

# **KINGS** by UPHOLDINGS

## **UPHOLDINGS Compound Kings ETF**

Annual Report

September 30, 2021

## UPHOLDINGS COMPOUND KINGS ETF

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## UPHOLDING COMPOUND KINGS ETF

### LETTER TO SHAREHOLDERS SEPTEMBER 30, 2021

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Dear UPHOLDINGS® Compound Kings™ ETF Shareholders,

November 22, 2021

Thank you for your investment in the UPHOLDINGS® Compound Kings™ ETF (“KNGS” or the “Fund”). The information presented in this letter relates to the operations of the Fund for its fiscal period beginning on its inception as an exchange traded fund (December 29, 2020) through September 30, 2021 (“FY 2021”).

The Fund is an actively-managed exchange-traded fund (“ETF”) that seeks to achieve its investment objective by investing in securities that the Fund’s sub-adviser, Upholdings Group LLC (Upholdings), believe offer the most attractive risk and return potential. Upholdings recommends investments for the Fund’s portfolio based on its own proprietary research.

KNGS is currently non-diversified, meaning it may concentrate its assets in fewer individual holdings than a diversified fund. Therefore, KNGS is more exposed to individual stock volatility than a diversified fund.

For the fiscal period, KNGS was up 7.11% at its market price and up 7.11% at net asset value (NAV). Over the period, KNGS underperformed the S&P 500 Total Return Index, which returned 16.85%.

Enterprise software was one of the strongest performing categories in 2021, with many share prices growing in excess of underlying fundamentals. Chinese internet, meanwhile, was one of the worst performing categories in 2021, with many share prices falling in excess of fundamentals. The Fund’s underexposure to enterprise software and overexposure to Chinese Internet were the primary inhibitors to the Fund’s performance during this period.

The best and worst securities listed below are based on their contribution to the Fund’s return over the past twelve months, taking into consideration the weighting of each security.

The best performing security in the Fund’s portfolio during the period was UP Fintech Holding Ltd - ADR, which was up 335.02%. The second-best performing security was Facebook Inc-Class A, which was up 23.65% during the period. The third best performing security for the period was Berkshire Hathaway Inc-Class B, which was up 21.48% during the period.

The worst performing security in the Fund’s portfolio during the period was Alibaba Group Holding-SP ADR, which was down 44.01%. The second worst performing security was Tencent Holdings Ltd-UNS ADR, which was down 17.73% for the period. The third worst performing security was Spotify Technology SA, which was down 31.13% for the period.

KNGS distributed income to shareholders on a quarterly basis.

Please note, returns of the best/worst performers cited above reflect the returns of the stocks during the time period held by the Fund, which was not necessary for the entire fiscal period.

We appreciate your continued investment in the Fund.

Sincerely,

/s/ Robert Cantwell

Robert Cantwell  
Chief Investment Officer  
Upholdings Group LLC

## UPHOLDINGS COMPOUND KINGS ETF

### LETTER TO SHAREHOLDERS SEPTEMBER 30, 2021

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**The performance data quoted represents past performance. Past performance 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 and current performance may be lower or higher than the performance quoted.**

Shares are bought and sold at market price (not at net asset value (“NAV”)), and are not individually redeemed from the Funds. Market price returns are based upon the midpoint of the bid/ask spread at the close of the exchange and does not represent the returns an investor would receive if shares were traded at other times. Brokerage commissions will reduce returns. NAVs are calculated using prices as of the close of regular trading on the exchange, normally 4:00 p.m. Eastern Time.

Any offering must be preceded or accompanied by a prospectus.

Opinions expressed are subject to change at any time, are not guaranteed, and should not be considered investment advice. Current and future portfolio holdings are subject to change and risk. Please refer to the Schedule of Investments contained in this report for a full listing of Fund holdings.

An investment in the Fund is subject to numerous risks, including possible loss of principal. The Fund is actively managed and does not seek to replicate a specified index. The Fund is subject to the following principal risks, among others:

**Non-diversification risk:** The Fund may be more sensitive to economic, business, political or other changes affecting individual issuers or investments than a diversified fund.

**Management risk:** The Fund is actively managed and may not meet its investment objectives.

**Equity investing risk:** An investment in the Fund involves risks similar to those of investing in any fund holding equity securities, such as market fluctuations, changes in interest rates and perceived trends in stock prices.

**Foreign investment risk:** Returns on investments in foreign securities could be more volatile than, or trail the returns on, investments in U.S. securities. Investments in or exposures to foreign securities are subject to special risks, including risks associated with foreign securities generally, such as differences in information available about issuers of securities and investor protection standards applicable in other jurisdictions.

**China investment risk:** The Chinese economy is generally considered an emerging market and can be significantly affected by economic and political conditions and policy in China and surrounding Asian countries. In addition, the Chinese economy is export-driven and highly reliant on trade.

**Cash and cash equivalents risk:** Holding cash or cash equivalents rather than securities or other instruments in which the Fund primarily invests may cause the Fund to miss opportunities to participate in market appreciation.

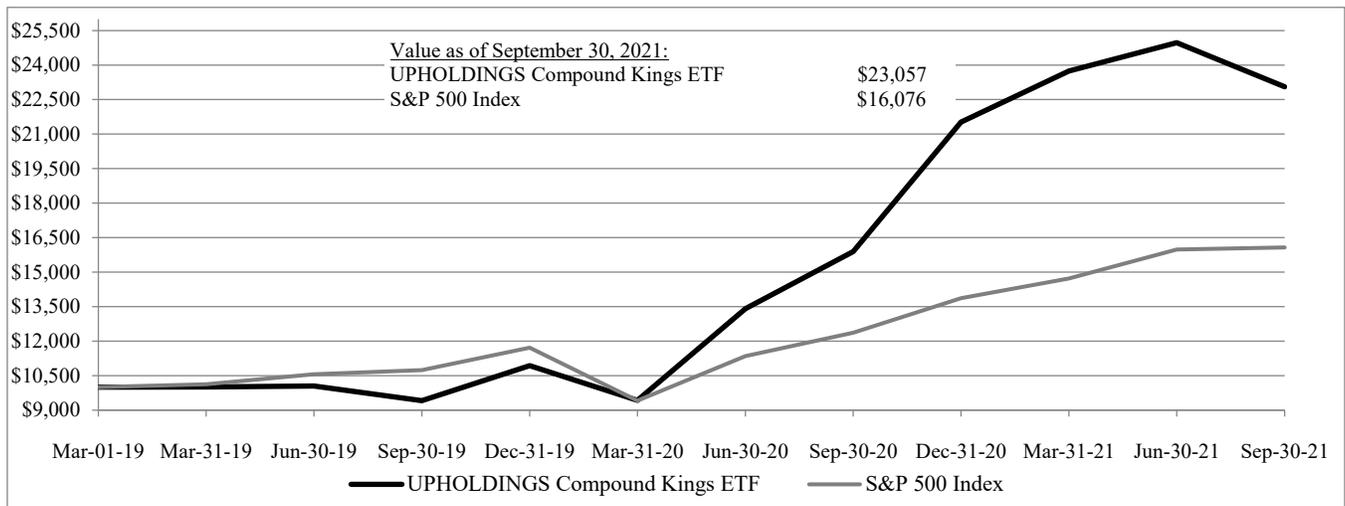
Please refer to the prospectus for additional risk information.

