authorized Participants nor have the resources to buy and sell whole Creation Units. Therefore, they are unable to purchase or redeem the Shares directly from the Fund. Rather, most retail investors may purchase Shares in the secondary market with the assistance of a broker and are subject to customary brokerage commissions or fees.

Authorized Participants transacting in Creation Units for cash may pay an additional variable charge to compensate the Fund for certain transaction costs (i.e., brokerage costs) and market impact expenses relating to investing in portfolio securities. Such variable charges are included in “Transaction Fees” in the Statement of Changes in Net Assets.

#### NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES

The following is a summary of significant accounting policies consistently followed by the Fund. These policies are in conformity with accounting principles generally accepted in the United States of America (“U.S. GAAP”).

## NOTES TO FINANCIAL STATEMENTS

September 30, 2018 (Continued)

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The Fund follows the investment company accounting and reporting guidance of the Financial Accounting Standards Board Accounting Standard Codification *Topic 946 Financial Services – Investment Companies*.

The Fund may invest in certain other investment companies (underlying funds). For specific investments in underlying funds, please refer to the complete schedule of portfolio holdings on Form N-CSR(S) for this reporting period, which is filed with the U.S. Securities and Exchange Commission (SEC). For more information about the underlying Fund's operations and policies, please refer to those Funds' semiannual and annual reports, which are filed with the SEC.

*A. Security Valuation.* Securities listed on a securities exchange, market or automated quotation system for which quotations are readily available (except for securities traded on NASDAQ), including securities traded over the counter, are valued at the last quoted sale price on the primary exchange or market (foreign or domestic) on which they are traded on the valuation date (or at approximately 4:00 pm Eastern Time if a security's primary exchange is normally open at that time), or, if there is no such reported sale on the valuation date, at the most recent quoted bid price. For securities traded on NASDAQ, the NASDAQ Official Closing Price will be used.

Securities for which quotations are not readily available are valued at their respective fair values as determined in good faith by the Board of Trustees (the "Board"). When a security is "fair valued," consideration is given to the facts and circumstances relevant to the particular situation, including a review of various factors set forth in the pricing procedures adopted by the Fund's Board. The use of fair value pricing by the Fund may cause the net asset value of its shares to differ significantly from the net asset value that would be calculated without regard to such considerations. As of September 30, 2018, the Fund held one fair valued security which was without value.

As described above, the Fund utilizes various methods to measure the fair value of its investments on a recurring basis. U.S. GAAP establishes a hierarchy that prioritizes inputs to valuation methods. The three levels of inputs are:

- 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

ETFMG Alternative Harvest ETF

NOTES TO FINANCIAL STATEMENTS

September 30, 2018 (Continued)

measurement falls in its entirety, is determined based on the lowest level input that is significant to the fair value measurement in its entirety.

The following table presents a summary of the Funds' assets measured at fair value as of September 30, 2018:

**ETFMG Alternative Harvest ETF**

<u>Assets<sup>^</sup></u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Common Stocks	\$670,300,301	\$ —	\$ — <sup>(1)</sup>	\$670,300,301
Investments Purchased with Security Lending Collateral*	—	—	—	33,551,774
Total Investments in Securities and Investments Purchased with Security Lending Collateral	<u>\$670,300,301</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$703,852,075</u>

<sup>^</sup> See Schedule of Investments for classifications by country and industry.

(1) Includes a security valued at \$0.

The ETFMG Alternative Harvest ETF held a Level 3 security at the end of the period. The security classified as Level 3 is deemed immaterial. This security transferred from Level 1 to Level 3 due to being previously priced in an active market. There were no transfers into or out of Level 2 during the year ended September 30, 2018. Transfers between levels are recognized at the end of the reporting period.

\* Certain investments that are measured at fair value using the net asset value per share (or its equivalent) practical expedient have not been categorized in the fair value hierarchy. The fair value amounts presented in the table are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the Schedule of Investments.

B. *Federal Income Taxes.* The Fund has elected to be taxed as a “regulated investment company” and intends to distribute substantially all taxable income to its shareholders and otherwise comply with the provisions of the Internal Revenue Code applicable to regulated investment companies. Therefore, no provisions for federal income taxes or excise taxes have been made. To avoid imposition of the excise tax applicable to regulated investment companies, the Fund intends to declare each year as dividends, in each calendar year, at least 98.0% of its net investment income (earned during the calendar year) and 98.2% of its net realized capital gains (earned during the twelve months ended October 31) plus undistributed amounts, if any, from prior years.

Net capital losses incurred after October 31, within the taxable year are deemed to arise on the first business day of the Fund's next taxable year.

The Fund recognizes the tax benefits of uncertain tax positions only where the position is “more likely than not” to be sustained assuming examination by tax authorities. The Fund has analyzed its tax position and has concluded that no liability for unrecognized tax benefits should be recorded related to uncertain tax positions expected to be taken in the Fund's 2018 tax returns. The Fund identifies its major tax jurisdictions as U.S. Federal, the State of New Jersey, and the State of Delaware; however the Fund is not aware of any tax positions for which it is reasonably possible that the total amounts of unrecognized tax benefits will change materially in the next twelve months.

