



INFORMATION CIRCULAR: FIRST TRUST EXCHANGE-TRADED FUND VI

TO: Head Traders, Technical Contacts, Compliance Officers, Heads of ETF Trading, Structured Products Traders

FROM: BX / PHLX Listing Qualifications Department

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EXCHANGE-TRADED FUND

SYMBOL CUSIP

First Trust Nasdaq Bank ETF	FTXO	33738R860
First Trust Nasdaq Food & Beverage ETF	FTXG	33738R852
First Trust Nasdaq Oil & Gas ETF	FTXN	33738R845
First Trust Nasdaq Pharmaceuticals ETF	FTXH	33738R837
First Trust Nasdaq Retail ETF	FTXD	33738R829
First Trust Nasdaq Semiconductor ETF	FTXL	33738R811
First Trust Nasdaq Transportation ETF	FTXR	33738R795

BACKGROUND INFORMATION ON THE FUND

The First Trust Exchange-Traded Fund VI (“Trust”) is a management investment company registered under the Investment Company Act of 1940, as amended (“1940 Act”), consisting of several investment portfolios. This circular relates only to the Funds listed above (each, a “Fund” and together, the “Funds”). The shares of the Funds are referred to herein as “Shares.” First Trust Advisors L.P. LLC (“First Trust” or “Advisor”) is the investment adviser to the Funds.

First Trust Nasdaq Bank ETF

The First Trust Nasdaq Bank ETF (the “FXTO Fund”) seeks investment results that correspond generally to the price and yield (before the FXTO Fund’s fees and expenses) of an equity index called the Nasdaq US Smart Banks Index (the “FXTO Index”).

The FXTO Fund will normally invest at least 90% of its net assets (including investment borrowings) in common stocks that comprise the FXTO Index. The FXTO Fund, using an indexing investment approach, attempts to replicate, before fees and expenses, the performance of the FXTO Index. The FXTO Fund’s investment advisor seeks a correlation of 0.95 or better (before fees and expenses) between the FXTO Fund’s performance and the performance of the FXTO Index; a figure of 1.00 would represent perfect correlation. The FXTO Index is owned and is developed, maintained and sponsored by Nasdaq, Inc. (the “Index Provider”).

The FXTO Fund invests in securities issued by banks, as classified by the Index Provider using the Industry Classification Benchmark (“ICB”), which includes companies providing a broad range of financial services, including retail banking, loans and money transmissions. Accordingly, to the extent the FXTO Index is so concentrated, the FXTO Fund may be concentrated in an industry or industries within the banking sector. The FXTO Index is designed to select bank stocks from the NASDAQ US Benchmark Index (the “Base Index”) based on a ranking methodology of three price factors which aims to select companies that exhibit: strong growth through high average 3-, 6-, 9- and 12-month price return; value, measured by cash flow to price; and low expected volatility based on historical stock price fluctuation. The Base Index, compiled by the Index Provider, is a comprehensive, rules-based index designed to measure stock market performance of U.S. companies.

Security selection for the FXTO Index will be conducted in the following manner:

1. The selection universe for the FXTO Index begins with all eligible bank stocks in the Base Index.
2. The Index Provider selects the 30 most liquid stocks. Liquidity is measured by the average daily volume (ADDTV) which is the average daily amount of individual securities traded in a day over a 3-month timeframe.
3. The remaining stocks are ranked based on the sum of the following three factors: 3, 6, 9 and 12-month average price appreciation; cash flow to price; and expected volatility based on 12-month historical stock price fluctuation.
4. Each stock is weighted based on the sum of the three factors (accounting for standard deviation) with a maximum limit of 8% of the total value of the FXTO Index per stock. No more than five stocks may be weighted at the maximum 8% cap. The excess weight of any capped stock is distributed proportionally across the remaining stocks in the FXTO Index. Next, any remaining stocks in excess of 4% of the total value of the FXTO Index are capped at 4% of the total value of the FXTO Index and the excess weight is redistributed proportionally across the remaining stocks in the FXTO Index.

The FXTO Index is reconstituted on an annual basis and rebalanced on a quarterly basis. The FXTO Fund will make corresponding changes to its portfolio shortly after the FXTO Index changes are made public. The inception date of the FXTO Index was July 8, 2016. As of July 8, 2016, the FXTO Index was composed of 30 securities and had a market cap range of approximately \$3.2 billion to \$242.6 billion.