The S&P 500 Total Return Index is a market-capitalization weighted index of 500 leading publicly traded companies in the U.S that incorporates the reinvestment of cash distributions (such as dividends and interest).

The Fund is distributed by Quasar Distributors, LLC.

## UPHOLDINGS COMPOUND KINGS ETF

### Growth of \$10,000 (Unaudited)



#### UPHOLDINGS Compound Kings ETF S&P 500 Index

Average Annual Return*		
1 Year	Since Conversion (December 30, 2020)	Since Inception (March 1, 2019)
45.08%	7.11%	38.17%
30.00%	16.85%	20.17%

See “Index Overview” Section for a description of the index.

\* This chart assumes an initial gross investment of \$10,000 made on March 1, 2019. Returns shown include the reinvestment of all dividends and other distributions. **Past performance does not guarantee future results.** The graph and table do not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the redemption of Fund shares. Investment return and principal value will fluctuate, so that your shares, when redeemed, may be worth more or less than the original cost. The Fund converted from a Hedge Fund to an ETF on December 30, 2020.

### Tabular Presentation of Schedule of Investments As of September 30, 2021 (Unaudited) UPHOLDINGS Compound Kings ETF

Sector <sup>1</sup>	% of Net Assets
Information	44.9%*
Finance and Insurance	22.7%
Retail Trade	8.7%
Information Technology	5.7%
Professional, Scientific, and Technical Services	4.6%
Manufacturing	3.1%
Financials	2.7%
Administrative and Support and Waste Management and Remediation Services	2.5%
Money Market Funds	2.1%
Consumer Discretionary	1.4%
Communication Services	1.4%
Other Assets	0.2%
Total	100.0%

1. Sector designations may be different than the sector designations presented in other Fund materials. The sector designations may represent the investment adviser’s internal sector classifications.

\* For purpose of the Fund’s compliance with its concentration limits, the Fund uses various sub-classifications, and none of the Fund’s holdings in the sub-classifications exceed 25% of the Fund’s total assets.

## UPHOLDINGS COMPOUND KINGS ETF

### INDEX OVERVIEW (UNAUDITED) SEPTEMBER 30, 2021

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#### S&P 500 Index

The S&P 500 Index is a stock market index tracking the performance of 500 large companies listed on stock exchanges in the United States.

# Upholdings Compound Kings ETF

## Schedule of Investments

September 30, 2021

Shares	Value
<b>COMMON STOCKS - 95.0%</b>	
<b>Activities Related to Credit Intermediation - 7.6%</b>	
7,877 Adyen N.V. ADR (a)(b)	\$ 220,871
687 PayPal Holdings, Inc. (a)	178,764
1,836 Visa, Inc.	408,969
	808,604
<b>Communications Equipment Manufacturing - 2.1%</b>	
1,601 Apple, Inc.	226,541
<b>Electronic Shopping and Mail-Order Houses - 28.1%</b>	
10,823 Alibaba Group Holding Ltd. ADR (a)(b)	1,602,345
148 Amazon.com, Inc. (a)	486,186
2,132 Etsy, Inc. (a)	443,371
6,463 JD Com, Inc. ADR (a)(b)	466,887
	2,998,789
<b>Information Services - 41.1%</b>	
909 Airbnb, Inc. (a)	152,485
309 Alphabet, Inc. (a)	826,118
4,539 Facebook, Inc. (a)	1,540,491
662 Netflix, Inc. (a)	404,045
1,734 Spotify Technology S.A. ADR (a)(b)	390,739
18,000 Tencent Holdings Ltd. ADR (b)	1,075,860
	4,389,738
<b>Insurance Carriers - 3.8%</b>	
1,500 Berkshire Hathaway, Inc. (a)	409,410
<b>Navigational, Measuring, Electromedical, and Control Instruments Manufacturing - 1.0%</b>	
163 Align Technology, Inc. (a)	108,465
<b>Software Publishers - 11.3%</b>	
225 Atlassian Corp. PLC ADR (a)(b)	88,070
779 Datadog, Inc. (a)	110,112
929 Microsoft Corp.	261,904
1,950 ROBLOX Corp. (a)	147,322
788 ServiceNow, Inc. (a)	490,349
416 Workday, Inc. (a)	103,954
	1,201,711
TOTAL COMMON STOCKS (Cost \$10,502,219)	10,143,258
<b>CLOSED END FUNDS - 2.7%</b>	
12,872 Sixth Street Specialty Lending, Inc.	285,887
TOTAL CLOSED END FUNDS (Cost \$277,116)	285,887
<b>RIGHTS - 0.2%</b>	
97 IPO RIGHTS OF AIRBNB INC COM CLASS A* (c)(d)	16,272
TOTAL RIGHTS (Cost \$14,550)	16,272

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

# Upholdings Compound Kings ETF

## Schedule of Investments

September 30, 2021

<u>Shares</u>	<u>Value</u>
<b>MONEY MARKET FUNDS - 2.1%</b>	
224,277 First American Government Obligations Fund - Class X, 0.03% (e)	\$ 224,277
TOTAL MONEY MARKET FUNDS (Cost \$224,277)	<u>224,277</u>
TOTAL INVESTMENTS (Cost \$11,018,162) - 100.0%	10,669,694
Other Assets in Excess of Liabilities - 0.0% (f)	822
TOTAL NET ASSETS - 100.0%	<u>\$ 10,670,516</u>

Percentages are stated as a percent of net assets.

ADR - American Depository Receipt

\* Fund FG-ONJ, a series of Forge Investments LLC ("Forge SPV") is a special purpose vehicle that exclusively enters into forward purchase agreements with shareholders of AirBNB, Inc. Forge SPV enters into legally binding forward purchase agreements with AirBNB, Inc. shareholders who commit to transfer their shares to Forge SPV once their shares become freely transferable. The Fund is not a party to those agreements. However, via its investment in Forge SPV, the Fund has indirectly invested in forward contracts to acquire 2,800 shares of AirBNB, Inc. The shares reflect a 2:1 stock split on AirBNB Inc. on September 30, 2020. The indirect rights to acquire the AirBNB, Inc. shares were acquired as follows:

1,400 beneficial shares acquired indirectly on November 1, 2019 for a total cost of \$100,695 (\$143.85 per share)

1,400 beneficial shares acquired indirectly on April 29, 2020 for a total cost of \$51,837 (\$74.05 per share)

The carrying value of the shares to be delivered in the future were valued at the market price for ABNB common equity shares observed on September 30, 2021. These shares, prior to their receipt by Forge SPV, are restricted up to six-months after the initial public offering. Upon Forge's SPV's Receipt, the shares will be freely transferrable. As of September 30, 2021, the Fund has received 2,703 shares of AirBNB, Inc.

