

Russell US Equity Index Series: History of Ground Rule Updates

Changes to the Ground Rules go through the internal Governance process via the Equity Operational Forum, Equity Methodology Forum, Equity Technical Forum and FTSE Russell Index Governance Board meetings. The changes may also be discussed at FTSE Russell external advisory committees.

Changes to Policy Documents shown in the Ground Rules such as the Corporate Actions and Events Guides can be found separately.

For a current copy of the Russell US Equity Index Series Construction and Methodology please use the following link: <u>Russell U.S. Equity Indexes Construction and Methodology</u>

2023

January 2023: Alignment of Review Cut Off Dates (effective from June 2023)

FTSE Russell announced the alignment of certain index review cut-off and rank dates to support a simplified index review calendar and provide greater transparency during the index review process. These changes will allow comprehensive and shared cut-off and rank dates between index families during the index review periods.

Within the Russell US Index families, the quarterly cut-offs for the Shares in Issue and Free Float Updates, the IPO Review Period, and the ICB Review Period will now occur on the last business days of January, April, July, and October, respectively. The Russell reconstitution Rank Date will also occur on the last business day of April. For the avoidance of doubt, the annual reconstitution implementation date will remain unchanged and will continue to be implemented on the fourth Friday in June (after the close).

https://research.ftserussell.com/products/index-notices/home/getnotice/?id=2606886

2022

February 2022: Defining Eligible Securities – Chinese Share Classes

FTSE Russell clarified the Construction and Methodology with regard to Chinese share classes.

If a company is designated as a Chinese "N Share", it will not be considered for inclusion within the Russell US Indices. An N Share is a company incorporated outside of mainland China that trades on the New York Stock Exchange, the NASDAQ Exchange or the NYSE American. An N Share will have its headquarters or establishment in mainland China, with the majority of its revenue or assets derived from the PRC. Further information regarding the designation of N shares is available within Appendix B.

https://research.ftserussell.com/products/index-notices/home/getnotice/?id=2603203

March 2022: Construction and Methodology Updates

FTSE Russell provided a timetable for the 2022 reconstitution and summarised the main methodology enhancements over the past 12 months.

https://research.ftserussell.com/products/index-notices/home/getnotice?id=2603474

June 2022: Variable, best effort and direct listing IPOs

FTSE Russell updated the Ground Rules to include details around the treatment of direct listing IPOs. https://research.ftserussell.com/products/index-notices/home/getmethodology/?id=2604764

December 2022: Treatment of Publicly Traded Partnerships (PTPs)

FTSE Russell noted that it is aware of the United States Department of the Treasury, Internal Revenue Service (IRS), Withholding of Tax and Information Reporting With Respect to Interests In Partnerships Engaged in a U.S. Trade or Business legislation.

The legislation, Internal Revenue Code (IRC) section 1446 (f), is effective from 01 January 2023, and imposes a 10% withholding tax (WHT) obligation on all non-US investors who make a gain from disposing of their shares in a Publicly Traded Partnership (PTP) if that PTP has underlying US based assets that generate Effectively Connected Income. Some market participants have reported ceasing providing settlement services or supporting trading for certain PTPs that they deem to be in-scope of IRC 1446 (f).

A PTP is currently an eligible corporate structure within the FTSE Global Equity Index Series (GEIS) and the Russell US indices. FTSE Russell has conducted a review of PTPs and deems the current index constituents not to be in-scope of IRC 1446 (f), hence no further action will be taken by FTSE Russell in relation to IRC 1446 (f) at this time.

If market participants cease providing settlement services or supporting trading in PTP structured index constituents, FTSE Russell will review the eligibility of those names on a case-by-case basis. https://research.ftserussell.com/products/index-notices/home/getmethodology/?id=2606536

2021

July 2021: Clarification regarding SPAC IPOs

FTSE Russell added the following rule with regard to SPAC IPOs. SPAC IPOs:

- If an unlisted Special Purpose Acquisition Company ("SPAC") acquires a target company, becomes an eligible company structure, and files an IPO registration statement and lists, all in the same quarterly window, then the company will be considered an IPO for the purposes of index inclusion.
- If an unlisted SPAC files an IPO registration statement and lists; then acquires a target company and becomes an eligible company structure; and files another registration statement, all in the same quarterly window, then the company will be considered an IPO.
- If a listed SPAC (which listed prior to the current quarterly window), acquires a target company and subsequently files another registration statement, the company will not be considered an IPO. https://research.ftserussell.com/products/index-notices



2020

November 2020: Clarification regarding Corporate Action at Reconstitution & Eligible Securities

FTSE Russell announced a clarification regarding the treatment of corporate actions at reconstitution, stating that an event taking effect on the Friday close will not trigger a re-ranking.