Management has reviewed the tax positions for open periods (for federal purposes, three years from the date of filing and for state purposes, four years from the date of filing) as applicable to the Fund, and has determined that no provision for income tax is required in the Fund's financial statements.

**NOTES TO FINANCIAL STATEMENTS**

September 30, 2018 (Continued)

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- C. *Security Transactions and Investment Income.* Investment securities transactions are accounted for on the trade date. Gains and losses realized on sales of securities are determined on a specific identification basis. Discounts/premiums on debt securities purchased are accreted/amortized over the life of the respective securities using the effective interest method. Dividend income is recorded on the ex-dividend date. Interest income is recorded on an accrual basis. Income, including gains from investments in foreign securities received by the Fund may be subject to income, withholding or other taxes imposed by foreign countries.
- D. *Foreign Currency Translations and Transactions.* The Fund may engage in foreign currency transactions. Foreign currency transactions are translated into U.S. dollars on the following basis: (i) market value of investment securities, assets and liabilities at the daily rates of exchange, and (ii) purchases and sales of investment securities, dividend and interest income and certain expenses at the rates of exchange prevailing on the respective dates of such transactions. For financial reporting purposes, the Fund does not isolate changes in the exchange rate of investment securities from the fluctuations arising from changes in the market prices of securities for unrealized gains and losses. However, for federal income tax purposes, the Fund does isolate and treat as ordinary income the effect of changes in foreign exchange rates on realized gains or losses from the sale of investment securities and payables and receivables arising from trade-date and settlement-date differences.
- E. *Distributions to Shareholders.* Distributions to shareholders from net investment income are declared and paid by the Fund on a quarterly basis. Distributions to Shareholders from net realized gains on securities of the Fund normally are declared and paid on an annual basis. Distributions are recorded on the ex-dividend date.
- F. *Use of Estimates.* The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements, as well as the reported amounts of revenues and expenses during the period. Actual results could differ from those estimates.
- G. *Share Valuation.* The net asset value (“NAV”) per share of the Fund is calculated by dividing the sum of the value of the securities held by the Fund, plus cash and other assets, minus all liabilities (including estimated accrued expenses) by the total number of shares outstanding of the Fund, rounded to the nearest cent. The Fund’s shares will not be priced on the days on which the NYSE is closed for trading. The offering and redemption price per share for the Fund is equal to the Fund’s net asset value per share.
- H. *Guarantees and Indemnifications.* In the normal course of business, the Fund enters into contracts with service providers that contain general indemnification clauses. 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, based on experience, the Fund expects the risk of loss to be remote.

**NOTE 3 – RISK FACTORS**

Investing in the ETFMG Alternative Harvest ETF may involve certain risks, as discussed in the Fund’s prospectus, including, but not limited to, those described below. Any of these risks could cause an investor to lose money.

**NOTES TO FINANCIAL STATEMENTS**

September 30, 2018 (Continued)

**United States Regulatory Risks of the Marijuana Industry:** The possession and use of marijuana, even for medical purposes, is illegal under federal and certain states' laws, which may negatively impact the value of the Fund's investments. Use of marijuana is regulated by both the federal government and state governments, and state and federal laws regarding marijuana often conflict. Even in those states in which the use of marijuana has been legalized, its possession and use remains a violation of federal law. Federal law criminalizing the use of marijuana pre-empts state laws that legalizes its use for medicinal and recreational purposes. Members of the Trump Administration, including former Attorney General Jeff Sessions, have made statements indicating that the Trump Administration intends to take a harsher stance on federal marijuana laws. Any such change in the federal government's enforcement of current federal laws could adversely affect the ability of the companies in which the Fund invests to possess or cultivate marijuana, including in connection with pharmaceutical research, or it could shrink the customer pool for certain of the Fund's portfolio companies. Any of these outcomes would negatively affect the profitability and value of the Fund's investments. The Cannabis Companies and Pharmaceutical Companies may never be able to legally produce and sell products in the United States or other national or local jurisdictions.

Marijuana is a Schedule I controlled substance under the Controlled Substances Act ("CSA") (21 U.S.C. § 811), meaning that it has a high potential for abuse, has no currently "accepted medical use" in the United States, lacks accepted safety for use under medical supervision, and may not be prescribed, marketed or sold in the United States. No drug product containing natural cannabis or naturally-derived cannabis extracts have been approved by the FDA for use in the United States or obtained registrations from the United States Drug Enforcement Administration ("DEA") for commercial production and the DEA may never issue the registrations required for the commercialization of such products.

Facilities conducting research, manufacturing, distributing, importing or exporting, or dispensing controlled substances must be registered (licensed) to perform these activities and have the security, control, recordkeeping, reporting and inventory mechanisms required by the DEA to prevent drug loss and diversion. Failure to obtain the necessary registrations or comply with necessary regulatory requirements may significantly impair the ability of certain companies in which the Fund invests to pursue medical marijuana research or to otherwise cultivate, possess or distribute marijuana.