First Trust Nasdaq Food & Beverage ETF

The First Trust Nasdaq Food & Beverage ETF (the “FTXG Fund”) seeks investment results that correspond generally to the price and yield (before the Fund’s fees and expenses) of an equity index called the Nasdaq US Smart Food & Beverage Index (the “FTXG Index”).

The FTXG fund will normally invest at least 90% of its net assets (including investment borrowings) in common stocks that comprise the FTXG Index. The FTXG fund, using an indexing investment approach, attempts to replicate, before fees and expenses, the performance of the FTXG Index. The FTXG fund’s investment advisor seeks a correlation of 0.95 or better (before fees and expenses) between the FTXG fund’s performance and the performance of the FTXG Index; a figure of 1.00 would represent perfect correlation. The FTXG Index is owned and is developed, maintained and sponsored by the Index Provider.

The FTXG fund invests in securities issued by food and beverage companies, as classified by the Index Provider using the ICB, which include brewers, distillers and vintners; manufacturers, distributors and packagers of food and beverage products; and companies that grow crops or raise livestock, operate fisheries or own nontobacco plantations. Accordingly, to the extent the FTXG Index is so concentrated, the FTXG fund may be concentrated in an industry or industries within the food and beverage sector. The FTXG Index is designed to select food and beverage stocks from the “Base Index based on a ranking methodology of three price factors which aims to select companies that exhibit: strong growth through high average 3-, 6-, 9- and 12-month price return; value, measured by cash flow to price; and low expected volatility based on historical stock price fluctuation. The Base Index, compiled by the Index Provider, is a comprehensive, rules-based index designed to measure stock market performance of U.S. companies.

Security selection for the FTXG Index will be conducted in the following manner:

1. The selection universe for the FTXG Index begins with all eligible food and beverage companies in the Base Index.
2. The Index Provider selects the 30 most liquid stocks. Liquidity is measured by the average daily trading volume (ADDTV) which is the average daily amount of individual securities traded in a day over a 3-month timeframe.
3. The remaining stocks are ranked based on the sum of the following three factors: 3, 6, 9 and 12-month average price appreciation; cash flow to price; and expected volatility based on 12-month historical stock price fluctuation.
4. Each stock is weighted based on the sum of the three factors (accounting for standard deviation) with a maximum limit of 8% of the total value of the FTXG Index per stock. No more than five stocks may be weighted at the maximum 8% cap. The excess weight of any capped stock is distributed proportionally across the remaining stocks in the FTXG Index. Next, any remaining stocks in excess of 4% of the total value of the FTXG Index are capped at 4% of the total value of the FTXG Index and the excess weight is redistributed proportionally across the remaining stocks in the FTXG Index.

The FTXG Index is reconstituted on an annual basis and rebalanced on a quarterly basis. The FTXG fund will make corresponding changes to its portfolio shortly after the FTXG Index changes are made public. The inception date of the FTXG Index was July 8, 2016. As of July 8, 2016, the FTXG Index was composed of 29 securities and had a market cap range of approximately \$1.8 billion to \$196.3 billion.

First Trust Nasdaq Oil & Gas ETF

The First Trust Nasdaq Oil & Gas ETF (the “FTXN Fund”) seeks investment results that correspond generally to the price and yield (before the Fund’s fees and expenses) of an equity index called the Nasdaq US Smart Oil & Gas Index (the “FTXN Index”).

The FTXN fund will normally invest at least 90% of its net assets (including investment borrowings) in common stocks that comprise the FTXN Index. The FTXN fund, using an indexing investment approach, attempts to replicate, before fees and expenses, the performance of the FTXN Index. The FTXN fund’s investment advisor seeks a correlation of 0.95 or better (before fees and expenses)

between the FTXN fund's performance and the performance of the FTXN Index; a figure of 1.00 would represent perfect correlation. The FTXN Index is owned and is developed, maintained and sponsored by the Index Provider.

The FTXN fund invests in securities issued by oil and gas companies, as classified by the Index Provider using the ICB, which include companies engaged in the exploration for and drilling, production, refining, distribution and retail sales of oil and gas products; suppliers of equipment and services to oil fields and offshore platforms; and oil and gas pipeline operators. Accordingly, to the extent the FTXN Index is so concentrated, the FTXN fund may be concentrated in an industry or industries within the oil and gas sector. The FTXN Index is designed to select oil and gas stocks from the Base Index based on a ranking methodology of three price factors which aims to select companies that exhibit: strong growth through high average 3-, 6-, 9- and 12-month price return; value, measured by cash flow to price; and low expected volatility based on historical stock price fluctuation. The Base Index, compiled by the Index Provider, is a comprehensive, rules-based index designed to measure stock market performance of U.S. companies.