FTSE Russell also clarified that Standard Exchanges are considered to be those listed in Appendix A 'Eligible Exchanges and Market Segments' of the FTSE Global Equity Index Series Ground Rules as well as the Toronto Stock Exchange Venture Market.

https://research.ftserussell.com/products/index-notices/home/getmethodology?id=2598491

June 2020: Update to Exchange and Segment Requirements

FTSE Russell clarified the treatment of exchange and segment requirements, updating the rule to include review of availability of real-time prices. https://research.ftserussell.com/products/index-notices

May 2020 Russell US Equity Indexes - Treatment of variable and best effort IPOs

FTSE Russell clarified the treatment of variable and best effort IPOs https://research.ftserussell.com/products/index-notices

March 2020: Annual Reconstitution

Confirmed the Russell US Index constitution will take place after market close on 26th June 2020. https://research.ftserussell.com/products/index-notices

2019

November 2019: Review Timetable Announcement Announcement of important dates for Russell US Index December 2019 review. https://research.ftserussell.com/products/index-notices

October 2019: Update to eligible exchange and segment requirements

Eligible exchanges included to include CBOE, NYSE, NYSE American, NASDAQ, ARCA https://research.ftserussell.com/products/index-notices

August 2019: Update to Russell US Indexes IPO Calendar

https://research.ftserussell.com/products/index-notices

March 2019: Russell Annual Reconstitution

FTSE Russell clarified the free float requirement rule following client questions. https://research.ftserussell.com/products/index-notices

March 2019: Russell Annual Reconstitution

FTSE Russell updated the Ground Rules including updates to the minimum free float requirement, free float section, country versus regional reporting and post reconstitution corrections. <u>https://research.ftserussell.com/products/index-notices</u>

2018

August 2018: Variable, Best Efforts and Direct Listing IPOs

FTSE Russell updated the Ground Rules to confirm treatment of variable, best efforts and direct listing IPOs.

https://research.ftserussell.com/products/index-notices

May 2018: Update for quarterly IPOs, Home Country Indicators and Free Float Restrictions

FTSE Russell confirmed that going forward, companies listing via a variable or best effort IPO will only be considered for inclusion once the number of shares sold during the IPO have been confirmed via a company press release or an SEC filing.

Free Float Restrictions guidelines have been updated to clarify that venture

capital and private equity firms holding greater than 10% are restricted regardless of the firm being "founding" or not.

https://research.ftserussell.com/products/index-notices

March 2018: Update for quarterly and intra quarter free float and share updates

FTSE Russell announced that the practice of calculating whether or not an equity offering breached the threshold to trigger an intra-quarter update would now use the subscription price rather than the market price. UK tender offer buy backs will be implemented intra-quarter if the requisite thresholds are met.

https://research.ftserussell.com/products/index-notices

2017

December 2017: Corporate Action Driven Changes

FTSE Russell clarified the Construction & Methodology with regard to corporate action driven changes. Once FTSE Russell is aware that an offering has priced (confirmed via an appropriate publicly disclosed announcement or filing), the update will be implemented with two days' notice from market close (contingent on the thresholds stated in the rule re updates outside of the quarterly update cycle being triggered).

https://research.ftserussell.com/products/index-notices

October 2017: Update for Exchange Name

FTSE Russell updated the Construction & Methodology to reflect the NYSE American exchange name.

https://research.ftserussell.com/products/index-notices

September 2017: December 2017 Index Review Schedule

FTSE Russell clarified the December review schedule. https://research.ftserussell.com/products/index-notices

August 2017: September 2017 Index Review Schedule

FTSE Russell clarified the September review schedule. https://research.ftserussell.com/products/index-notices

May 2017: Russell US Indexes – IPO Additions Schedule and Share and Free Float Maintenance

FTSE Russell defined the IPO calendar for new IPO additions to the Russell US Indexes during the forthcoming quarterly cycles and clarified the methodology update for shares and free float. <u>https://research.ftserussell.com/products/index-notices</u>

April 2017: Eligibility of Securities with Zero Voting Rights

FTSE Russell confirmed the treatment of securities with no voting rights and announced a proposal to consult users and other stakeholders regarding potential changes to the security eligibility and weighting rules of FTSE Russell indexes.