**Non-U.S. Regulatory Risks of the Marijuana Industry.** The companies in which the Fund invests are subject to various laws, regulations and guidelines relating to the manufacture, management, transportation, storage and disposal of marijuana, as well as being subject to laws and regulations relating to health and safety, the conduct of operations and the protection of the environment. Even if a company's operations are permitted under current law, they may not be permitted in the future, in which case such company may not be in a position to carry on its operations in its current locations. Additionally, controlled substance legislation differs between countries and legislation in certain countries may restrict or limit the ability of certain companies in which the Fund invests to sell their products.

**Operational Risks of the Marijuana Industry.** Companies involved in the marijuana industry face intense competition, may have limited access to the services of banks, may have substantial burdens on company resources due to litigation, complaints or enforcement actions, and are heavily dependent on receiving necessary permits and authorizations to engage in medical marijuana research or to otherwise cultivate, possess or distribute marijuana. Since the use of marijuana is illegal under United States federal law, federally regulated banking institutions may be unwilling to make financial services available to growers and sellers of marijuana.

**Concentration Risk.** The Fund's investments will be concentrated in an industry or group of industries to the extent that the Index is so concentrated. In such event, the value of the Fund's shares may rise and fall more than the value of shares of a fund that invests in securities of companies in a broader range of industries.

**NOTES TO FINANCIAL STATEMENTS**

September 30, 2018 (Continued)

**Consumer Staples Sector Risk.** The consumer staples sector may be affected by the permissibility of using various product components and production methods, marketing campaigns and other factors affecting consumer demand. Tobacco companies, in particular, may be adversely affected by new laws, regulations and litigation. The consumer staples sector may also be adversely affected by changes or trends in commodity prices, which may be influenced or characterized by unpredictable factors.

**Equity Market Risk.** The equity securities held in the Fund’s portfolio may experience sudden, unpredictable drops in value or long periods of decline in value. This may occur because of factors that affect securities markets generally or factors affecting specific issuers, industries, or sectors in which the Fund invests such as political, market and economic developments, as well as events that impact specific issuers.

**New Fund Risk.** There can be no assurance that the Fund will grow to or maintain an economically viable size.

**Non-Diversification Risk.** Because the Fund is “non-diversified,” it may invest a greater percentage of its assets in the securities of a single issuer or a small number of issuers than if it was a diversified fund. As a result, a decline in the value of an investment in a single issuer or a small number of issuers could cause the Fund’s overall value to decline to a greater degree than if the Fund held a more diversified portfolio. This may increase the Fund’s volatility and have a greater impact on the Fund’s performance.

**Securities Lending Risk.** Securities lending involves exposure to certain risks, including operational risk (*i.e.*, the risk of losses resulting from problems in the settlement and accounting process), “gap” risk (*i.e.*, the risk of a mismatch between the return on cash collateral reinvestments and the fees a Fund has agreed to pay a borrower), and credit, legal, counterparty and market risk. In the event a borrower does not return a Fund’s securities as agreed, the Fund may experience losses if the proceeds received from liquidating the collateral do not at least equal the value of the loaned security at the time the collateral is liquidated plus the transaction costs incurred in purchasing replacement securities.

**NOTE 4 – COMMITMENTS AND OTHER RELATED PARTY TRANSACTIONS.**

ETF Managers Group, LLC (the “Advisor”), serves as the investment advisor to the Fund. Pursuant to an Investment Advisory Agreement (“Advisory Agreement”) between the Trust, on behalf of the Fund, and the Advisor, the Advisor provides investment advice to the Fund and oversees the day-to-day operations of the Fund, subject to the direction and control of the Board and the officers of the Trust. Under the Advisory Agreement, the Advisor is also responsible for arranging transfer agency, custody, fund administration and accounting, and other non-distribution related services necessary for the Fund to operate.

Under the Investment Advisory Agreement with the Fund, the Advisor has overall responsibility for the general management and administration of the Fund and arranges for sub-advisory, transfer agency, custody, fund administration, securities lending, and all other non-distribution related services necessary for the Fund to operate. The Advisor bears the costs of all advisory and non-advisory services required to operate the Fund, in exchange for a single management fee. For services provided the Fund pays the Advisor at an annual rate of 0.75% of the Fund’s average daily net assets. Under the Investment Advisory Agreement, the Advisor has agreed to pay all expenses of the Fund, except for: the fee paid to the Advisor pursuant to the Investment Advisory Agreement, interest charges on any borrowings, taxes, brokerage commissions and other expenses incurred in placing 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 (12b-1) fees and expenses (collectively, “Excluded Expenses”). From the period October 1, 2017 to December 25, 2017, the Fund’s Sponsor was Tierra Funds, LLC. Tierra Funds, LLC agreed to sublicense the use of the Underlying Index to the Advisor. Effective December 26, 2017, the Advisor has entered into an

## ETFMG Alternative Harvest ETF

### NOTES TO FINANCIAL STATEMENTS

September 30, 2018 (Continued)

Agreement with ETFMG Financial, LLC (the “Sponsor”). The Sponsor provides marketing support for the Fund, including distributing marketing materials related to the Fund.

