

# New York Municipal Portfolio of Closed-End Funds Trust



# A 2 Year Unit Investment Trust

## **Investment Objective**

The Trust seeks to provide investors with income which is generally exempt from re gular federal and New York income tax. The possibility of capital growth is a secondary objective. There is no guarantee that the investment objectives of the Trust will be achieved.

## **Investment Strategy**

The Trust seeks to achieve its objectives by investing in a portfolio of the common stock of closed-end investment companies whose portfolios consist primarily of municipal bonds issued by New York issuers (the "Municipal Funds"). As used herein, the term "Securities" means the shares of the Municipal Funds initially deposited in the Trust and contracts and funds for the purchase of such securities, and any additional securities acquired and held by the Trust pursuant to the provisions of the Trust Agreement. Under normal circumstances, the Trust will invest substantially all of its assets in closed-end investment companies having policies to invest, under normal circumstances, at least 80% of the value of their assets in investments the income from which is exempt, as applicable, from federal and New York income tax; or to invest, under normal circumstances, their assets so that at least 80% of the income that they distribute will be exempt, as applicable, from federal and New York income tax. As a result, it is expected that under normal circumstances, at least 80% of the Trust's net assets will be indirectly invested in municipal bonds. The Sponsor used no maturity or credit quality policies in selecting Securities for the Trust.

Units of the Trust are available for sale only in Arizona, Florida, New York and Texas.

## Description of Portfolio

The portfolio of the Trust contains 12 issues of common stock of closedend investment companies. 100% of the issues are initially represented by the Sponsor's contracts to purchase such Securities.

INCEPTION DATE:	April 17, 2014
TERMINATION DATE:	April 19, 2016
INITIAL OFFER PRICE	\$10.00
MINIMUM INVESTMENT	100 units (may vary by selling firm)
NUMBER OF ISSUES:	12
DISTRIBUTIONS:1	MONTHLY (if any)
EST. NET ANNUAL 1ST YR DISTRIBUTIONS: <sup>2</sup>	\$0.5911 (per unit)
CUSIP (CASH):	831704 267
CUSIP (REINVESTMENT):	831704 275
FEE-BASED CUSIP (CASH):	831704 283
FEE-BASED CUSIP (REINVESTMENT):	831704 291
TICKER:	SMNYHX
Volume Discounts	
PURCHASE AMOUNT <sup>3</sup>	SALES CHARGE
Less than \$50,000	3.95%
\$50,000 but less than \$100,000	3.70%
\$100,000 but less than \$250,000	3.45%
\$250,000 but less than \$500,000	3.10%
\$500,000 but less than \$1,000,000	2.95%
\$1,000,000 or greater	2.45%

<sup>1</sup>Distributions, if any, will be made commencing on May 25, 2014. The estimated net annual distribution is expected to decline over time because a portion of the securities included in the portfolio will be sold to pay for organization costs, creation and development fee and deferred sales charge. Distributions will fluctuate as a result of Unitholder redemptions in addition to securities being sold within the portfolio. Distributions are also subject to the ability of issuers to make dividend payments in the future.

<sup>2</sup>Estimated Net Annual First Year Distribution per Unit is computed by dividing the estimated annual income of the underlying securities less the expense per unit by the number of units outstanding. The estimated net annual distributions for subsequent years are expected to be less than estimated distributions for the first year because a portion of the securities included in the Trust portfolio will be sold during the first year to pay for organization costs, the creation and development fee and the deferred sales charge. The actual net annual distributions will vary with changes in the Trust's fees and expenses and income of the underlying securities.

<sup>3</sup>The volume discount is also applied on a unit basis utilizing a breakpoint equivalent in the above table of one unit per \$10. Please see the Trust prospectus for full details. These discounts are only offered during the initial offering period.

Investors should consider the Trust's investment objective, risks, charges and expenses carefully before investing. The prospectus contains this and other information relevant to an investment in the Trust. Please advise your clients to read the prospectus carefully before they invest. If a prospectus did not accompany this literature, please contact SmartTrust at (888) 505-2872 to obtain a free prospectus.

#### Sales Charges<sup>4</sup> (based on a \$10 public offering price)

#### Standard Accounts

Transactional Sales Charge:	Initial	1.00%
	Deferred	2.45%
Creation & Development Fee⁵:		0.50%
Maximum Sales Charge:		3.95%

The deferred sales charge is a charge of \$0.245 per unit and will be deducted in three monthly installments commencing on September 20, 2014. The initial and deferred sales fees do not apply to fee-based accounts. Please see the prospectus for sales charge details.

#### Fee/Wrap Accounts

Creation & Development Fee⁵:	0.50%
Maximum Sales Charge:	0.50%

<sup>4</sup>Percentages are based on a \$10.00 per unit offering price. For unit prices other than \$10.00, percentages of initial sales charge, creation and development fee, and deferred sales charges will vary. Early redemption will still cause payment of the deferred sales charge. The table above shows the initial offering period sales charges only.

<sup>5</sup>The creation and development fee is a charge of \$.050 per unit collected at the end of the initial offering period. If the price you pay exceeds \$10 per unit, the creation and development fee will be less than 0.50%; if the price you pay is less than \$10 per unit, the creation and development fee will exceed 0.50%. In addition to the sales charges listed, UITs are subject to annual operating expenses and organization costs.