https://research.ftserussell.com/products/index-notices

April 2017: China N Shares – effective June 2017

Further to the notice "FTSE Russell Nationality Alignment Consultation: Next Steps" released on 3 March 2017, FTSE Russell clarified the impact of the China nationality rule on the Russell US Indexes.

https://research.ftserussell.com/products/index-notices

March 2017: Russell US Index Reconstitution 2017

FTSE Russell announced the reconstitution schedule for the Russell US Indexes reconstitution for 2017 together with a number of methodology enhancements including eligibility of new market exchanges, free float restrictions, dummy lines/placeholders and updates to shares and free float.

- **Rank date** To promote an accurate, seamless reconstitution process, and to facilitate the scheduled June alignment of shares outstanding and free float across the Russell and FTSE indexes, the rank date used for Russell US Index membership eligibility changed from end May to align with FTSE Russell indexes. Fundamental characteristic data used for index builds (e.g., style and stability attributes) will continue to be based on data as of May month-end.
- **Reconstitution date** Reconstitution occurs on the last Friday in June. However, at times this date is too proximal to exchange closures and abbreviated exchange trading schedules when market liquidity is exceptionally low. In order to ensure proper liquidity in the markets, when the last Friday in June falls on the 29th or 30th, reconstitution will occur on the preceding Friday.

https://research.ftserussell.com/products/index-notices

2016

August 2016: Treatment of Spin Offs

FTSE Russell announced enhancements to the Russell US Equity Indexes. The rules around spinoffs were clarified.

https://research.ftserussell.com/products/index-notices

June 2016: Ground Rule Changes

FTSE Russell announced that the following changes had been made.

• Section 7: Update of Halted Securities' rule and clarification of Spin-Off rule.

March 2016: Ground Rule Changes

FTSE Russell announced that the following changes had been made.

- Section 4: Updated language for Multiple Share Classes and Pricing Trading Vehicle
- Section 5: Updated language for Capitalization adjustments
- Section 6: Updated language for Book value adjustments.
- Section 7: Updated language for M&A between an index member and a non-index member, spinoffs, stock distributions and distributions in specie, and halted securities.
- Appendix B: Updated language for Assets and Revenue Reporting
- Added Appendix G: Queries, complaints, and appeals

2015

December 2015: Ground Rule Changes

FTSE Russell announced that the following changes had been made.

- Section 7: Updated language provided for Merger and Acquisition handling, rights valuation, spinoff valuation, tender offer treatment criteria, special dividend definition and updated halted security review criteria.
- Appendix E: Provided link to full index recalculation policy document.

March 2015: Ground Rule Changes

Russell announced that the following changes had been made.

- Section 3: Added language for FINRA Alternative Display Facility pricing, clarified minimum closing price on last trading day in May.
- Section 4: Updated language for stapled units, clarified corporate action ranking impact during June reconstitution, and added details of new rules for the inclusion of multiple share classes and primary vehicle determination.
- Section 7: Clarified merger language and changes to shares outstanding

June 2015: Multiple share class eligibility

Russell announced that all eligible share classes traded for a company will be reviewed independently for U.S. index inclusion.

June 2015: Change in Methodology concerning Dividend Growth – Sector representation

Russell announced a new methodology that will remove constituents from that sector in ascending order of dividend yield, first removing from the set of securities with the shortest history of dividend growth, then from the set with the next shortest, and so on, until the sector represents less than 30%.

June 2015: Methodology change – Month end share change announcement

Russell announced a change from four trading days to six trading days.

2014

August 2014: Sanctioned Russian Companies

Russell indexes will cap the number of shares of any Russian company named as having "new equity" blocked by OFAC and/or the EU so as not to exceed number of shares held in the index as of the date the sanction is announced. This means Russell Indexes will give no effect to any corporate action that would result in a net increase in shares until such time as the sanction is lifted, or the stock become ineligible.

June 2014: BDC eligibility

Russell announced that BDC were no longer eligible due to SEC AFF reporting.

June 2014: Stability spin-off treatment during reconstitution

Russell announced that spin-off probability is to be based on parent probabilities.

March 2014: Fundamental index rebalance dates

Russell announced the new index rebalance dates are the last Friday of 1Q and 3Q

January 2014: Real Time calculated indexes

Russell announced that all real time indexes calculated in-house using Indxis ICSii system.