- (a) Non-Income producing security.
- (b) Foreign Issued Security.
- (c) Value determined using significant unobservable inputs.
- (d) Security is deemed to be illiquid. The total value of illiquid securities represent 0.2% of net assets.
- (e) Rate shown is the 7-day effective yield.
- (f) Represents less than 0.05% of net assets.

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

## UPHOLDING COMPOUND KINGS ETF

### STATEMENT OF ASSETS AND LIABILITIES

September 30, 2021

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	<b>UPHOLDINGS Compound Kings ETF</b>
<b>Assets:</b>	
Investments, at value	\$ 10,669,694
Dividends and interest receivable	6,362
Total assets	<u>10,676,056</u>
<b>Liabilities:</b>	
Accrued investment advisory fees	5,540
Total liabilities	<u>5,540</u>
<b>Net Assets</b>	<u><u>\$ 10,670,516</u></u>
<b>Net Assets Consist of:</b>	
Capital stock	\$ 11,216,688
Total distributable earnings	(546,172)
Net Assets:	<u><u>\$ 10,670,516</u></u>
<b>Calculation of Net Asset Value Per Share:</b>	
Net Assets	\$ 10,670,516
Shares Outstanding (unlimited shares of beneficial interest authorized, no par value)	400,000
Net Asset Value per Share	<u><u>\$ 26.68</u></u>
Cost of Investments	<u><u>\$ 11,018,162</u></u>

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

**UPHOLDING COMPOUND KINGS ETF**

**STATEMENT OF OPERATIONS**  
**For the Period Ended September 30, 2021**

	<b>UPHOLDINGS Compound Kings ETF<sup>(1)</sup></b>
<b>Investment Income:</b>	
Dividend income	\$ 67,278
Interest income	125
Total investment income	67,403
<b>Expenses:</b>	
Investment advisory fees	47,609
Total expenses	47,609
<b>Net investment income</b>	19,794
<b>Realized and Unrealized Gain on Investments:</b>	
Net realized gain on:	
Investments	487,630
Foreign currency	17
	487,647
Net change in unrealized depreciation on:	
Investments	(348,468)
	(348,468)
Net realized and unrealized gain on investments:	139,179
<b>Net increase in net assets resulting from operations</b>	<b>\$ 158,973</b>

(1) Fund converted to an ETF on December 30, 2020.

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

**UPHOLDING COMPOUND KINGS ETF**

**STATEMENT OF CHANGES IN NET ASSETS**

	<b>UPHOLDINGS Compound Kings ETF Period Ended September 30, 2021<sup>(1)</sup></b>
<b>Increase in Net Assets from:</b>	
<b>Operations:</b>	
Net investment income	\$ 19,794
Net realized gain on investments	487,647
Net change in unrealized depreciation on investments	<u>(348,468)</u>
Net increase in net assets resulting from operations	<u>158,973</u>
 <b>Distributions to Shareholders:</b>	
Net investment income	(19,792)
Return of Capital	<u>(6,980)</u>
Total distributions	<u>(26,772)</u>
 <b>Capital Share Transactions:</b>	
Proceeds from shares sold	16,271,173
Payments for shares redeemed	<u>(5,732,858)</u>
Net increase in net assets from net change in capital share transactions	<u>10,538,315</u>
<b>Total increase (decrease) in net assets</b>	<u>10,670,516</u>
<b>Net Assets:</b>	
Beginning of Period	<u>-</u>
End of Period	<u><u>\$ 10,670,516</u></u>
 <b>Changes in Shares Outstanding</b>	
Shares outstanding, beginning of period	-
Shares sold	610,000
Shares repurchased	<u>(210,000)</u>
Shares outstanding, end of period	<u>400,000</u>

(1) Fund converted to an ETF on December 30, 2020.

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

**UPHOLDING COMPOUND KINGS ETF**

**FINANCIAL HIGHLIGHTS**  
**September 30, 2021**

	Net Asset Value, Beginning of Period	Net Investment Income (Loss) <sup>(1)</sup>	Net Realized and Unrealized Gains (Loss) on Investments	Net Increase (Decrease) in Net Asset Value Resulting from Operations	Distributions from Net Investment Income	Total Distributions	Net Asset Value, End of Period	Total Return <sup>(2)</sup>	Net Assets, End of Period (000's)	Net Expenses <sup>(3)(4)</sup>	Net Investment Income <sup>(3)</sup>	Portfolio Turnover Rate <sup>(5)</sup>
<b>UPHOLDINGS Compound Kings ETF</b>												
December 30, 2020 <sup>(6)</sup> to September 30, 2021	\$24.96	0.05	1.73	1.78	(0.06)	(0.06)	\$26.68	7.11%	\$10,671	0.60%	0.25%	34%

- (1) Net investment income per share represents net investment income divided by the daily average shares of beneficial interest outstanding throughout the period.
- (2) All returns reflect reinvested dividends, if any, but do not reflect the impact of taxes. Total return for a period of less than one year is not annualized.
- (3) For periods of less than one year, these ratios are annualized.
- (4) Net expenses include effects of any reimbursement or recoupment.
- (5) Portfolio turnover is not annualized and is calculated without regard to short-term securities having a maturity of less than one year.
- (6) The Fund converted from a private fund to an exchange-traded fund (ETF) on December 30, 2020.

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

## UPHOLDING COMPOUND KINGS ETF

### NOTES TO THE FINANCIAL STATEMENTS SEPTEMBER 30, 2021

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#### NOTE 1 – ORGANIZATION

UPHOLDINGS Compound Kings ETF (the “Fund”) is a series of the Alpha Architect ETF Trust (the “Trust”), which was organized as a Delaware statutory trust on October 11, 2013. The Trust is registered with the Securities and Exchange Commission (“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 converted from a private fund to an exchange-traded fund (ETF) on December 30, 2020. The Fund is considered non-diversified under the 1940 Act. Non-diversified funds generally hold securities of fewer issuers than diversified funds and may be more susceptible to the risks associated with these particular issuers, or to a single economic, political or regulatory occurrence affecting these issuers. The Fund qualifies as an investment company as defined in the Financial Accounting Standards Codification Topic 946-Financial Services - Investment Companies. The Fund’s investment objective is to seek to provide long-term capital growth.