The Advisor pays each independent Trustee a quarterly fee for service to the Fund. Each Trustee is also reimbursed by the Advisor for all reasonable out-of-pocket expenses incurred in connection with his duties as Trustee, including travel and related expenses incurred in attending Board meetings.

#### NOTE 5 – DISTRIBUTION PLAN

The Fund has adopted a Plan of Distribution pursuant to Rule 12b-1 under the 1940 Act. Under the Plan, the Fund may pay compensation to the Distributor or any other distributor or financial institution with which the Trust has an agreement with respect to the Fund, with the amount of such compensation not to exceed an annual rate of 0.25% of each Fund’s average daily net assets. For the year ended September 30, 2018, the Fund did not incur any 12b-1 expenses.

#### NOTE 6 - PURCHASES AND SALES OF SECURITIES

The costs of purchases and sales of securities, excluding short-term securities and in-kind transactions, for the year ended September 30 2018:

	<u>Purchases</u>	<u>Sales</u>
ETFMG Alternative Harvest ETF	\$ 296,100,386	\$ 292,600,624

The costs of purchases and sales of in-kind transactions associated with creations and redemptions for the year ended September 30 2018:

	<u>Purchases In-Kind</u>	<u>Sales In- Kind</u>
ETFMG Alternative Harvest ETF	\$ 652,149,860	\$ 57,441,855

Purchases in-kind are the aggregate of all in-kind purchases and sales in-kind are the aggregate of all proceeds from in-kind sales. Net capital gains or losses resulting from in-kind redemptions are excluded from the determination of the Fund’s taxable gains and are not distributed to shareholders.

There were no purchases or sales of U.S. Government obligations for the year ended September 30, 2018.

#### NOTE 7 — SECURITIES LENDING

The Fund may lend up to 33 1/3% of the value of the securities in its portfolio to brokers, dealers and financial institutions (but not individuals) under terms of participation in a securities lending program administered by Wedbush Securities Inc (“the Custodian”). The securities lending agreement requires that loans are collateralized at all times in an amount equal to at least 100% of the value of any loaned securities at the time of the loan. The Fund receives compensation in the form of fees. The amount of fees depends on a number of factors including the type of security and length of the loan. The Fund continues to receive interest payments or dividends on the securities loaned during the borrowing period. Gain or loss in the fair value of securities loaned that may occur during the term of the loan will be for the account of the Fund. The Fund has the right under the terms of the securities lending agreement to recall the securities from the borrower on demand. The cash collateral is held by the Custodian in accordance with the custody agreement. The Fund could experience delays in recovering its securities and possible loss of income or value if the borrower fails to return the borrowed securities, although the Fund is indemnified from this risk by contract with the securities lending agent.

ETFMG Alternative Harvest ETF

NOTES TO FINANCIAL STATEMENTS

September 30, 2018 (Continued)

As of September 30, 2018, the value of the securities on loan and payable for collateral due to broker were as follows:

**Value of Securities on Loan Collateral Received**

Fund	Values of Securities on Loan	Fund Collateral Received*
ETFMG Alternative Harvest ETF	\$33,551,774	\$33,551,774

\* The securities on loan were collateralized in full with cash, as shown on the Schedule of Investments.

**NOTE 8 – FEDERAL INCOME TAXES**

The components of distributable earnings (losses) and cost basis of investments for federal income tax purposes at September 30, 2018 were as follows:

	Cost	Gross Unrealized Appreciation	Gross Unrealized Depreciation	Net Unrealized Appreciation (Depreciation)
ETFMG Alternative Harvest ETF	\$ 578,537,004	\$ 155,913,673	\$ (30,598,602)	\$ 125,315,071
	Undistributed Ordinary Income	Total Distributable Earnings	Other Accumulated Loss	Total Accumulated Gain
ETFMG Alternative Harvest ETF	\$ 1,057,477	\$ 1,057,477	\$ (63,766,861)	\$ 62,605,687

As of September 30, 2018, the Fund had accumulated capital loss carryovers of:

	Capital Loss Carryover	Expires
ETFMG Alternative Harvest ETF	\$ 63,766,861	Indefinite

Under current tax law, capital and currency losses realized after October 31 of a Fund's fiscal year may be deferred and treated as occurring on the first business day of the following fiscal year for tax purposes. The Fund had deferred post-October capital and currency losses, which will be treated as arising on the first business day of the year ended September 30, 2018.