Security selection for the FTXN Index will be conducted in the following manner:

1. The selection universe for the FTXN Index begins with all eligible oil and gas stocks in the Base Index.
2. The Index Provider selects the 50 most liquid stocks. Liquidity is measured by the average daily trading volume (ADDTV) which is the average daily amount of individual securities traded in a day over a 3-month timeframe.
3. The remaining stocks are ranked based on the sum of the following three factors: 3-, 6-, 9- and 12-month average price appreciation; cash flow to price; and expected volatility based on 12-month historical stock price fluctuation.
4. Each stock is weighted based on the sum of the three factors (accounting for standard deviation) with a maximum of 8% of the total value of the FTXN Index per stock. No more than five stocks may be weighted at the maximum 8% cap. The excess weight of any capped stock is distributed proportionally across the remaining stocks in the FTXN Index. Next, any remaining stocks in excess of 4% of the total value of the FTXN Index are capped at 4% of the total value of the FTXN Index and the excess weight is redistributed proportionally across the remaining stocks in the FTXN Index.

The FTXN Index is reconstituted on an annual basis and rebalanced on a quarterly basis. The FTXN fund will make corresponding changes to its portfolio shortly after the FTXN Index changes are made public. The inception date of the FTXN Index was July 8, 2016. As of July 8, 2016, the FTXN Index was composed of 49 securities and had a market cap range of approximately \$1.6 billion to \$387.9 billion.

First Trust Nasdaq Pharmaceuticals ETF

The First Trust Nasdaq Pharmaceuticals ETF (the "FTXH Fund") seeks investment results that correspond generally to the price and yield (before the Fund's fees and expenses) of an equity index called the Nasdaq US Smart Pharmaceuticals Index (the "FTXH Index").

The FTXH Fund will normally invest at least 90% of its net assets (including investment borrowings) in common stocks that comprise the FTXH Index. The FTXH Fund, using an indexing investment approach, attempts to replicate, before fees and expenses, the performance of the FTXH Index. The FTXH Fund's investment advisor seeks a correlation of 0.95 or better (before fees and expenses) between the FTXH Fund's performance and the performance of the FTXH Index; a figure of 1.00 would represent perfect correlation. The FTXH Index is owned and is developed, maintained and sponsored by the Index Provider.

The FTXH Fund invests in securities issued by pharmaceuticals companies, as classified by the Index Provider using the ICB, which include manufacturers of prescription or over-the-counter drugs, such as aspirin, cold remedies and birth control pills as well as vaccine producers. Accordingly, to the extent the FTXH Index is so concentrated, the FTXH Fund may be concentrated in an industry or industries within the pharmaceuticals sector. The FTXH Index is designed to select pharmaceuticals stocks from the NASDAQ US Benchmark Index (the "Base Index") based on a ranking methodology of three price factors which aims to select companies that exhibit: strong growth through high average 3-, 6-, 9- and 12-month price return; value, measured by cash flow to price; and low expected volatility based on historical stock price fluctuation. The Base Index, compiled by the Index Provider, is a comprehensive, rules-based index designed to measure stock market performance of U.S. companies.

Security selection for the FTXH Index will be conducted in the following manner:

1. The selection universe for the FTXH Index begins with all eligible pharmaceuticals companies in the Base Index.
2. The Index Provider selects the 30 most liquid stocks. Liquidity is measured by the average daily trading volume (ADDTV) which is the average daily amount of individual securities traded in a day over a 3-month timeframe.
3. The remaining stocks are ranked based on the sum of the following three factors: 3, 6, 9 and 12-month average price appreciation; cash flow to price; and expected volatility based on 12-month historical stock price fluctuation.
4. Each stock is weighted based on the sum of the three factors (accounting for standard deviation) with a maximum limit of 8% of the total value of the FTXH Index per stock. No more than five stocks may be weighted at the maximum 8% cap. The excess weight of any capped stock is distributed proportionally across the remaining stocks in the FTXH Index. Next, any remaining stocks in excess of 4% of the total value of the FTXH Index are capped at 4% of the total value of the FTXH Index and the excess weight is redistributed proportionally across the remaining stocks in the FTXH Index.

The FTXH Index is reconstituted on an annual basis and rebalanced on a quarterly basis. The FTXH Fund will make corresponding changes to its portfolio shortly after the FTXH Index changes are made public. The inception date of the FTXH Index was July 8, 2016. As of July 8, 2016, the FTXH Index was composed of 29 securities and had a market cap range of approximately \$669 million to \$337.9 billion.

