Form **8937**
(December 2011)
Department of the Treasury
Internal Revenue Service

Report of Organizational Actions
Affecting Basis of Securities

▶ See separate instructions.

OMB No. 1545-2224

Part I	Reporting Issuer

1 Issuer's name	2 Issuer's employer identification number (EIN)
ProFund VP UltraShort Dow 30	20-5361458

3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact
Christopher E. Sabato	(614) 470-8418	christopher.sabato@citi.com

6 Number and street (or P.O. box if mail is not delivered to street address) of contact	7 City, town, or post office, state, and Zip code of contact
3435 Stelzer Road	Columbus, OH 43219

8 Date of action	9 Classification and description
October 17, 2014	Reverse 1:12 stock split of common stock

10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
74318X794			

Part II	Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ Effective after the close of business on October 17, 2014, the issuer completed a one to twelve (1:12) reverse split of its common stock. The reverse split was affected by a distribution of 1 shares for each 12 share of stock outstanding.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ The distribution of shares is non-taxable to shareholders. Basis and holding period of old shares is carried over to the new shares. Aggregate basis of each shareholder is unchanged. Basis in each new share = 1,200% of the basis in each old share with respect to which the old shares were distributed.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ Shareholders received 1 new share for each 12 old shares. Aggregate basis of new shares = aggregate basis of old shares. Basis in each new share = 1,200% of the basis in each old share with respect to which the old shares were distributed.

For Paperwork Reduction Act Notice, see the separate Instructions.   Cat. No. 37752P   Form **8937** (12-2011)

Part II   **Organizational Action** (continued)

17   List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶

A distribution of stock made by a corporation to its shareholders with respect to its stock, including a stock split transaction, is not taxable

to the shareholder.   IRC § 305(a)(1).

Basis of the old stock is carried over and allocated among the shares of new stock received. IRC §307(a).

The holding period of the new stock includes the holding period of the old stock. IRC §1223(4).

Alternatively, the transaction may be considered to be a recapitalization transaction. IRC §368(a)(1)(E).   In such instance, the consequences

to a shareholder are the same:

The distribution of the new stock is not taxable income to the shareholder. IRC §354(a)(1).

Basis of the old stock is carried over and allocated among the shares of new stock received. IRC §358 (a)(1); (b)(1).

The holding period of the new stock includes the holding period of the old stock. IRC §1223(1).

18   Can any resulting loss be recognized? ▶ N/A

19   Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ N/A

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶ _Signature on File_   Date ▶ _11/5/14_

Print your name ▶ Christopher E. Sabato   Title ▶   Treasurer

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no.	

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054

Form **8937** (December 2011) Department of the Treasury Internal Revenue Service	**Report of Organizational Actions** **Affecting Basis of Securities** ▶ See separate instructions.	OMB No. 1545-2224

Part I · Reporting Issuer

1 Issuer's name	2 Issuer's employer identification number (EIN)
ProFund VP UltraShort NASDAQ-100	31-1663988

3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact
Christopher E. Sabato	(614) 470-8418	christopher.sabato@citi.com

6 Number and street (or P.O. box if mail is not delivered to street address) of contact	7 City, town, or post office, state, and Zip code of contact
3435 Stelzer Road	Columbus, OH 43219

8 Date of action	9 Classification and description
October 17, 2014	Reverse 1:14 stock split of common stock

10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
743185613			

Part II · Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ Effective after the close of business on October 17, 2014, the issuer completed a one to fourteen (1:14) reverse split of its common stock. The reverse split was affected by a distribution of 1 shares for each 14 share of stock outstanding.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ The distribution of shares is non-taxable to shareholders. Basis and holding period of old shares is carried over to the new shares. Aggregate basis of each shareholder is unchanged. Basis in each new share = 1,400% of the basis in each old share with respect to which the old shares were distributed.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ Shareholders received 1 new share for each 14 old shares. Aggregate basis of new shares = aggregate basis of old shares. Basis in each new share = 1,400% of the basis in each old share with respect to which the old shares were distributed.

For Paperwork Reduction Act Notice, see the separate Instructions.　　　　　Cat. No. 37752P　　　　　Form **8937** (12-2011)

Part II   Organizational Action (continued)

17   List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ _____

A distribution of stock made by a corporation to its shareholders with respect to its stock, including a stock split transaction, is not taxable

to the shareholder.   IRC § 305(a)(1).