	Late Year Ordinary Loss	Post-October Capital Loss
ETFMG Alternative Harvest ETF	None	None

U.S. GAAP requires that certain components of net assets relating to permanent differences be reclassified between financial and tax reporting. These reclassifications have no effect on net assets or net asset value per share. For the fiscal year ended September 30, 2018, the following table shows the reclassifications made:

	Undistributed Accumulated Net Investment Income	Accumulated Net Realized Loss	Paid-In Capital
ETFMG Alternative Harvest ETF	\$ 44,190	\$ (4,003,590)	\$(3,959,400)

ETFMG Alternative Harvest ETF

**NOTES TO FINANCIAL STATEMENTS**

September 30, 2018 (Continued)

**NOTE 9 – DISTRIBUTIONS TO SHAREHOLDERS**

The tax character of distributions paid by the Fund during the fiscal years ended September 30, 2018 and September 30, 2017 are as follows:

	<b>Year Ended</b>		<b>Year Ended</b>	
	<b>September 30, 2018</b>		<b>September 30, 2017</b>	
	<b>From</b>	<b>From</b>	<b>From</b>	<b>From</b>
	<b>Ordinary Income</b>	<b>Capital Gains</b>	<b>Ordinary Income</b>	<b>Capital Gains</b>
ETFMG Alternative Harvest ETF	\$ 2,416,185	\$ 40,848	\$ 263,218	\$ 70,581

**NOTE 10 – LEGAL MATTERS**

The Trust, the trustees of the Trust, the Adviser and certain officers of the Adviser are defendants in an action filed May 2, 2017 in the Superior Court of New Jersey captioned *PureShares, LLC d/b/a PureFunds et al. v. ETF Managers Group, LLC et al.*, Docket No. C-63-17. The *PureShares* action alleges claims based on disputes arising out of contractual relationships with the Adviser. The action seeks damages in unspecified amounts and injunctive relief based on breach of contract, wrongful termination, and several other theories. At the outset of the litigation, and again a few weeks later, plaintiffs sought temporary injunctive relief. Both motions were denied, and the matter is now proceeding through pretrial discovery. The defendants believe the lawsuit is without merit and intend to vigorously defend themselves against the allegations.

The Adviser, its parent, Exchange Traded Managers Group, LLC and its chief executive officer are defendants in a case filed on October 26, 2017 in the United States District Court for the Southern District of New York by NASDAQ, Inc. captioned *Nasdaq, Inc. v. Exchange Traded Managers Group, LLC et al.*, Case 1:17-cv-08252. This action arises out of related facts and circumstances in the New Jersey litigation and asserts claims for breach of contract, wrongful termination and certain other theories with respect to the same exchange traded Fund discussed above. The defendants in the Southern District actions believe the lawsuit is without merit and intend to vigorously defend themselves against the allegations and to assert counterclaims against NASDAQ for breaches of its duties under the related index license agreement and various other agreements. Management of the Trust and the Fund, after consultation with legal counsel, believes that the resolution of these matters will not have a material adverse effect on the Fund's financial statements.

**NOTE 11 – SUBSEQUENT EVENTS**

In preparing these financial statements, the Fund has evaluated events and transactions for potential recognition or disclosure through the date the financial statements were issued. This evaluation did not result in any subsequent events that necessitated disclosures and/or adjustments to the financial statements.

# ETFMG Alternative Harvest ETF

## *Report of Independent Registered Public Accounting Firm*

To the Board of Trustees of ETF Managers Trust  
and the Shareholders of ETFMG Alternative Harvest ETF:

### **Opinion on the Financial Statements**

We have audited the accompanying statement of assets and liabilities, including the schedule of investments, of ETFMG Alternative Harvest ETF (the “Fund”) (a series of ETF Managers Trust (the “Trust”)), as of September 30, 2018, the related statement of operations for the year then ended, the statements of changes in net assets for each of the two years in the period then ended, and the financial highlights for each of the periods presented 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 September 30, 2018, and the results of its operations for the year then ended, the changes in net assets for each of the two years in the period then ended, and the financial highlights for each of the periods presented, in conformity with accounting principles generally accepted in the United States of America.

### **Basis for Opinion**

These financial statements and financial highlights are the responsibility of the Fund’s management. Our responsibility is to express an opinion on these 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 Fund 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 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 and financial highlights 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 its 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 Fund’s 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 and financial highlights, 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 and financial highlights. Our audit also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements and financial highlights. Our procedures included confirmation of securities owned as of September 30, 2018 by correspondence with the custodian. We believe that our audits provide a reasonable basis for our opinion.

We have served as the auditor for one or more series of the Trust since 2013.

/s/WithumSmith+Brown, PC  
New York, New York  
November 29, 2018

ETFMG Alternative Harvest ETF

**EXPENSE EXAMPLE**

Six Months Ended September 30, 2018 (Unaudited)

As a shareholder of ETFMG Alternative Harvest ETF (the "Fund") you incur two types of costs: (1) transaction costs, including brokerage commissions on purchases and sales of Fund shares, and (2) ongoing costs, including management fees and other Fund expenses. These examples are intended to help you understand your ongoing costs (in dollars) of investing in the Fund and to compare these costs with the ongoing costs of investing in other funds. The example is based on an investment of \$1,000 invested at the beginning of the period and held for the entire period (April 1, 2018 to September 30, 2018).