First Trust Nasdaq Retail ETF

The First Trust Nasdaq Retail ETF (the “FTXD Fund”) seeks investment results that correspond generally to the price and yield (before the Fund’s fees and expenses) of an equity index called the Nasdaq US Smart Retail Index (the “FTXD Index”).

The FTXD Fund will normally invest at least 90% of its net assets (including investment borrowings) in common stocks that comprise the FTXD Index. The FTXD Fund, using an indexing investment approach, attempts to replicate, before fees and expenses, the performance of the FTXD Index. The FTXD Fund’s investment advisor seeks a correlation of 0.95 or better (before fees and expenses) between the FTXD Fund’s performance and the performance of the FTXD Index; a figure of 1.00 would represent perfect correlation. The FTXD Index is owned and is developed, maintained and sponsored by the Index Provider.

The FTXD Fund invests in securities issued by retail companies, as classified by the Index Provider using the ICB, which include companies engaged in the direct sale of good or services to the public, including online marketplaces. Accordingly, to the extent the FTXD Index is so concentrated, the FTXD Fund may be concentrated in an industry or industries within the retail sector. The FTXD Index is designed to select retail stocks from the Base Index based on a ranking methodology of three price factors which aims to select companies that exhibit: strong growth through high average 3-, 6-, 9- and 12-month price return; value, measured by cash flow to price; and low expected volatility based on historical stock price fluctuation. The Base Index, compiled by the Index Provider, is a comprehensive, rules-based index designed to measure stock market performance of U.S. companies.

Security selection for the FTXD Index will be conducted in the following manner:

1. The selection universe for the FTXD Index begins with all eligible bank stocks in the Base Index.
2. The Index Provider selects the 50 most liquid stocks. Liquidity is measured by the average daily trading volume (ADDTV) which is the average daily amount of individual securities traded in a day over a 3-month timeframe.
3. The remaining stocks are ranked based on the sum of the following three factors: 3, 6, 9 and 12-month average price appreciation; cash flow to price; and expected volatility based on 12-month historical stock price fluctuation.
4. Each stock is weighted based on the sum of the three factors (accounting for standard deviation) with a maximum limit of 8% of the total value of the FTXD Index per stock. No more than five stocks may be weighted at the maximum 8% cap. The excess weight of any capped stock is distributed proportionally across the remaining stocks in the FTXD Index. Next, any remaining stocks in excess of 4% of the total value of the FTXD Index are capped at 4% of the total value of the FTXD Index and the excess weight is redistributed proportionally across the remaining stocks in the FTXD Index.

The FTXD Index is reconstituted on an annual basis and rebalanced on a quarterly basis. The FTXD Fund will make corresponding changes to its portfolio shortly after the FTXD Index changes are made public. The inception date of the FTXD Index was July 8, 2016. As of July 8, 2016, the FTXD Index was

composed of 50 securities and had a market cap range of approximately \$759 million to \$351.9 billion.

First Trust Nasdaq Semiconductor ETF

The First Trust Nasdaq Semiconductor ETF (the “FTXL Fund”) seeks investment results that correspond generally to the price and yield (before the Fund’s fees and expenses) of an equity index called the Nasdaq US Smart Semiconductor Index (the “FTXL Index”).

The FTXL Fund will normally invest at least 90% of its net assets (including investment borrowings) in common stocks that comprise the FTXL Index. The FTXL Fund, using an indexing investment approach, attempts to replicate, before fees and expenses, the performance of the FTXL Index. The FTXL Fund’s investment advisor seeks a correlation of 0.95 or better (before fees and expenses) between the FTXL Fund’s performance and the performance of the FTXL Index; a figure of 1.00 would represent perfect correlation. The FTXL Index is owned and is developed, maintained and sponsored by the Index Provider.

The FTXL Fund invests in securities issued by semiconductor companies, as classified by the Index Provider using the ICB, which include producers and distributors of semiconductors and other integrated chips, including other products related to the semiconductor industry, such as semiconductor capital equipment and motherboards. Accordingly, to the extent the FTXL Index is so concentrated, the FTXL Fund may be concentrated in an industry or industries within the semiconductor sector. The FTXL Index is designed to select semiconductor stocks from the Base Index based on a ranking methodology of three price factors which aims to select companies that exhibit: strong growth through high average 3-, 6-, 9- and 12-month price return; value, measured by cash flow to price; and low expected volatility based on historical stock price fluctuation. The Base Index, compiled by the Index Provider, is a comprehensive, rules-based index designed to measure stock market performance of U.S. companies.