As noted above, the Fund is the successor to the Flagship Fund, a series of Upholdings Funds LLC (the “Predecessor Fund”), which had the same investment objective as the Fund. Upholdings Group, LLC (the “Sub-Adviser”), the sub-adviser to the Fund, was the adviser to the Predecessor Fund. Effective as of prior to the open of business on December 30, 2020, the assets and liabilities of the Predecessor Fund were transferred to the Fund in exchange for shares of the Fund. For financial reporting purposes, assets received and shares issued by the Fund were recorded at fair value; however, for tax purposes the cost basis of the investments received from the Predecessor Fund was carried forward to align ongoing reporting of the Fund’s realized and unrealized gains and losses with amounts distributable to shareholders for tax purposes. Costs incurred by the Fund in connection with the reorganization were paid by the Sub-Adviser. The fiscal year end of the Predecessor Fund and the Fund is September 30. The reporting period covered by this report for the Fund is December 30, 2020 through September 30, 2021. Operations prior to December 30, 2020 were for the Predecessor Fund. As of December 30, 2020, the net assets of the Predecessor Fund were \$2,495,927, including \$1,014,770 of net unrealized appreciation from a tax basis, all of which were transferred into the Fund at the closing of the reorganization. The transfer of net assets resulted in the creation of 100,000 shares of the Fund and an initial NAV per share of \$24.96 at the closing of the reorganization.

The primary purpose of the reorganization into the Trust was to provide shareholders the benefit of a more stable, and highly regulated investment vehicle as well as the attendant benefits of tax efficiency.

The Fund generally invests in securities that Upholdings Group LLC (the “Sub-Adviser”) believes have the potential to compound at a higher rate than the S&P 500 Index over multi-year periods. In most cases, the Sub-Adviser identifies companies that have been reinvesting their own cash flow at above average rates of return. If, based on the Sub-Adviser’s analysis, the shares of a particular company are trading at a fair level compared to the Sub-Adviser’s estimate of the company’s intrinsic value, the Sub-Adviser will generally recommend that the Fund purchase that company’s shares.

Shares of the Fund are listed and traded on Cboe BZX Exchange, Inc. (“Cboe”). 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 10,000 shares, called “Creation Units.” Creation Units are issued and redeemed principally in-kind for securities included in a specified universe. Once created, shares generally trade in the secondary market at market prices that change throughout the day in share amounts 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 either (i) a broker-dealer or other participant in the clearing process through the Continuous Net Settlement System of the National Securities Clearing Corporation or (ii) a 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.

## UPHOLDING COMPOUND KINGS ETF

### NOTES TO THE FINANCIAL STATEMENTS SEPTEMBER 30, 2021

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Authorized Participants may be required to pay a transaction fee to compensate the Trust or its custodian for costs incurred in connection with creation and redemption transactions. The standard transaction fee, which is payable to the Trust's custodian, typically applies to in-kind purchases of the Fund effected through the clearing process on any business day, regardless of the number of Creation Units purchased or redeemed that day ("Standard Transaction Fees"). Variable fees are imposed to compensate the Fund for the transaction costs associated with the cash transactions fees. Certain fund deposits consisting of cash-in-lieu or cash value may be subject to a variable charge ("Variable Transaction Fees"), which is payable to the Fund, of up to 2.00% of the value of the order in addition to the Standard Transaction Fees. Variable Transaction Fees received by the Fund, if any, are displayed in the Capital Share Transactions sections of the Statements of Changes in Net Assets.

Because, among other things, the Fund imposes transaction fees on purchases and redemptions of Shares to cover the custodial and other costs incurred by the Fund in effecting trades, the Board determined that it is not necessary to adopt policies and procedures to detect and deter market timing of the Fund's Shares.

#### 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 ("GAAP").

- A. *Security Valuation.* Equity securities that are traded on a national securities exchange, except those listed on the NASDAQ Global Market® ("NASDAQ") are valued at the last reported sale price on the exchange on which the security is principally traded. Securities traded on NASDAQ will be valued at the NASDAQ Official Closing Price ("NOCP"). If, on a particular day, an exchange-traded or NASDAQ security does not trade, then the most recent quoted bid for exchange-traded or the mean between the most recent quoted bid and ask price for NASDAQ securities will be used. Equity securities that are not traded on a listed exchange are generally valued at the last sale price in the over-the-counter market. If a non-exchange traded security does not trade on a particular day, then the mean between the last quoted closing bid and asked price will be used. Prices denominated in foreign currencies are converted to U.S. dollar equivalents at the current exchange rate, which approximates fair value. Redeemable securities issued by open-end investment companies are valued at the investment company's applicable net asset value, with the exception of exchange-traded open-end investment companies which are priced as equity securities.

Securities for which quotations are not readily available are valued by a committee established by the Trust's Board of Trustees (the "Board") in accordance with procedures established by the Board. This "fair valuation" process is designed to value the subject security at the price the Trust would reasonably expect to receive upon its current sale. 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 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, 2021, the Fund held securities valued by an investment committee.

As described above, the Fund may use various methods to measure the fair value of their investments on a recurring basis. 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.

## UPHOLDING COMPOUND KINGS ETF

### NOTES TO THE FINANCIAL STATEMENTS SEPTEMBER 30, 2021

The availability of observable inputs can vary from security to security and is affected by a wide variety of factors, including, for example, the type of security, whether the security is new and not yet established in the marketplace, the liquidity of markets, and other characteristics particular to the security. To the extent that valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires more judgment. Accordingly, the degree of judgment exercised in determining fair value is greatest for instruments categorized in Level 3.

The inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the level in the fair value hierarchy within which the fair value measurement falls in its entirety, is determined based on the lowest level input that is significant to the fair value measurement in its entirety.

The following is a summary of the fair value classification of the Fund's investments as of September 30, 2021:

<u>Description</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
<b>UPHOLDINGS Compound Kings ETF</b>				
<b><u>Assets*</u></b>				
Common Stocks	\$ 10,143,258	\$ -	\$ -	\$ 10,143,258
Closed End Funds	285,887	-	-	285,887
Rights	-	-	16,272	16,272
Money Market Funds	224,277	-	-	224,277
<b>Total Investments in Securities</b>	<b><u>\$ 10,653,422</u></b>	<b><u>\$ -</u></b>	<b><u>\$ 16,272</u></b>	<b><u>\$ 10,669,694</u></b>

\* For further detail on each asset class, see the Schedule of Investments

During the fiscal period ended September 30, 2021, there were transfers between Levels 1 and 3. Transfers from Level 1 to Level 3 occurred because quoted prices were unavailable for the securities. Below is a reconciliation that details the activity of securities classified as Level 3 during the period ended September 30, 2021.