2013

December 2013: Predictive month end holdings market value

Russell announced that market value reflects new shares times adjusted price where appropriate.

January 2013: Non-US late announcement of dividends

Russell announced non-US regular cash dividends that are announced on the ex-date or thereafter will be reinvested across the index at the close on the following business day.

2012

June 2012: Banding for Styles (Growth/Value)

Russell announced the banding for Styles has changed from +/- 15 to +/- 10.

June 2012: UBTI Screening (US Only)

Companies that produce unrelated business taxable income (UBTI) are restricted from ownership for tax-exempt investors. In recognition of this, Russell will screen all REITs and PTPs, removing any security from eligibility that generates or has historically generate UBTI.

June 2012: Reporting as a Subsidiary

Russell has announced that to remove any confusion surrounding qualification of reported data, Russell has removed the statement regarding reporting revenue as a subsidiary and will utilise information as reported.

June 2012: Reporting in a Table

Assets and/or revenue found in the text or tables of the geographical section of the filling is given preference over other information in the filing. 'Substantially all' or 'majority of' assets and/or revenue are considered inconclusive statements. Assets and/or revenue must be reported as numbers or percentages or ALL statement.

2011

August 2011: Net performance – Special Cash Dividends

For special cash dividends and special dividends-in-kind that are subject to withholding taxes, a net negative dividend amount equivalent to the withholding tax will be reflected in the net return in conjunction with the price adjustment and applied on ex-date.

July 2011: Month end share changes

Russell announced a change from two trading days' notice to three days, regarding month-end share changes.

June 2011: New Variables for Growth/Value

Russell announced two new growth/value variables: IBES medium-term (2yr) growth and historical sales per share growth (5yr). This was in place of having one growth variable, IBES long term growth.

2010

June 2010: Primary Vehicle

Russell has announced that they will use a rolling two-year share volume in the determination of primary vehicle, rather than the three-tiered matrix. For those share classes with less than 20% difference in volume, available shares will be used as a tie-breaker. This has replaced the previous system of using a three-tiered matrix of relative trading volume, price, and float-adjusted shares to determine primary vehicle.

June 2010: Style Substitution Logic

Russell has announced that in order to enhance the methodology further in 2010, a weighted value score will be calculated for securities with low analyst coverage for IBESLT. For securities with a single analyst covering the security, 2/3 industry, subsector, or sector group value score will be weighted with 1/3 the security's independent value score. For those securities with coverage by 2 analysts, 2/3 of the independent security's value score will be used and only 1/3 of the industry, subsector, or sector group. For securities with at least three analysts contributing to IBESLT, 100% of the independent security's value score will be used.

June 2010: Minimum Float Rules

Russell announced that a company must have at least 5% available market capitalisation to be eligible for the US indexes, regardless of capitalisation size.

June 2010: Exception for Berkshire Hathaway

Historically, Berkshire Hathaway has historically been ineligible for the Russell indexes due to its holding company type and illiquid nature. However, given the recent acquisition and 50x1 split on B Shares, Russell will now consider Berkshire Hathaway eligible during the reconstitution process.

June 2010: Determining Country

The U.S. Indexes included companies incorporated in the U.S., its territories, and designated BDI countries/regions. The new rule for determining country assignment will rely on three key indicators-incorporation, headquarters, and trading (location and volume) Companies which are incorporated, headquartered, and trade in a single country become a member of that country. In the case of the U.S., they will become eligible for the U.S. Indexes. For companies not meeting all criteria, the primary location of assets or revenue will be used to determine eligibility. Headquarters will be used as the final determination if the company fails to report financial data by location.



March 2010: Reincorporations/change in country assignment

Russell announced that companies that reincorporate will be reviewed at reconstitution for their proper county assignment (with the exception of US companies that reincorporate outside of the US and, as a result, fail to trade on an eligible US exchange.

2009

December 2009: December month-end share changes

Russell announced that December month end share changes will be applied on the third Friday along with IPO additions.

2009: November month-end share changes

November month end share changes will be rolled into December with the IPO additions and December share changes on third Friday.

July 2009: Changing Primary Vehicles outside of a recon period

Historically, the primary vehicle share class is typically re-examined at reconstitution, at the time of a major corporate action event, or with the issuance of a new share class. The methodology has been updated so that primary vehicles will not be changed outside of a reconstitution period unless the existing class ceases to exist.

June 2009: Change in total market capitalisation

Russell announced that exchangeable shares and membership nits will now be included in the calculation of total market capitalisation.