Security selection for the FTXL Index will be conducted in the following manner:

1. The selection universe for the FTXL Index begins with all eligible semiconductor stocks in the Base Index.
2. The Index Provider selects the 30 most liquid stocks. Liquidity is measured by the average daily trading volume (ADDTV) which is the average daily amount of individual securities traded in a day over a 3-month timeframe.
3. The remaining stocks are ranked based on the sum of the following three factors: 3-, 6-, 9- and 12-month average price appreciation; cash flow to price; and expected volatility based on 12-month historical stock price fluctuation.
4. Each stock is weighted based on the sum of the three factors (accounting for standard deviation) with a maximum limit of 8% of the total value of the FTXL Index per stock. No more than five stocks may be weighted at the maximum 8% cap. The excess weight of any capped stock is distributed proportionally across the remaining stocks in the FTXL Index. Next, any remaining stocks in excess of 4% of the total value of the FTXL Index are capped at 4% of the total value of the FTXL Index and the excess weight is redistributed proportionally across the remaining stocks in the FTXL Index.

The FTXL Index is reconstituted on an annual basis and rebalanced on a quarterly basis. The FTXL Fund will make corresponding changes to its portfolio shortly after the FTXL Index changes are made public. The inception date of the FTXL Index was July 8, 2016. As of July 8, 2016, the FTXL Index was composed of 30 securities and had a market cap range of approximately \$574 million to \$160.5 billion.

First Trust Nasdaq Transportation ETF

The First Trust Nasdaq Transportation ETF (the “FTXR Fund”) seeks investment results that correspond generally to the price and yield (before the Fund’s fees and expenses) of an equity index called the Nasdaq US Smart Transportation Index (the “FTXR Index”).

The FTXR Fund will normally invest at least 90% of its net assets (including investment borrowings) in common stocks that comprise the FTXR Index. The FTXR Fund, using an indexing investment approach, attempts to replicate, before fees and expenses, the performance of the FTXR Index. The FTXR Fund’s investment advisor seeks a correlation of 0.95 or better (before fees and expenses) between the FTXR Fund’s performance and the performance of the FTXR Index; a figure of 1.00 would represent perfect correlation. The FTXR Index is owned and is developed, maintained and sponsored by the Index Provider.

The FTXR Fund invests in securities issued by transportation companies, as classified by the Index Provider using the ICB, which include: delivery services, shipping and marine transportation companies, railroads, trucking companies and companies providing services to the transportation sector, including companies that manage airports, train depots, roads, bridges, tunnels, ports, and providers of logistic services to shippers of goods; manufacturers and distributors of automobiles, auto parts and tires; and airlines providing primarily passenger air transport. Accordingly, to the extent the FTXR Index is so concentrated, the FTXR Fund may be concentrated in an industry or industries within the transportation sector. The FTXR Index is designed to select transportation stocks from the Base Index based on a ranking methodology of three price factors which aims to select companies that exhibit: strong growth through high average 3-, 6-, 9- and 12-month price return; value, measured by cash flow to price; and low expected volatility based on historical stock price fluctuation. The Base Index, compiled by the Index Provider, is a comprehensive, rules-based index designed to measure stock market performance of U.S. companies.

Security selection for the FTXR Index will be conducted in the following manner:

1. The selection universe for the FTXR Index begins with all eligible transportation stocks in the Base Index.
2. The Index Provider selects the 30 most liquid stocks. Liquidity is measured by the average daily trading volume (ADDTV) which is the average daily amount of individual securities traded in a day over a 3-month timeframe.
3. The remaining stocks are ranked based on the sum of the following three factors: 3, 6, 9 and 12-month average price appreciation; cash flow to price; and expected volatility based on 12-month historical stock price fluctuation.

4. Each stock is weighted based on the sum of the three factors (accounting for standard deviation) with a maximum limit of 8% of the total value of the FTXR Index per stock. No more than five stocks may be weighted at the maximum 8% cap. The excess weight of any capped stock is distributed proportionally across the remaining stocks in the FTXR Index. Next, any remaining stocks in excess of 4% of the total value of the FTXR Index are capped at 4% of the total value of the FTXR Index and the excess weight is redistributed proportionally across the remaining stocks in the FTXR Index.

The FTXR Index is reconstituted on an annual basis and rebalanced on a quarterly basis. The FTXR Fund will make corresponding changes to its portfolio shortly after the FTXR Index changes are made public. The inception date of the FTXR Index was July 8, 2016. As of July 8, 2016, the FTXR Index was composed of 30 securities and had a market cap range of approximately \$2.2 billion to \$96.7 billion.