**Actual Expenses**

The first line of the table provides information about actual account values based on actual returns and actual expenses. You may use the information in this line, together with the amount you invested, to estimate the expenses that you paid over the period. Simply divide your account value by \$1,000 (for example, an \$8,600 account value divided by \$1,000 = 8.6), then, multiply the result by the number in the first line under the heading entitled "Expenses Paid During Period" to estimate the expenses you paid on your account during this period.

**Hypothetical Example for Comparison Purposes**

The second line of the table provides information about hypothetical account values based on a hypothetical return and hypothetical expenses based on the Fund's actual expense ratio and an assumed rate of return of 5% per year before expenses, which is not the Fund's actual return. The hypothetical account values and expenses may not be used to estimate the actual ending account balance or expenses you paid for the period. You may use this information to compare the ongoing costs of investing in the Fund and other funds. To do so, compare this 5% hypothetical example with the 5% hypothetical examples that appear in the shareholder reports of the other funds. Please note that the expenses shown in the table are meant to highlight your ongoing costs only and do not reflect any transactional costs, such as brokerage commissions paid on purchases and sales of Fund shares. Therefore, the second line of the table is useful in comparing ongoing costs only and will not help you determine the relative total costs of owning different funds. If these transactional costs were included, your costs would have been higher.

**ETFMG Alternative Harvest ETF**

	<b>Beginning Account Value April 1, 2018</b>	<b>Ending Account Value March 31, 2018</b>	<b>Expenses Paid During the Period<sup>^</sup></b>	<b>Annualized Expense Ratio During the Period April 1, 2018 to September 30, 2018</b>
Actual	\$1,000.00	\$1,377.00	\$4.47	0.75%
Hypothetical (5% annual)	\$1,000.00	\$1,021.31	\$3.80	0.75%

<sup>^</sup> The dollar amounts shown as expenses paid during the period are equal to the annualized six-month expense ratio multiplied by the average account value during the period, multiplied by 183/365 (to reflect the period from April 1, 2018 to September 30, 2018).

ETFMG Alternative Harvest ETF

**SUPPLEMENTARY INFORMATION**

September 30, 2018 (Unaudited)

**FEDERAL TAX INFORMATION**

*Qualified Dividend Income/Dividends Received Deduction*

For the fiscal year ended September 30, 2018, certain dividends paid by the Fund may be subject to a maximum tax rate of 15%, as provided for by the Jobs and Growth Tax Reconciliation Act of 2003. The percentage of dividends declared from ordinary income designated as qualified dividend income was as follows:

<b>Fund Name</b>	<b>QDI</b>
ETFMG Alternative Harvest ETF	<b>80.82%</b>

For corporate shareholders, the percent of ordinary income distributions qualifying for the corporate dividends received deduction for the fiscal year ended September 30, 2018 was as follows:

<b>Fund Name</b>	<b>DRD</b>
ETFMG Alternative Harvest ETF	<b>41.38%</b>

*Short Term Capital Gain*

The percentage of taxable ordinary income distributions that are designated as short-term capital gain distributions under Internal Revenue Section 871 (k)(2)(C) for the Fund was as follows:

<b>Fund Name</b>	<b>Short-Term Capital Gain</b>
ETFMG Alternative Harvest ETF	<b>0.23%</b>

Pursuant to Section 853 of the Internal Revenue Code the Fund designated the following amounts as foreign taxes paid for the year ended September 30, 2018. Foreign taxes paid for purposes of Section 853 may be less than actual foreign taxes paid for financial statement purposes.

<b>Fund</b>	<b>Gross Foreign Source Income</b>	<b>Foreign Taxes Passthrough</b>	<b>Per Share</b>		<b>Shares Outstanding at 9/30/18</b>
			<b>Gross Foreign Source Income</b>	<b>Foreign Taxes Passthrough</b>	
ETFMG Alternative Harvest ETF	1,531,423	114,711	0.08955688	0.00670825	17,100,000

**SUPPLEMENTARY INFORMATION**

September 30, 2018 (Unaudited) (Continued)

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**INFORMATION ABOUT PORTFOLIO HOLDINGS**

The Fund files a Form N-Q with the Securities and Exchange Commission (the “SEC”) no more than sixty days after the Fund’s first and third fiscal quarters. For the Fund, this would be for the fiscal quarters ending June 30 and December 31. Form N-Q includes a complete schedule of the Funds’ portfolio holdings as of the end of those fiscal quarters. The Fund’s N-Q filings can be found free of charge on the SEC’s website at <http://www.sec.gov>, or they may be reviewed and copied at the SEC’s Public Reference Room in Washington, D.C. (call 800-SEC-0330 for information on the operation of the Public Reference Room). The Fund’s portfolio holdings are posted on the Fund’s website at [www.etfmj.com](http://www.etfmj.com) daily.