June 2009: Thresholds for a change in primary vehicle

Russell announced that the thresholds for a change in primary vehicle during reconstitution have been widened to avoid unnecessary turnover.

June 2009: US Companies that are not trading above \$1 in their primary exchange

U.S. companies which do not trade on their primary exchange on last trading day in May, but do trade above \$1 on another major U.S. exchange, are now considered eligible. The lowest closing price from another exchange will be used in the calculation of market capitalization.

June 2009: Existing members trading under \$1 on last trading day in May

Historically, stock must trade at or above \$1.00 on their primary exchange on May 31 to be eligible for inclusion in the Russell U.S. Indexes during annual reconstitution, or during IPO eligibility. To avoid unnecessary turnover in the volatile market of '08-'09, existing members trading under \$1 on last trading day in May will now be assessed using the monthly average price for May. If the monthly average is greater than \$1, they will remain eligible.

June 2009: Russell US Indexes restricted to companies great than \$30 million

Russell announced that given the shrinking number of companies included in the U.S. equity markets, the Russell U.S. indexes will now be restricted to companies greater than \$30M.

2008

June 2008: Float shares availability

Russell announced that companies with a small portion of shares available in the marketplace are no longer eligible for inclusion.

June 2008: Book value calculation

Russell announced that it was no longer adjusting for FASB 158.

First quarter 2008: Blank check companies and SPACs (special purpose acquisition companies) Russell announced they were no longer eligible for inclusion. Existing members were grandfathered until Reconstitution 2008.

2007

June 2007: Reconstitution, Month-end Share adjustments and IPOs effective at open New methodology implemented: After the close, reflected in the open holdings file.

June 2007: Book value calculation

Additional adjustment for FASB 158.

June 2007: Banding

Russell announced 5% bands around cumulative market capitalization breakpoints (1% for Microcap)

June 2007: US BDI Methodology Change

Previously, US BDI was non-eligible for inclusion. After the methodology change, it will be eligible for the US indexes. The initial list of countries was sent in January, and then Panama was announced in March.

June 2007: Reconstitution Date Clarification

Previously, the Reconstitution Date fell on the last Friday of June. The methodology was updated to clarify that if the last Friday falls on the 28th, 29th, 30th, the reconstitution will take place on the previous Friday.

2000 - 2004

September 2004: Initial Public Offerings

Russell announced that eligible IPOs will be added quarterly, whereas IPOs have previously been only considered eligible at annual reconstitution.

2004: Institutional Holdings

Russell announced that institutional positions considered free floating, regardless of index membership. If it is determined to be a strategic position (>20%), it will be adjusted.

2003: Turnover Methodology

Previously, corporate activity that did not result in a delete or add was not reflected. Following this methodology change, there will be an industry standard turnover calculation (lesser of adds or deletes)

2003: Secondary Primary Trading Vehicle Matrix

Russell clarified that if existing members are changing primary vehicle, a second matrix will be employed to determine nationality.

May 2003: Use quarterly rather than annual BP

Russell announced that the most recently reported quarterly BP will be used to determine style. Before the methodology change, this was done annually.

April 2002: Monthly Share Updates

Russell announced that only cumulative changes greater than 5% will be reflected in the monthly share updates.

January 2002: Pricing Change from Composite to Primary Exchange

Previously composite prices were used for securities, but following the methodology change, primary exchange prices will be used for securities.

January 2002: Pricing of Deleted Securities

Russell announced that the price used for deletion of securities is the closing price from day deletion, including price on OTC bulletin boards.

April 2000: Acquisition or Mergers between R1 and R2 Members

Russell announced that shares will be adjusted on the day of action, whereas they were previously deleted on day of action and adjusted at month end.



June 2000: IPO Lock-Up Rule

It was announced that IPOs priced after 15 November are screened for locked up shares. Previously, no lock up adjustments were made.

Pre-2000

June 1989: Reconstitution Frequency

Russell announced that reconstitution will now take place annually. Between 1979-1986, this was carried out quarterly. Between 1987 and June 1989, this was carried out semi-annually.

December 1988: Reconstitution Cut Off Date for Membership

Russell announced that the cut off date for membership will be 31 May.



Appendix: Further Information

A Glossary of Terms used in FTSE Russell's Ground Rule documents can be found using the following link:

Glossary.pdf

For contact details please visit the FTSE Russell website or contact FTSE Russell client services at info@ftserussell.com.

Website: www.ftserussell.com

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