For more information regarding the Funds' investment strategy, please read the prospectus for the Fund.

As described more fully in the Trust's prospectus and Statement of Additional Information ("SAI"), the Funds issue and redeem Shares at net asset value ("NAV") only in large blocks of 50,000 Shares (each block of Shares called a "Creation Unit"). As a practical matter, only broker-dealers or large institutional investors with creation and redemption agreements (called Authorized Participants) can purchase or redeem these Creation Units. Except when aggregated in Creation Units, the Shares may not be redeemed with the Funds.

Shares are held in book-entry form, which means that no Share certificates are issued. The Depository Trust Company or its nominee is the record owner of all outstanding Shares of the Funds and is recognized as the owner of all Shares for all purposes.

The NAV per Share for each Fund is computed by dividing the value of the net assets of the Fund (i.e., the value of its total assets less total liabilities) by the total number of Shares outstanding. Expenses and fees are accrued daily and taken into account for purposes of determining NAV. The NAV of each Fund is determined each business day after the close of trading (ordinarily 4:00 p.m., Eastern Time or "ET") of the New York Stock Exchange. Any assets or liabilities denominated in currencies other than the U.S. dollar are converted into U.S. dollars at the current market rates on the date of valuation as quoted by one or more sources.

The registration statement for the Funds describes the various fees and expenses for the Funds' Shares. For a more complete description of the Funds and the underlying indexes, visit the Funds' website at www.ftportfolios.com.

PURCHASES AND REDEMPTIONS IN CREATION UNIT SIZE

BX members and PHLX members and member organizations are hereby informed that procedures for purchases and redemptions of Shares in Creation Unit Size are described in the Trust's prospectus and Statement of Additional Information and that Shares are not individually redeemable but are redeemable only in Creation Unit Size aggregations or multiples thereof.

PRINCIPAL RISKS

Interested persons are referred to the discussion in the prospectus for the Fund of the principal risks of an investment in the Fund. These include tracking error risk (factors causing the Fund's performance to not match the performance of the underlying index), market trading risk (for example, trading halts, trading above or below net asset value), authorized participant concentration risk, concentration risk, cyber security risk, equity securities risk, food and beverage companies risk, market risk, market maker risk, new fund risk, non-correlation risk, non-diversification risk, replication management risk, and smaller companies risk.

EXCHANGE RULES APPLICABLE TO TRADING IN THE SHARES

Trading of the Shares on BX is on a UTP basis and is subject to BX equity trading rules. Trading of the Shares on PHLX's PSX system is on a UTP basis and is subject to PHLX rules.

TRADING HOURS

The values of each index underlying the Shares are disseminated to data vendors every 15 seconds. The Shares will trade on BX between 8:00 a.m. and 7:00 p.m. ET. The Shares will trade on PSX between 9:00 a.m. and 5:00 p.m. ET. For trading during each market's pre-market and post-market sessions, market participants should note that additional risks may exist with respect to trading the Fund during these sessions, when the underlying index's values, intraday indicative value, or similar value may not be disseminated or calculated.

DISSEMINATION OF FUND DATA

The Consolidated Tape Association will disseminate real time trade and quote information for the Funds to Tape C.

Fund Name	Listing Market	Trading Symbol	IOPV Symbol	NAV Symbol
First Trust Nasdaq Bank ETF	NASDAQ	FTXO	FTXO.IV	FTXO.NV
First Trust Nasdaq Food & Beverage ETF	NASDAQ	FTXG	FTXG.IV	FTXG.NV
First Trust Nasdaq Oil & Gas ETF	NASDAQ	FTXN	FTXN.IV	FTXN.NV
First Trust Nasdaq Pharmaceuticals ETF	NASDAQ	FTXH	FTXH.IV	FTXH.NV

First Trust Nasdaq Retail ETF	NASDAQ	FTXD	FTXD.IV	FTXD.NV
First Trust Nasdaq Semiconductor ETF	NASDAQ	FTXL	FTXL.IV	FTXL.NV
First Trust Nasdaq Transportation ETF	NASDAQ	FTXR	FTXR.IV	FTXR.NV

SUITABILITY

Trading in the Shares on BX will be subject to the provisions of BX Equity Rule 2310. Shares trading on PSX will be subject to the provisions of PHLX Rule 763. Members and member organizations recommending transactions in the Shares to customers should make a determination that the recommendation is suitable for the customer. In addition, members must possess sufficient information to satisfy the “know your customer” obligation that is embedded in the BX Conduct Rules.