**INFORMATION ABOUT PROXY VOTING**

A description of the policies and procedures the Fund uses to determine how to vote proxies relating to portfolio securities is provided in the Statement of Additional Information (“SAI”). The SAI is available without charge upon request by calling toll-free at 1-844-ETF-MGRS (1-844-383-6477), by accessing the SEC’s website at [www.sec.gov](http://www.sec.gov), or by accessing the Fund’s website at [www.etfmj.com](http://www.etfmj.com).

Information regarding how the Fund voted proxies relating to portfolio securities during the period ending June 30 is available by calling toll-free at 1-844-ETF-MGRS (1-844-383-6477) or by accessing the SEC’s website at [www.sec.gov](http://www.sec.gov).

**Carefully consider the Fund’s investment objectives, risk factors, charges, and expenses before investing. This and additional information can be found in the Fund’s prospectus, which may be obtained by calling 1-844-ETF-MGRS (1-844-383-6477) or by visiting [www.etfmj.com](http://www.etfmj.com). Read the prospectus carefully before investing.**

ETFMG Alternative Harvest ETF

**Frequency Distribution of Premiums and Discounts (Unaudited)**

**ETFMG Alternative Harvest ETF Closing Price vs. NAV**

The following Frequency Distribution of Premiums and Discounts chart is provided to show the frequency at which the closing price for each Fund is at a premium or discount to its daily net asset value (NAV). The chart presented represents past performance and cannot be used to predict future results.

<b>Premium/Discount Range</b>	<b>Year Ended September 30, 2018</b>	
	<b>Number of Days</b>	<b>Percentage of Total Days</b>
Greater than 1.00%	10	4.15
Greater Than or equal to 0.75% And Less Than 1.00%	3	0.41
Greater Than or Equal to 0.50% And Less Than 0.75%	14	4.98
Greater Than or Equal to 0.25% And Less Than 0.50%	38	14.52
Greater Than or Equal to 0.00% And Less Than 0.25%	63	25.32
Less Than or Equal to 0.0% And Greater Than -0.25%	48	19.92
Less Than or Equal to -0.25% And Greater Than -0.50%	47	19.09
Less Than or Equal to -0.50% And Greater Than -0.75%	13	5.39
Less Than or Equal to -0.75% And Greater Than -1.00%	8	3.32
Less than -1.00%	7	2.9

<b>Premium/Discount Range</b>	<b>Year Ended September 30, 2017</b>	
	<b>Number of Days</b>	<b>Percentage of Total Days</b>
4.00% to 4.50%	9	3.6
3.50% to 4.00%	11	4.4
3.00% to 3.50%	26	10.4
2.50% to 3.00%	35	13.9
2.00% to 2.50%	21	8.4
1.50% to 2.00%	49	19.5
1.00% to 1.50%	49	19.5
1.00% or Less	51	20.3

<b>Premium/Discount Range</b>	<b>December 2, 2015* through September 30, 2016</b>	
	<b>Number of Days</b>	<b>Percentage of Total Days</b>
Greater than 1.00%	186	88.6
Greater Than or equal to 0.75% And Less Than 1.00%	0	0.0
Greater Than or Equal to 0.50% And Less Than 0.75%	3	1.4
Greater Than or Equal to 0.25% And Less Than 0.50%	3	1.4
Greater Than or Equal to 0.00% And Less Than 0.25%	3	1.4
Less Than or Equal to 0.0% And Greater Than -0.25%	2	1.0
Less Than or Equal to -0.25% And Greater Than -0.50%	4	1.9
Less Than or Equal to -0.50% And Greater Than -0.75%	2	1.0
Less Than or Equal to -0.75% And Greater Than -1.00%	3	1.4
Less than -1.00%	4	1.9

\*First day of secondary market trading

ETFMG Alternative Harvest ETF

**Board of Trustees**

Set forth below are the names, birth years, positions with the Trust, length of term of office, and the principal occupations and other directorships held during at least the last five years of each of the persons currently serving as a Trustee of the Trust, as well as information about each officer. The business address of each Trustee and officer is 30 Maple Street, 2<sup>nd</sup> Floor, Summit, New Jersey 07901. The SAI includes additional information about Fund directors and is available, without charge, upon request by calling 1-844-ETF-MGRS (1-844-383-6477).

Name and Year of Birth	Position(s) Held with the Trust, Term of Office and Length of Time Served	Principal Occupation(s) During Past 5 Years	Number of Portfolios in Fund Complex Overseen By Trustee	Other Directorships Held by Trustee During Past 5 Years
<b>Interested Trustee* and Officers</b>				
Samuel Masucci, III (1962)	Trustee, Chairman of the Board and President (since 2012); Secretary (since 2014)	Chief Executive Officer, Exchange Traded Managers Group, LLC (since 2013); Chief Executive Officer (since 2016), ETF Managers Group, LLC; Chief Executive Officer, ETF Managers Capital LLC (commodity pool operator) (since 2014); Chief Executive Officer (2012–2016) and Chief Compliance Officer (2012–2014), Factor Advisors, LLC (investment adviser); President and Chief Executive Officer, Factor Capital Management LLC (2012–2014) (commodity pool operator).	10	None
Reshma J. Amin (1978)	Chief Compliance Officer (since 2016)	Chief Compliance Officer, ETF Managers Group LLC (since 2016); Partner, Crow & Cushing (law firm) (2007–2016).	n/a	n/a
John A. Flanagan (1946)	Treasurer (since 2015)	President, John A. Flanagan CPA, LLC (accounting services) (since 2010); Treasurer, ETF Managers Trust (since 2015); Principal Financial Officer, ETF Managers Capital, LLC (commodity pool operator) (since 2014); Chief Financial Officer, Macromarkets LLC (exchange traded funds) (2007–2010)	n/a	n/a