	<b>UPHOLDINGS Compound Kings ETF <u>Rights</u></b>
Value, Beginning of Period	\$ 420,000
Purchases	-
Proceeds from Sales	(405,450)
Net Realized Gains (Losses)	-
Return of Capital	-
Change in Unrealized Appreciation (Depreciation)	1,722
Transfers In/(Out) of Level 3	-
Value, End of Year	<u>16,272</u>

- B. *Risks.* Markets may perform poorly and the returns from the securities in which the Fund invests may underperform returns from the general securities markets. Securities markets may experience periods of high volatility and reduced liquidity in response to governmental actions or intervention, economic or market developments, or other external factors. The value of a company's securities may rise or fall in response to company, market, economic or other news.

## UPHOLDING COMPOUND KINGS ETF

### NOTES TO THE FINANCIAL STATEMENTS SEPTEMBER 30, 2021

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Foreign securities may underperform U.S. securities and may be more volatile than U.S. securities. Risks relating to investments in foreign securities (including, but not limited to, depositary receipts and participation certificates) and to securities of issuers with significant exposure to foreign markets include: currency exchange rate fluctuation; less available public information about the issuers of securities; less stringent regulatory standards; lack of uniform accounting, auditing and financial reporting standards; and country risks including less liquidity, high inflation rates, unfavorable economic practices, political instability and expropriation and nationalization risks.

The risks of foreign securities typically are greater in emerging and less developed markets. For example, in addition to the risks associated with investments in any foreign country, political, legal and economic structures in these less developed countries may be new and changing rapidly, which may cause instability and greater risk of loss. These securities markets may be less developed and securities in those markets are generally more volatile and less liquid than those in developed markets. Investing in emerging market countries may involve substantial risk due to, among other reasons, limited information; higher brokerage costs; different accounting, auditing and financial reporting standards; less developed legal systems and thinner trading markets as compared to those in developed countries; different clearing and settlement procedures and custodial services; and currency blockages or transfer restrictions. Emerging market countries also are more likely to experience high levels of inflation, deflation or currency devaluations, which could hurt their economies and securities markets. Certain emerging markets also may face other significant internal or external risks, including a heightened risk of war and ethnic, religious and racial conflicts. In addition, governments in many emerging market countries participate to a significant degree in their economies and securities markets, which may impair investment and economic growth of companies in those markets. Such markets may also be heavily reliant on foreign capital and, therefore, vulnerable to capital flight.

The global outbreak of COVID-19 has disrupted economic markets and the prolonged economic impact is uncertain. The operational and financial performance of the issuers of securities in which the Fund invests depends on future developments, including the duration and spread of the outbreak, and such uncertainty may in turn impact the value of the Fund's investments.

See the Fund's Prospectus and Statement of Additional Information regarding the risks of investing in shares of the Fund.

- C. *Foreign Currency.* Investment securities and other assets and liabilities denominated in foreign currencies are translated into U.S. dollar amounts using the spot rate of exchange at the date of valuation. Purchases and sales of investment securities and income and expense items denominated in foreign currencies are translated into U.S. dollar amounts on the respective dates of such transactions.

The Fund isolates the portion of the results of operations resulting from changes in foreign exchange rates on investments from the fluctuations arising from changes in market prices of securities held. That portion of gains (losses) attributable to the changes in market prices and the portion of gains (losses) attributable to changes in foreign exchange rates are included on the "Statement of Operations" under "Net realized gain (loss) – Foreign currency" and "Change in Net Unrealized Appreciation (Depreciation) – Foreign Currency," respectively.

The Fund reports net realized foreign exchange gains or losses that arise from sales of foreign currencies, currency gains or losses realized between the trade and settlement dates on securities transactions, and the difference between the amounts of dividends, interest, and foreign withholding taxes recorded on the Fund's books and the U.S. dollar equivalent of the amounts actually received or paid. Net unrealized foreign exchange gains and losses arise from changes in the fair values of assets and liabilities, other than investments in securities at fiscal year-end, resulting from changes in exchange rates.

## UPHOLDING COMPOUND KINGS ETF

### NOTES TO THE FINANCIAL STATEMENTS SEPTEMBER 30, 2021

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- D. *Federal Income Taxes.* The Fund intends to continue to comply with the requirements of subchapter M of the Internal Revenue Code of 1986, as amended, as necessary to qualify as a regulated investment company and distribute substantially all net taxable investment income and net realized gains to shareholders in a manner which results in no tax cost to the Fund. Therefore, no federal income tax provision is required. As of and during the fiscal year ended September 30, 2021, the Fund did not have any tax positions that did not meet the “more-likely-than-not” threshold of being sustained by the applicable tax authority. As of and during the fiscal year ended September 30, 2021, the Fund did not have liabilities for any unrecognized tax benefits. The Fund would/will recognize interest and penalties, if any, related to unrecognized tax benefits on uncertain tax positions as income tax expense in the Statement of Operations. During the fiscal year ended September 30, 2021, the Fund did not incur any interest or penalties. The Fund is subject to examination by U.S. taxing authorities for the tax periods since the Fund’s commencement of operations.

The Fund may be subject to taxes imposed on realized and unrealized gains on securities of certain foreign countries in which the Fund invests. The foreign tax expense, if any, was recorded on an accrual basis and is included in “Net realized gain (loss) on investments” and “Net increase (decrease) in unrealized appreciation or depreciation on investments” on the accompanying Statements of Operations. The amount of foreign tax owed, if any, is included in “Payable for foreign taxes” on the accompanying Statements of Assets and Liabilities and is comprised of withholding taxes on foreign dividends and taxes on unrealized gains.

- E. *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. Dividend income is recorded on the ex-dividend date, net of any foreign taxes withheld at source. Interest income is recorded on an accrual basis. Withholding taxes on foreign dividends have been provided for in accordance with the Fund’s understanding of the applicable tax rules and regulations.

Distributions to shareholders from net investment income for the Fund are declared and paid on a quarterly basis and distributions to shareholders from net realized gains on securities normally are declared and paid on an annual basis. Distributions are recorded on the ex-dividend date. The Fund may distribute more frequently, if necessary, for tax purposes.

- F. *Use of Estimates.* The preparation of financial statements in conformity with 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 increases and decreases in net assets from operations during the period. Actual results could differ from those estimates.

- G. *Share Valuation.* The 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 for the Fund, rounded to the nearest cent. The Fund’s shares will not be priced on the days on which the New York Stock Exchange (“NYSE”) is closed for regular trading. The offering and redemption price per share for the Fund is equal to the Fund’s net asset value per share.

