



STOCK EXCHANGE			
Regulatory Information Circular			
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**Subject: GreenHaven Continuous Commodity Index Fund**

**Background Information on the Fund**

As more fully explained in the Registration Statement) (No. 333-138424) of the GreenHaven Continuous Commodity Index Fund (the “Fund”), the Fund is designed to track the performance of the Continuous Commodity Total Return Index (CCI-TR)(the “Index” or “CCITR”). Each share of a Fund (the “Share” or “Shares”) represents a fractional undivided beneficial interest in the net assets of that Fund, which consist of common units of beneficial interest (“Master Fund Units”) of the GreenHaven Continuous Commodity Index Tracking Master Fund (the “Master Fund”).

The investment objective of the Fund and the Master Fund is to reflect the performance of the CCI-TR, over time, less the expenses of the Fund and the Master Fund’s overall operations. The Fund will pursue its investment objective by investing substantially all of its assets in the Master Fund. The Master Fund will pursue its investment objective by investing in a portfolio of exchange-traded futures, each a (“Commodity Futures Contract”) on the commodities comprising the Index (“the Index Commodities”). The Master Fund will also hold cash and United States Treasury securities for deposit with the Master Fund’s Commodity Broker as margin and other high credit quality short-term fixed income securities. The Master Fund’s portfolio is managed to reflect the performance of the Index over time.

GreenHaven Commodity Services LLC, a Delaware limited liability company, will serve as Managing Owner of the Fund and the Master Fund. The Managing Owner will serve as the commodity pool operator and commodity trading advisor of the Fund and the Master Fund. The Managing Owner is registered as a commodity pool operator and commodity trading advisor with the Commodity Futures Trading Commission, or the CFTC, and with the National Futures Association, or the NFA. As a registered commodity pool operator and commodity trading advisor, with respect to both the Fund and the Master Fund, the Managing Owner is required to comply with various regulatory requirements under the Commodity Exchange Act and the rules and regulations of the CFTC and the NFA, including investor protection requirements, antifraud prohibitions, disclosure requirements, and reporting and recordkeeping requirements. The Fund was formed as a separate series of a Delaware statutory trust pursuant to a Certificate of Trust and a Declaration of Trust and Trust Agreement among, CSC Trust Company of Delaware, as trustee, and the Managing Owner and the Limited Owner, as the holders of the Shares.

Issuances of the Shares will be made only in one or more blocks of 50,000 Shares, each a Basket (the "Basket" or "Basket Aggregation"). The Fund will issue and redeem the Shares on a continuous basis, by or through participants that have entered into participant agreements (each, an "Authorized Participant") with the Managing Owner at the NAV per Share next determined after an order to purchase the Shares is received in proper form. The Shares will be registered in book entry form through DTC. Baskets will be issued in exchange for a cash amount equal to the NAV per Share times 50,000 Shares (the "Basket Amount"). The Basket Amount will be determined on each business day by the Administrator. Authorized Participants that wish to purchase a Basket must transfer the Basket Amount to the Administrator (the "Cash Deposit Amount"). Authorized Participants that wish to redeem a Basket will receive cash in exchange for each Basket surrendered in an amount equal to the NAV per Basket (the "Cash Redemption Amount"). The Commodity Broker will be the custodian for the Master Fund and responsible for safekeeping the Master Fund's assets.

Net asset value means the total assets of the Master Fund including, but not limited to, all cash and cash equivalents or other debt securities less total liabilities of the Master Fund, each determined on the basis of generally accepted accounting principles in the United States, consistently applied under the accrual method of accounting. Net asset value per Master Fund Unit is calculated by dividing the net asset value of the Master Fund by the number of outstanding Master Fund Units. Because there will be a one-to-one correlation between Shares and Master Fund Units, the net asset value per Share and the net asset value per Master Fund Unit will be equal.

Shortly after 4:00 p.m. Eastern Time ("ET") each business day, the Administrator will determine the NAV for the Fund, utilizing the current settlement value of each Commodity Futures Contract held by the Master Fund. At or about 4:00 p.m. ET each business day, the Administrator will determine the Basket Amounts for orders placed by Authorized Participants that day. Thus, although Authorized Participants may place valid orders to purchase Shares throughout the trading day until 10:00 a.m. ET, the actual Basket Amounts are determined at 4:00 p.m. ET or shortly thereafter.