\* Mr. Masucci is an interested Trustee by virtue of his role as the Chief Executive Officer of the Adviser.

ETFMG Alternative Harvest ETF

**Board of Trustees (Continued)**

Name and Year of Birth	Position(s) Held with the Trust, Term of Office and Length of Time Served	Principal Occupation(s) During Past 5 Years	Number of Portfolios in Fund Complex Overseen By Trustee	Other Directorships Held by Trustee During Past 5 Years
<b>Independent Trustees</b>				
Jared Chase (1955)	Trustee (since 2018)	Chairman, State Street Global Alliance LLC, State Street Corporation (2007-2012); Head of Global Treasury, Liability Management, Money Markets & Derivatives, State Street Corporation (2004-2007)	10	None
Terry Loeb (1963)	Trustee (since 2014)	Founder and Managing Member, Pulsenomics LLC (index product development and consulting firm) (since 2011); Managing Director, MacroMarkets, LLC (exchange-traded products firm) (2006–2011).	10	None

## ETFMG Alternative Harvest ETF

### ETF MANAGERS TRUST

#### Privacy Policy and Procedures

ETF Managers Trust, (the “Trust”) has adopted the following privacy policies in order to safeguard the personal information of the Trust’s customers and consumers in accordance with Regulation S-P as promulgated by the U.S. Securities and Exchange Commission.

Trust officers are responsible for ensuring that the following policies and procedures are implemented:

- 1) The Trust is committed to protecting the confidentiality and security of the information they collect and will handle personal customer and consumer information only in accordance with Regulation S-P and any other applicable laws, rules and regulations<sup>1</sup>. The Trust will ensure: (a) the security and confidentiality of customer records and information; (b) that customer records and information are protected from any anticipated threats and hazards; and (c) that customer records and information are protected from unauthorized access or use.
- 2) The Trust conducts its business affairs through its trustees, officers and third parties that provide services pursuant to agreements with the Trust. The Trust has no employees. It is anticipated that the trustees and officers of the Trust who are not employees of service providers of the Trust will not have access to customer records and information in the performance of their normal responsibilities for the Trust.
- 3) The Trust may share customer information with its affiliates, subject to the customers’ right to prohibit such sharing.
- 4) The Trust may share customer information with unaffiliated third parties only in accordance with the requirements of Regulation S-P. Pursuant to this policy, the Trust will not share customer information with unaffiliated third parties other than as permitted by law, unless authorized to do so by the customer.

Consistent with these policies, the Trust has adopted the following procedures:

- 1) The Trust will determine that the policies and procedures of its affiliates and Service Providers are reasonably designed to safeguard customer information and only permit appropriate and authorized access to and use of customer information through the application of appropriate administrative, technical and physical protections.
- 2) The Trust will direct each of its Service Providers to adhere to the privacy policy of the Trust and to its privacy policies with respect to all customer information of the Trust and to take all actions reasonably necessary so that the Trust is in compliance with the provisions of Regulation S-P, including, as applicable, the development and delivery of privacy notices and the maintenance of appropriate and adequate records.
- 3) The Trust requires its Service Providers to provide periodic reports to the Trust’s Board of Trustees outlining their privacy policies and the implementation of such policies. Each Service Provider is required to promptly report to the Trust’s Board any material changes to its privacy policy before, or promptly after, the adoption of such changes.

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**(1) Generally, the Funds have institutional clients which are not considered “customers” for purposes of regulation S-P.**

***Advisor***

ETF Managers Group, LLC  
30 Maple Street, Suite 2, Summit, NJ 07901

***Distributor***

ETFMG Financial, LLC  
30 Maple Street, Suite 2, Summit, NJ 07901

***Custodian***

Wedbush Securities Inc.  
1000 Wilshire Boulevard, Los Angeles, California 90017

***Transfer Agent***

Computershare Investor Services  
480 Washington Boulevard, Jersey City, New Jersey 07310

***Securities Lending Agent***

Wedbush Securities Inc.  
1000 Wilshire Boulevard, Los Angeles, California 90017

***Independent Registered Public Accounting Firm***

WithumSmith + Brown, PC  
1411 Broadway, 9th Floor, New York, NY 10018

***Legal Counsel***

Sullivan & Worcester LLP  
1666 K Street NW, Washington, DC 20006