- J. *Guarantees and Indemnifications.* In the normal course of business, the Fund enters into contracts with service providers that contain general indemnification clauses. Additionally, as is customary, the Trust’s organizational documents permit the Trust to indemnify its officers and trustees against certain liabilities under certain circumstances. The Fund’s maximum exposure under these arrangements is unknown as this would involve future claims that may be against the Fund that have not yet occurred. As of the date of this Report, no claim has been made for indemnification pursuant to any such agreement of the Fund.

## UPHOLDING COMPOUND KINGS ETF

### NOTES TO THE FINANCIAL STATEMENTS SEPTEMBER 30, 2021

K. *Reclassification of Capital Accounts.* 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. In addition, the Fund’s realized net capital gains resulting from in-kind redemptions, in which shareholders exchanged Fund shares for securities held by the Fund rather than for cash. Because such gains are not taxable to the Fund, and are not distributed to shareholders, they have been reclassified from accumulated net realized losses to paid-in capital. For the fiscal year ended September 30, 2021 the following table shows the reclassifications made:

	<b>Undistributed Net Investment Gain (Loss)</b>	<b>Accumulated Net Realized Gain (Loss)</b>	<b>Paid in Capital</b>
UPHOLDINGS Compound Kings ETF	6,978	(685,351)	678,373

### NOTE 3 – COMMITMENTS AND OTHER RELATED PARTY TRANSACTIONS.

Empowered Funds, LLC (the “Adviser”) serves as the investment adviser to the Fund. Pursuant to an investment advisory agreement (the “Advisory Agreement”) between the Trust, on behalf of the Fund, and the Adviser, the Adviser 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 Adviser is also responsible for arranging transfer agency, custody, fund administration and accounting, and other non-distribution related services necessary for the Fund to operate. The Adviser administers the Fund’s business affairs, provides office facilities and equipment and certain clerical, bookkeeping and administrative services. The Adviser agrees to pay all expenses incurred by the Fund except for the fee paid to the Adviser pursuant to the Advisory Agreement, payments under any distribution plan adopted pursuant to Rule 12b-1, brokerage expenses, acquired fund fees and expenses, taxes (including tax-related services), interest (including borrowing costs), litigation expenses (including class action-related services), and other non-routine or extraordinary expenses.

Upholdings Group LLC (the “Sub-Adviser”) serves as a non-discretionary investment sub-adviser to the Fund. Pursuant to an investment sub-advisory agreement (the “Sub-Advisory Agreement”) among the Trust, the Adviser and the Sub-Adviser, the Sub-Adviser is responsible for determining the investment exposures for the Fund, subject to the overall supervision and oversight of the Adviser and the Board.

At a Board meeting held on December 14, 2020, the Board of Trustees of the Trust (the “Trustees”) including each Trustee who is not an “interested person” of the Trust, as defined in the 1940 Act (the “Independent Trustees”), approved the Advisory Agreement and the Sub-Advisory Agreement. Per the Advisory Agreement, the Fund pays an annual rate of 0.60% to the Adviser monthly based on average daily net assets. A description of the Board’s consideration was included in the Fund’s semi-annual report dated March 31, 2021.

### NOTE 4 – PURCHASES AND SALES OF SECURITIES

For the fiscal period ended September 30, 2021, purchases and sales of securities for the Fund, excluding short-term securities and in-kind transactions, were as follows:

	<b>Purchases</b>	<b>Sales</b>
UPHOLDINGS Compound Kings ETF	\$ 10,298,761	\$ 3,453,747

For the fiscal period ended September 30, 2021, in-kind transactions associated with creations and redemptions were as follows:

	<b>Purchases</b>	<b>Sales</b>
UPHOLDINGS Compound Kings ETF	\$ 6,766,985	\$ 5,344,492

**UPHOLDING COMPOUND KINGS ETF**

**NOTES TO THE FINANCIAL STATEMENTS**  
**SEPTEMBER 30, 2021**

For the fiscal period ended September 30, 2021, short term and long-term gains on in-kind transactions were as follows:

	<b>Short Term</b>	<b>Long Term</b>
UPHOLDINGS Compound Kings ETF	\$ 893,792	\$ 0

There were no purchases or sales of U.S. Government securities during the period.

**NOTE 5 – TAX INFORMATION**

The components of tax basis cost of investments and net unrealized appreciation (depreciation) for federal income tax purposes at September 30, 2021 were as follows:

	<b>UPHOLDINGS Compound Kings ETF</b>
Tax cost of Investments	\$ 10,965,091
Gross tax unrealized appreciation	901,048
Gross tax unrealized depreciation	(1,196,445)
Net tax unrealized appreciation (depreciation)	\$ (295,397)
Undistributed ordinary income	-
Undistributed long-term gain	-
Total distributable earnings	-
Other accumulated gain (loss)	(250,775)
Total accumulated gain (loss)	\$ (546,172)

The difference between book and tax-basis cost is attributable to the realization for tax purposes of unrealized gains on investments in REITs, partnerships, passive foreign investment companies and wash sales. Under tax law, certain capital and foreign currency losses realized after October 31 and within the taxable year are deemed to arise on the first business day of the Fund's next taxable year.

For the period ended September 30, 2021, the Fund did not defer any qualified late year losses or post-October losses.

At September 30, 2021, the Fund had the following capital loss carryforwards

	<b>Unlimited Short- Term</b>	<b>Unlimited Long-Term</b>
UPHOLDINGS Compound Kings ETF	(98,345)	-

**NOTE 6 – DISTRIBUTIONS TO SHAREHOLDERS**

The tax character of distributions paid by the Fund during the fiscal period ended September 30, 2021, was as follows:

	<b>Fiscal Period Ended September 30, 2021</b>	
	<b>Ordinary Income</b>	<b>Return of Capital</b>
UPHOLDINGS Compound Kings ETF	19,792	6,980

## UPHOLDING COMPOUND KINGS ETF

### NOTES TO THE FINANCIAL STATEMENTS SEPTEMBER 30, 2021

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#### NOTE 7 – OTHER INFORMATION

Effective March 31, 2021, Foreside Financial Group, LLC (“Foreside”) acquired Quasar Distributors, LLC (“Quasar”), the Fund’s distributor, from U.S. Bancorp. As a result of the acquisition, Quasar became a wholly-owned broker-dealer subsidiary of Foreside and is no longer affiliated with U.S. Bancorp. The Board of Trustees of the Trust has approved a new Distribution Agreement to enable Quasar to continue serving as the Fund’s distributor.

On July 7, 2021, Foreside Financial Group, LLC (“Foreside”), the parent company of Quasar Distributors, LLC (“Quasar”), the Fund’s distributor, announced that it had entered into a definitive purchase and sale agreement with Genstar Capital (“Genstar”) such that Genstar would acquire a majority stake in Foreside. The transaction closed at the end of the third quarter of 2021. Quasar will remain the Fund’s distributor, as approved by the Board on September 15, 2021.