BX members and PHLX members and member organizations should also review NASD Notice to Members 03-71 for guidance on trading these products. The Notice reminds members of their obligations to: (1) conduct adequate due diligence to understand the features of the product; (2) perform a reasonable-basis suitability analysis; (3) perform customer-specific suitability analysis in connection with any recommended transactions; (4) provide a balanced disclosure of both the risks and rewards associated with the particular product, especially when selling to retail investors; (5) implement appropriate internal controls; and (6) train registered persons regarding the features, risk and suitability of these products.

TRADING HALTS

BX will halt trading in the Shares of a Fund in accordance with BX Equity Rule 4120. PHLX will halt trading in the Shares of a Fund in accordance with PHLX Rule 3100. The grounds for a halt under these rules include a halt by the primary market because the intraday indicative value of the Fund, the value of its underlying index, or a similar value are not being disseminated as required, or a halt for other regulatory reasons. In addition, BX and PHLX will also stop trading the Shares of a Fund if the primary market delists the Fund.

DELIVERY OF A PROSPECTUS

BX members and PHLX members and member organizations should be mindful of applicable prospectus delivery requirements under the federal securities laws with respect to transactions in the Fund.

Prospectuses may be obtained through the Fund's website. The prospectus for the Funds does not contain all of the information set forth in the Fund's registration statement (including the exhibits to the registration statement), parts of which have been omitted in accordance with the rules and regulations of the Securities and Exchange Commission ("SEC"). For further information about the Fund, please refer to the registration statement.

In the event that the Fund relies upon an order by the SEC exempting the Shares from certain prospectus delivery requirements under Section 24(d) of the 1940 Act and in the future make available a written product description, BX Equity Rules 4420 and 4421, and PHLX Rule 803 require that members and member organizations, respectively, provide to all purchasers of Shares a written description of the terms and characteristics of such securities, in a form prepared by the Trust for the Fund, no later than the time a confirmation of the first transaction in the Shares is delivered to such purchaser. In addition, members and member organizations shall include such a written description with any sales material relating to the Shares that is provided to customers or the public. Any other written materials provided by members or member organizations to customers or the public making specific reference to the Shares as an investment vehicle must include a statement in substantially the following form: "A circular describing the terms and characteristics of the Shares of the Fund has been prepared by the Trust and is available from your broker. It is recommended that you obtain and review such circular before purchasing Shares of the Fund. In addition, upon request you may obtain from your broker a prospectus for Shares of the Fund."

Any BX or PHLX member or member organization carrying an omnibus account for a non-member broker-dealer is required to inform such non-member that execution of an order to purchase Shares for such omnibus account will be deemed to constitute agreement by the non-member to make such written description available to its customers on the same terms as are directly applicable to BX members and PHLX members or member organizations under this rule.

Upon request of a customer, BX members and PHLX members or member organizations shall provide a copy of the prospectus.

EXEMPTIVE, INTERPRETIVE AND NO-ACTION RELIEF UNDER FEDERAL SECURITIES REGULATIONS

The SEC has issued exemptive, interpretive or no-action relief from certain provisions of rules under the Securities Exchange Act of 1934 (the "Act") regarding trading in the above mentioned exchange-traded Fund.

REGULATION M EXEMPTIONS

Generally, Rules 101 and 102 of Regulation M prohibit any "distribution participant" and its "affiliated purchasers" from bidding for, purchasing, or attempting to induce any person to bid for or purchase any security which is the subject of a distribution until after the applicable restricted period, except as specifically permitted in Regulation M. The provisions of the Rules apply to underwriters, prospective underwriters, brokers, dealers, and other persons who have agreed to participate or are participating in a distribution of securities.

The SEC has granted an exemption from Rule 101 under Regulation M to permit persons participating in a distribution of shares of the above-mentioned Fund to engage in secondary market transactions

in such shares during their participation in such a distribution. In addition, the SEC has granted relief under Regulation M to permit persons who may be deemed to be participating in the distribution of Shares of the above-mentioned Fund (i) to purchase securities for the purpose of purchasing Creation Unit Aggregations of Fund Shares and (ii) to tender securities for redemption in Creation Unit Aggregations. Further, the SEC has clarified that the tender of Fund Shares to the Fund for redemption does not constitute a bid for or purchase of any of the Fund's securities during the restricted period of Rule 101. The SEC has also granted an exemption pursuant to paragraph (e) of Rule 102 under Regulation M to allow the redemption of Fund Shares in Creation Unit Aggregations during the continuous offering of Shares.