Basis of the old stock is carried over and allocated among the shares of new stock received. IRC §307(a).

The holding period of the new stock includes the holding period of the old stock. IRC §1223(4).

Alternatively, the transaction may be considered to be a recapitalization transaction. IRC §368(a)(1)(E).   In such instance, the consequences

to a shareholder are the same:

The distribution of the new stock is not taxable income to the shareholder. IRC §354(a)(1).

Basis of the old stock is carried over and allocated among the shares of new stock received. IRC §358 (a)(1); (b)(1).

The holding period of the new stock includes the holding period of the old stock. IRC §1223(1).

18   Can any resulting loss be recognized? ▶ N/A

19   Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ N/A

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.				
	Signature ▶ *Signature on File*		Date ▶ *11/5/14*		
	Print your name ▶ Christopher E. Sabato		Title ▶ Treasurer		

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no.	

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Internal Revenue Service

Report of Organizational Actions
Affecting Basis of Securities

▶ See separate instructions.

OMB No. 1545-2224

Part I   Reporting Issuer

1 Issuer's name	2 Issuer's employer identification number (EIN)
ProFund VP Short Dow 30	20-4446315

3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact
Christopher E. Sabato	(614) 470-8418	christopher.sabato@citi.com

6 Number and street (or P.O. box if mail is not delivered to street address) of contact	7 City, town, or post office, state, and Zip code of contact
3435 Stelzer Road	Columbus, OH 43219

8 Date of action	9 Classification and description
October 17, 2014	Reverse 1:6 stock split of common stock

10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
74318X810			

Part II   Organizational Action Attach additional statements if needed. See back of form for additional questions.

14   Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ Effective after the close of business on October 17, 2014, the issuer completed a one to six (1:6) reverse split of its common stock. The reverse split was affected by a distribution of 1 shares for each 6 share of stock outstanding.

15   Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ The distribution of shares is non-taxable to shareholders. Basis and holding period of old shares is carried over to the new shares. Aggregate basis of each shareholder is unchanged. Basis in each new share = 600% of the basis in each old share with respect to which the old shares were distributed.

16   Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ Shareholders received 1 new share for each 6 old shares. Aggregate basis of new shares = aggregate basis of old shares. Basis in each new share = 600% of the basis in each old share with respect to which the old shares were distributed.

For Paperwork Reduction Act Notice, see the separate instructions.   Cat. No. 37752P   Form **8937** (12-2011)

Part II   **Organizational Action** (continued)

17   List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ _____

A distribution of stock made by a corporation to its shareholders with respect to its stock, including a stock split transaction, is not taxable
to the shareholder. IRC § 305(a)(1).

Basis of the old stock is carried over and allocated among the shares of new stock received. IRC §307(a).

The holding period of the new stock includes the holding period of the old stock. IRC §1223(4).

Alternatively, the transaction may be considered to be a recapitalization transaction. IRC §368(a)(1)(E). In such instance, the consequences
to a shareholder are the same:

The distribution of the new stock is not taxable income to the shareholder. IRC §354(a)(1).

Basis of the old stock is carried over and allocated among the shares of new stock received. IRC §358 (a)(1); (b)(1).

The holding period of the new stock includes the holding period of the old stock. IRC §1223(1).

18   Can any resulting loss be recognized? ▶ N/A

19   Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ N/A

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and
belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶ _Signature on File_   Date ▶ _11/5/14_

Print your name ▶ **Christopher E. Sabato**   Title ▶ **Treasurer**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no.	

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Report of Organizational Actions
Affecting Basis of Securities

▶ See separate instructions.