#### NOTE 8 – SUBSEQUENT EVENTS

In preparing these financial statements, management of the Fund has evaluated events and transactions for potential recognition or disclosure through date the financial statements were issued. There were no transactions that occurred during the period subsequent to September 30, 2021, that materially impacted the amounts or disclosures in the Fund’s financial statements.

On October 1, 2021 the Board approved the use of securities lending by the Fund. The Fund may make secured loans of its portfolio securities; however, securities loans will not be made if, as a result, the aggregate amount of all outstanding securities loans by the Fund exceeds 33 1/3% of its total assets (including the market value of collateral received). For purposes of complying with the Fund’s investment policies and restrictions, collateral received in connection with securities loans is deemed an asset of the Fund to the extent required by law.

To the extent the Fund engages in securities lending, securities loans will be made to broker-dealers that the Adviser believes to be of relatively high credit standing pursuant to agreements requiring that the loans continuously be collateralized by cash, liquid securities, or shares of other investment companies with a value at least equal to the market value of the loaned securities. As with other extensions of credit, the Fund bears the risk of delay in the recovery of the securities and of loss of rights in the collateral should the borrower fail financially. The Fund also bears the risk that the value of investments made with collateral may decline.

For each loan, the borrower usually must maintain with the Fund’s custodian collateral with an initial market value at least equal to 102% of the market value of the domestic securities loaned (or 105% of the market value of foreign securities loaned), including any accrued interest thereon. Such collateral will be marked-to-market daily, and if the coverage falls below 100%, the borrower will be required to deliver additional collateral equal to at least 102% of the market value of the domestic securities loaned (or 105% of the foreign securities loaned).

UPHOLDING COMPOUND KINGS ETF

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

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**SPICER JEFFRIES LLP**

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To the Shareholders and  
Board of Trustees of  
Alpha Architect ETF Trust

**Opinion on the Financial Statements**

We have audited the accompanying statement of assets and liabilities, including the schedule of investments, of Upholdings Compound Kings ETF (the “Fund”, a series of Alpha Architect ETF Trust, the “Trust”) as of September 30, 2021, the related statements of operations, changes in net assets, and financial highlights for the period indicated in the table below, and the related notes and schedules (collectively referred to as the financial statements). In our opinion, the financial statements present fairly, in all material respects, the financial position as of September 30, 2021 and the results of operations, changes in net assets, and financial highlights, in all material respects, for the period indicated in the table below, in conformity with accounting principles generally accepted in the United States of America.

<b>Fund</b>	<b>Statement of Operations, Changes in Net Assets, and Financial Highlights</b>
Upholdings Compound Kings ETF	Period from December 30, 2020 through September 30, 2021

**Basis for Opinion**

These financial statements and financial highlights are the responsibility of the Trust’s management. Our responsibility is to express an opinion on the Trust’s financial statements based on our audit. 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 Trust 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 audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Trust is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audit, 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 Trust’s internal control over financial reporting. Accordingly, we express no such opinion.

## UPHOLDING COMPOUND KINGS ETF

### REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

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Our audit 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 procedures included confirmation of securities owned as of September 30, 2021, by correspondence with the custodian. 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. We believe that our audit provides a reasonable basis for our opinion.

*Spicer Jeffrey LLP*

We have served as the auditor of one or more of the investment companies within the Alpha Architect ETF Trust since 2016.

Denver, Colorado  
November 22, 2021



## UPHOLDING COMPOUND KINGS ETF

### EXPENSE EXAMPLE SEPTEMBER 30, 2021 (UNAUDITED)

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As a shareholder of the UPHOLDINGS Compound Kings ETF, 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. This example is 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 mutual funds.

The example is based on an investment of \$1,000 invested at the beginning of the most recent six-month period and held the entire period (April 1, 2021 to September 30, 2021).

#### Actual Expenses

The first line of the table below provides information about actual account values 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 the Period April 1, 2021 to September 30, 2021” to estimate the expenses you paid on your account during this period.

#### Hypothetical Example for Comparison Purposes

The second line of the table below provides information about hypothetical account values 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’s 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. The information assumes the reinvestment of all dividends and distributions.

	<u>Annualized Expense Ratio</u>	<u>Beginning Account Value April 1, 2021</u>	<u>Ending Account Value September 30, 2021</u>	<u>Expenses Paid During Period April 1, 2021 to September 30, 2021</u>
<b>UPHOLDINGS Compound Kings ETF</b>				
Actual	0.60%	\$1,000.00	\$ 971.10	\$2.96
Hypothetical (5% annual return before expenses)	0.60%	1,000.00	1,022.06	3.04

- 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 one-half year period.

## UPHOLDING COMPOUND KINGS ETF

### **REVIEW OF LIQUIDITY RISK MANAGEMENT PROGRAM (UNAUDITED)**

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Pursuant to Rule 22e-4 under the Investment Company Act of 1940, the Trust, on behalf of the series of the Trust covered by this shareholder report (the “Fund”), has adopted a liquidity risk management program (the “Program”) to govern the Trust’s approach to managing liquidity risk. Rule 22e-4 seeks to promote effective liquidity risk management, thereby reducing the risk that the Fund will be unable to meet its redemption obligations and mitigating dilution of the interests of fund shareholders. The Trust’s liquidity risk management program is tailored to reflect the Fund’s particular risks, but not to eliminate all adverse impacts of liquidity risk, which would be incompatible with the nature of the Fund.

The Trust’s Board of Trustees has designated the Chief Executive Officer of Empowered Funds LLC (the “Adviser”) as the Program Administrator, responsible for administering the Program and its policies and procedures.

At the October 1, 2021, meeting of the Board of Trustees of the Trust, the Program Administrator provided the Trustees with a report pertaining to the operation, adequacy, and effectiveness of implementation of the Program for the period ended September 30, 2021. The report concluded that the Program appeared effectively tailored to identify potential illiquid scenarios and to enable the Fund to deliver appropriate reporting. In addition, the report concluded that the Program is adequately operating and its implementation has been effective. The report reflected that there were no liquidity events that impacted the Fund’s ability to timely meet redemptions without dilution to existing shareholders. The report further described material changes that were made to the Program since its implementation.

There can be no assurance that the Program will achieve its objectives in the future. Please refer to the prospectus for more information regarding the Fund’s exposure to liquidity risk and other principal risks to which an investment in the Fund may be subject.