CUSTOMER CONFIRMATIONS FOR CREATION OR REDEMPTION OF FUND SHARES (SEC RULE 10B-10)

Broker-dealers who handle purchases or redemptions of Fund Shares in Creation Unit size for customers will be permitted to provide such customers with a statement of the number of Creation Unit Aggregations created or redeemed without providing a statement of the identity, number and price of shares of the individual securities tendered to the Fund for purposes of purchasing Creation Unit Aggregations ("Deposit Securities") or the identity, number and price of shares to be delivered by the Trust for the Fund to the redeeming holder ("Redemption Securities"). The composition of the securities required to be tendered to the Fund for creation purposes and of the securities to be delivered on redemption will be disseminated each business day and will be applicable to requests for creations or redemption, as the case may be, on that day. This exemptive relief under Rule 10b-10 with respect to creations and redemptions is subject to the following conditions:

- 1) Confirmations to customers engaging in creations or redemptions must state that all information required by Rule 10b-10 will be provided upon request;
- 2) Any such request by a customer for information required by Rule 10b-10 will be filed in a timely manner, in accordance with Rule 10b-10(c);
- 3) Except for the identity, number and price of shares of the component securities of the Deposit Securities and Redemption Securities, as described above, confirmations to customers must disclose all other information required by Rule 10b-10(a).

SEC RULE 14E-5

An exemption from Rule 14e-5 has been granted to permit any person acting as a dealer-manager of a tender offer for a component security of the Fund (1) to redeem Fund Shares in Creation Unit Aggregations from the issuer that may include a security subject to such tender offer and (2) to purchase Fund Shares during such tender offer. In addition, a no-action position has been taken under Rule 14e-5 if a broker-dealer acting as a dealer-manager of a tender offer for a security of the Fund purchases or arranges to purchase such securities in the secondary market for the purpose of tendering such securities to purchase one or more Creation Unit Aggregations of Shares, if made in conformance with the following:

- 1) such bids or purchases are effected in the ordinary course of business, in connection with a basket of 20 or more securities in which any security that is the subject of a

- distribution, or any reference security, does not comprise more than 5% of the value of the basket purchased; or
- 2) purchases are effected as adjustments to such basket in the ordinary course of business as a result of a change in the composition of the underlying index; and
 - 3) such bids or purchases are not effected for the purpose of facilitating such tender offer.

SECTION 11(D)(1); SEC RULES 11D1-1 AND 11D1-2

Section 11(d)(1) of the Act generally prohibits a person who is both a broker and a dealer from effecting any transaction in which the broker-dealer extends credit to a customer on any security which was part of a new issue in the distribution of which he participated as a member of a selling syndicate or group within thirty days prior to such transaction. The SEC has clarified that Section 11(d)(1) does not apply to broker-dealers that are not Authorized Participants (and, therefore, do not create Creation Unit Aggregations) that engage in both proprietary and customer transactions in Shares of the Fund in the secondary market, and for broker-dealer Authorized Participants that engage in creations of Creation Unit Aggregations. This relief is subject to specific conditions, including the condition that such broker-dealer (whether or not an Authorized Participant) does not, directly or indirectly, receive from the fund complex any payment, compensation or other economic incentive to promote or sell the Shares of the Fund to persons outside the fund complex, other than non-cash compensation permitted under NASD Rule 2830(l)(5)(A), (B) or (C). (See [letter](#) from Catherine McGuire, Chief Counsel, SEC Division of Market Regulation, to Securities Industry Association, Derivative Products Committee, dated November 21, 2005.) The SEC also has taken a no-action position under Section 11(d)(1) of the Act that broker-dealers may treat Shares of the Fund, for purposes of Rule 11d1-2, as "securities issued by a registered open-end investment company as defined in the Investment Company Act" and thereby extend credit or maintain or arrange for the extension or maintenance of credit on Shares that have been owned by the persons to whom credit is provided for more than 30 days, in reliance on the exemption contained in the rule.

SEC RULE 15C1-5 AND 15C1-6

The SEC has taken a no-action position with respect to Rule 15c1-5 and Rule 15c1-6 as to the required disclosure of control by a broker or dealer with respect to creations and redemptions of Fund Shares and secondary market transactions therein. (See [letter](#) from Catherine McGuire, Chief Counsel, SEC Division of Market Regulation, to Securities Industry Association, Derivative Products Committee, dated November 21, 2005.)

This Information Circular is not a statutory prospectus. BX members and PHLX members and member organizations should consult the Fund's prospectus and/or the Fund's website for relevant information.

Inquiries regarding this Information Circular should be directed to:

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