### Portfolio Holdings as of April 17, 2014:

Registered Investment Companies — 100.00%		
Closed-End Funds — 100%		
MHN	BlackRock MuniHoldings New York Quality Fund	
MYN	BlackRock MuniYield New York Quality Fund	
BSE	BlackRock New York Municipal Income Quality Trust	
BNY	BlackRock New York Municipal Income Trust	
BFY	BlackRock New York Municipal Income Trust II	
ENX	Eaton Vance New York Municipal Bond Fund	
VTN	Invesco Trust for Investment Grade New York Municipals	
NBO	Neuberger Berman New York Intermediate Municipal Fund	
NRK	Nuveen New York AMT-Free Municipal Income Fund	
NNY	Nuveen New York Municipal Value Fund	
NNP	Nuveen New York Performance Plus Municipal Fund	
PNF	PIMCO New York Municipal Income Fund	

#### **Risk Considerations**

Unitholders can lose money by investing in this Trust. The value of the units, the Securities and the bonds held by the Municipal Funds included in the portfolio can each decline in value. An investment in units of the Trust should be made with an understanding of the following risks:

- The Securities are shares of closed-end funds which frequently trade at a discount from their net asset value in the secondary market. The amount of such discount is subject to change from time to time in response to various factors.
- Municipal bonds are fixed rate debt obligations that decline in value with increases in interest rates, an issuer's worsening financial condition or a
  drop in bond ratings. A reduction in income tax rates may adversely affect their value. The longer the maturity of a municipal bond the greater the risk
  of a decline in value with increases in interest rates.
- The effective maturity of longer term municipal bonds may be dramatically different than shorter term obligations. The intermediate-term and long-term Municipal Funds will receive early returns of principal when bonds are called or sold before they mature. The Municipal Funds may not be able to reinvest the money they receive at as high a yield.
- The default of an issuer of a municipal bond in making its payment obligations could result in the loss of interest income and/or principal to investors.
- Certain Funds may invest in high-yield debt obligations ("junk bonds") and senior loans, which consist of lower grade securities ("BBB" or lower by Standard and Poor's and "Baa" or lower by Moody's) or in comparable non-rated securities. While these lower rated securities offer a higher return potential than higher rated securities, they also involve greater price volatility and greater risk of loss of income and principal.
- The Municipal Funds invest primarily in New York municipal bonds. Municipal bonds are debt obligations issued by state and local governments or
  by their political subdivisions or authorities. States, local governments and municipalities issue municipal bonds to raise money for various public
  purposes such as building public facilities, refinancing outstanding obligations and financing general operating expenses. These bonds include
  general obligation bonds, which are backed by the full faith and credit of the issuer and may be repaid from any revenue source, and revenue bonds,
  which may be repaid only from the revenue of a specific facility or source.
- Because the Municipal Funds held in the Trust are concentrated in bonds of issuers located in New York, there may be more risk than if the bonds were issued by issuers located in several states. Constitutional and statutory limitations may constrain the revenue-generating capacity of New York and its local governments and their ability to satisfy bond obligations. Historically, New York has been one of the wealthiest states in the nation; however, for decades the state economy has grown more slowly than that of the nation as a whole. The economic vitality of New York and its various regions are affected by numerous factors. The state's economy is influenced by the financial health of the City of New York, which faces greater competition as other major cities develop financial and business capabilities. The state has for many years had a very high relative state and local tax burden which, in combination with other causes of regional economic dislocation, has contributed to some businesses and individuals to relocate outside, or not locate within, New York.
- Unitholders will pay both Trust expenses and will also indirectly bear a share of each Municipal Fund's expenses.
- The Securities are shares of common stock which are subject to the risk that the financial condition of the issuers may become impaired or that the general condition of the stock market may worsen (both of which may contribute directly to a decrease in the value of the Securities and thus in the value of the units).
- Since the portfolio of the Trust is fixed and "not managed," in general, the Sponsor can only sell Securities under certain extraordinary circumstances, at the Trust's termination or in order to meet redemptions. As a result, the price at which each Security is sold may not be the highest price it attained during the life of the Trust.
- Price fluctuations of particular Securities will change the portfolio's composition throughout the life of the Trust. When cash or a letter of credit is
  deposited with instructions to purchase Securities in order to create additional units, an increase in the price of a particular Security between the
  time of deposit and the time that Securities are purchased will cause the units to be comprised of less of that Security and more of the remaining
  Securities. In addition, brokerage fees incurred in purchasing the Securities will be an expense of the Trust and such fees will dilute the existing
  Unitholders' interests.
- There is no assurance that any dividends will be declared or paid in the future on the Securities.
- While distributions of interest from the Trust are generally exempt from federal income taxes, a portion of such interest may be taken into account in computing the alternative minimum tax.
- The sponsor may offer successive Trusts with similar portfolios thereby allowing the investor to pursue the same strategy over a number of years. Investors should consider their ability to pursue investing in successive Trusts, if available. There may be tax consequences associated with investing in the Trust and rolling over an investment from one Trust to the next.