OMB No. 1545-2224

Part I	Reporting Issuer

1 Issuer's name	2 Issuer's employer identification number (EIN)
ProFund VP Short NASDAQ-100	02-0572313

3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact
Christopher E. Sabato	(614) 470-8418	christopher.sabato@citi.com

6 Number and street (or P.O. box if mail is not delivered to street address) of contact	7 City, town, or post office, state, and Zip code of contact
3435 Stelzer Road	Columbus, OH 43219

8 Date of action	9 Classification and description
October 17, 2014	Reverse 1:5 stock split of common stock

10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
743185589			

Part II	Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ Effective after the close of business on October 17, 2014, the issuer completed a one to five (1:5) reverse split of its common stock. The reverse split was affected by a distribution of 1 shares for each 5 share of stock outstanding.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ The distribution of shares is non-taxable to shareholders. Basis and holding period of old shares is carried over to the new shares. Aggregate basis of each shareholder is unchanged. Basis in each new share = 500% of the basis in each old share with respect to which the old shares were distributed.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ Shareholders received 1 new share for each 5 old shares. Aggregate basis of new shares = aggregate basis of old shares. Basis in each new share = 500% of the basis in each old share with respect to which the old shares were distributed.

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Part II   **Organizational Action** (continued)

17   List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ _____

A distribution of stock made by a corporation to its shareholders with respect to its stock, including a stock split transaction, is not taxable

to the shareholder.   IRC § 305(a)(1).

Basis of the old stock is carried over and allocated among the shares of new stock received. IRC §307(a).

The holding period of the new stock includes the holding period of the old stock. IRC §1223(4).

Alternatively, the transaction may be considered to be a recapitalization transaction. IRC §368(a)(1)(E).   In such instance, the consequences

to a shareholder are the same:

The distribution of the new stock is not taxable income to the shareholder. IRC §354(a)(1).

Basis of the old stock is carried over and allocated among the shares of new stock received. IRC §358 (a)(1); (b)(1).

The holding period of the new stock includes the holding period of the old stock. IRC §1223(1).

18   Can any resulting loss be recognized? ▶ N/A

19   Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ N/A

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ▶ _Signature on File_   Date ▶ _11/5/14_

Print your name ▶ **Christopher E. Sabato**   Title ▶ **Treasurer**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no.	

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(December 2011)

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Internal Revenue Service

Report of Organizational Actions
Affecting Basis of Securities

OMB No. 1545-2224

▶ See separate instructions.

Part I   Reporting Issuer

1 Issuer's name	2 Issuer's employer identification number (EIN)
ProFund VP Short Small-Cap	02-0572373

3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact
Christopher E. Sabato	(614) 470-8418	christopher.sabato@citi.com

6 Number and street (or P.O. box if mail is not delivered to street address) of contact	7 City, town, or post office, state, and Zip code of contact
3435 Stelzer Road	Columbus, OH 43219

8 Date of action	9 Classification and description
October 17, 2014	Reverse 1:5 stock split of common stock

10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
74318A661			

Part II   Organizational Action   Attach additional statements if needed. See back of form for additional questions.

14   Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ Effective after the close of business on October 17, 2014, the issuer completed a one to five (1:5) reverse split of its common stock. The reverse split was affected by a distribution of 1 shares for each 5 share of stock outstanding.

15   Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ The distribution of shares is non-taxable to shareholders. Basis and holding period of old shares is carried over to the new shares. Aggregate basis of each shareholder is unchanged. Basis in each new share = 500% of the basis in each old share with respect to which the old shares were distributed.

16   Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ Shareholders received 1 new share for each 5 old shares. Aggregate basis of new shares = aggregate basis of old shares. Basis in each new share = 500% of the basis in each old share with respect to which the old shares were distributed.

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Part II   Organizational Action (continued)

17   List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ _____

A distribution of stock made by a corporation to its shareholders with respect to its stock, including a stock split transaction, is not taxable to the shareholder.   IRC § 305(a)(1).

Basis of the old stock is carried over and allocated among the shares of new stock received. IRC §307(a).

The holding period of the new stock includes the holding period of the old stock. IRC §1223(4).

Alternatively, the transaction may be considered to be a recapitalization transaction. IRC §368(a)(1)(E). In such instance, the consequences to a shareholder are the same:

The distribution of the new stock is not taxable income to the shareholder. IRC §354(a)(1).

Basis of the old stock is carried over and allocated among the shares of new stock received. IRC §358 (a)(1); (b)(1).

The holding period of the new stock includes the holding period of the old stock. IRC §1223(1).

18   Can any resulting loss be recognized? ▶ N/A

19   Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ N/A

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ▶ _Signature on File_   Date ▶ __11/5/14__

Print your name ▶ Christopher E. Sabato   Title ▶   Treasurer

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no.	

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