## UPHOLDING COMPOUND KINGS ETF

### **FEDERAL TAX INFORMATION (UNAUDITED)**

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For the fiscal year ended September 30, 2021, certain dividends paid by the Fund may be subject to a maximum tax rate of 23.8%, as provided for by the Tax Cuts and Jobs Act of 2017. The percentage of dividends declared from ordinary income designated as qualified dividend income was as follows:

UPHOLDINGS Compound Kings ETF	82.56%
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For corporate shareholders, the percent of ordinary income distributions qualifying for the corporate dividends received deduction for the fiscal year ended September 30, 2021 was as follows:

UPHOLDINGS Compound Kings ETF	24.19%
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### **SHORT TERM CAPITAL GAIN**

The percentage of taxable ordinary income distributions that are designated as short-term capital gain distributions under the Internal Revenue Section 871 (k)(2)(C) for the Fund was 0.00% (unaudited).

## UPHOLDING COMPOUND KINGS ETF

### OFFICERS AND AFFILIATED TRUSTEE

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The table below sets forth certain information about each of the Trust's executive officers as well as its affiliated Trustee.

<b>Name and Year of Birth</b>	<b>Position(s) Held with the Trust</b>	<b>Term of Office and Length of Time Served</b>	<b>Principal Occupation(s) During Past Five Years</b>
Wesley R. Gray 1980	Chief Executive Officer/Chief Investment Officer	Indefinite term; Trustee since 2014; CEO / CIO since 2010	CEO / CIO, Alpha Architect (Since 2010)
John R. Vogel 1983	Chief Financial Officer/Chief Investment Officer	Indefinite term; Principal Financial Officer since 2014, CFO / CIO since 2011	CFO / CIO, Alpha Architect (Since 2011)
Patrick R. Cleary 1982	Chief Operating Officer/Chief Compliance Officer	Indefinite term; CCO / COO since 2015. COO since 2014.	CCO / COO, Alpha Architect (Since 2015)

**UPHOLDING COMPOUND KINGS ETF**

**INDEPENDENT TRUSTEES**

The following table sets forth certain information about the Trust's Independent Trustees.

Name, Address, and Year of Birth	Position(s) Held with Trust	Term of Office and Length of Time Served	Principal Occupation During Past 5 Years	Number of Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During Past 5 Years
<b>Independent Trustees</b>					
Daniel Dorn Born: 1975 c/o Alpha Architect Trust 213 Foxcroft Road, Broomall, PA 19008	Trustee	Since 2014	Associate Professor of Finance, Drexel University, LeBow College of Business (2003 – present)	16	None
Chukwuemeka (Emeka) O. Oguh Born: 1983 c/o Alpha Architect Trust 213 Foxcroft Road, Broomall, PA 19008	Trustee	Since 2018	Co-founder and CEO, PeopleJoy (2016 – present)	16	None
Michael S. Pagano, Ph.D., CFA Born: 1962 c/o Alpha Architect Trust 213 Foxcroft Road, Broomall, PA 19008	Trustee	Since 2014	The Robert J. and Mary Ellen Darretta Endowed Chair in Finance, Villanova University (1999 - present); Associate Editor of <i>The Financial Review</i> (2009 - present); <i>Advances in Quantitative Analysis of Finance and Accounting</i> (2010 - present); Founder, Michael S. Pagano, LLC (business consulting firm) (2008 - present); Member of FINRA's Market Regulation Committee (2009 - present)	16	None

Additional information about the Affiliated Trustee and Independent Trustees is available in the Statement of Additional Information (SAI).

## UPHOLDING COMPOUND KINGS ETF

### **INFORMATION ABOUT PORTFOLIO HOLDINGS (UNAUDITED)**

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The Fund files its complete schedule of portfolio holdings for its first and third fiscal quarters with the Securities and Exchange Commission (“SEC”) on Part F of Form N-PORT. The Fund’s Form N-PORT is available without charge, upon request, by calling (215) 882-9983. Furthermore, you may obtain the Form N-PORT on the SEC’s website at [www.sec.gov](http://www.sec.gov). The Fund’s portfolio holdings are posted on its website at <https://www.compoundkingsetf.com/> daily.

### **INFORMATION ABOUT PROXY VOTING (UNAUDITED)**

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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 (215) 882-9983, by accessing the SEC’s website at [www.sec.gov](http://www.sec.gov), or by accessing the Fund’s website at <https://www.compoundkingsetf.com/>

When available, information regarding how the Fund’s voted proxies relating to portfolio securities during the twelve months ending June 30 is (1) available by calling (215) 882-9983 and (2) the SEC’s website at [www.sec.gov](http://www.sec.gov).

### **FREQUENCY DISTRIBUTION OF PREMIUMS AND DISCOUNTS (UNAUDITED)**

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Information regarding how often shares of the Fund trades on an exchange at a price above (i.e., at premium) or below (i.e., at a discount) the NAV of the Fund is available, without charge, on the Fund’s website at <https://www.compoundkingsetf.com/>

### **PRIVACY POLICY (UNAUDITED)**

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Alpha Architect ETF Trust (the “Trust”) is strongly committed to preserving and safeguarding the personal financial information of any customers of the Trust. Confidentiality is extremely important to us.

Regulation S-P requires, among others, each investment company to “adopt written policies and procedures that address administrative, technical, and physical safeguards for the protection of customer records and information.” However, Pursuant to Regulation S-P’s definition of “customer,” the Trust currently does not have, nor does it anticipate having in the future, any customers. In addition, the Trust does not collect any non-public personal information from any consumers.

Nonetheless, the Trust has instituted certain technical, administrative and physical safeguards through which the Trust would seek to protect personal financial information about any customers from unauthorized use and access. First, technical procedures are used in order to limit the accessibility and exposure of Trust-maintained information contained in electronic form. If customer information were obtained by the Trust, such technical procedures would cover such information.

Second, administrative procedures that are in place, would be used to control the number and type of employees, affiliated and nonaffiliated persons, to whom customer information (if the Trust were to obtain any) would be accessible.

Third, physical safeguards have been established, which if customer information were obtained by the Trust, to prevent access to such information contained in hard-copy form.

As these procedures illustrate, the Trust realizes the importance of information confidentiality and security and emphasizes practices which are aimed at achieving those goals.

***Adviser***

Empowered Funds, LLC  
213 Foxcroft Road  
Broomall, PA 19008

***Distributor***

Quasar Distributors, LLC  
111 East Kilbourn Ave, Suite 2200  
Milwaukee, Wisconsin 53202

***Custodian***

U.S. Bank National Association  
Custody Operations  
1555 North River Center Drive, Suite 302  
Milwaukee, Wisconsin 53212

***Transfer Agent***

U.S. Bank Global Fund Services, LLC  
615 East Michigan Street  
Milwaukee, Wisconsin 53202

***Independent Registered Public Accounting Firm***

Spicer Jeffries LLP  
4601 DTC Boulevard, Suite 700  
Denver, CO 80237

***Legal Counsel***

Pellegrino, LLC  
303 West Lancaster Avenue, Suite 302  
Wayne, PA 19087

**UPHOLDINGS Compound Kings ETF**

Symbol – KNGS  
CUSIP – 02072L854