Shortly after 4:00 p.m. ET each business day, the Administrator, American Stock Exchange ("Amex") and Managing Owner will disseminate the NAV per Shares and the Basket Amount (for orders placed during the day). The Basket Amount and the NAV per Share are communicated by the Administrator to all Authorized Participants via facsimile or electronic mail message and the NAV per Share will be available on the Managing Owner's website at [www.Greenhavenllc.com](http://www.Greenhavenllc.com). The Amex will also disclose the NAV per Share and Basket Amount on its website.

In calculating the NAV per Share the Administrator will value all Commodity Futures Contracts based on that day's settlement price. However, if a futures contract on a trading day cannot be liquidated due to the operation of daily limits or other rules of an exchange upon which such futures contract is traded, the settlement price on the most recent trading day on which such Commodity Futures contract could have been liquidated will be used in determining the Fund's NAV per Share. Accordingly, the Administrator will typically use that day's futures settlement price for determining NAV per Share. When calculating NAV per Share, the Administrator will value the Commodity Futures Contracts held by the Master Fund on the basis of their then current market value.

## **Indicative Fund Value**

As noted above, the Administrator calculates and disseminates, once each trading day the NAV per Share to market participants. The Amex will obtain a representation (prior to listing of the Fund) from the Trust that the NAV per Share will be calculated daily and made available to all market participants at the same time. In addition, the Administrator causes to be made available on a daily basis the corresponding Cash Deposit Amounts to be deposited in connection with the issuance of the respective Shares. In addition, other investors can request such information directly from the Administrator, and such information will be provided upon request.

In order to provide updated information relating to the Fund for use by investors, professionals and persons wishing to create or redeem the Shares, the Amex will disseminate through the facilities of CTA, an updated Indicative Fund Value (the "Indicative Fund Value") for the Fund. The respective Indicative Fund Value will be disseminated on a per Share basis at least every 15 seconds during regular Amex trading hours of 9:30 a.m. to 4:15 p.m. ET. The Indicative Fund Value will be calculated based on the cash required for creations and redemptions (i.e. NAV x 50,000) for the Fund adjusted to reflect the price changes of the Commodity Futures Contracts and the holdings of U.S. Treasury securities and other high credit quality short-term fixed income securities.

The Indicative Fund Value will not reflect price changes to the price of an underlying commodity between the trading hours of the futures contracts at the relevant futures exchange and the trading hours on the Exchange from 4:00 a.m. ET until 8:00 p.m. ET. The value of a Share may accordingly be influenced by non-concurrent trading hours between the NYSE Arca and the various futures exchanges on which the futures contracts based on the Index commodities are traded.

While the market for futures trading for each of the Index commodities is open, the Indicative Fund Value can be expected to closely approximate the value per Share of the Basket Amount. However, during NYSE Arca trading hours when the futures contracts have ceased trading, spreads and resulting premiums or discounts may widen, and therefore, increase the difference between the price of the Shares and the NAV of the Shares. Indicative Fund Value on a per Share basis disseminated during Amex trading hours (9:30 a.m. ET to 4:15 p.m. ET) should not be viewed as a real time update of the NAV, which is calculated only once a day.

## **Continuous Offering**

The method by which Basket aggregations of Shares are created and traded may raise certain issues under applicable securities laws. Because new Shares may be issued by the Fund on an ongoing basis, at any point a distribution may occur. Broker-dealers and other persons are cautioned that some activities on their part may, depending on the circumstances, result in their being deemed participants in a distribution in a manner which could render them statutory underwriters and subject them to the prospectus-delivery requirement and liability provisions of the Securities Act of 1933 ("Securities Act").

For example, a broker-dealer firm or its client may be deemed a statutory underwriter if it purchases Basket aggregations, breaks them down into constituent Shares, and sells such Shares directly to customers, or if it chooses to couple the creation of a supply of new Shares with an active selling effort involving solicitation of secondary market demand for Shares. A determination of whether one is an underwriter for purposes of the Securities Act must take into account all the facts and circumstances pertaining to the activities of the broker dealer or its client in the particular case, and the examples mentioned above should not be considered a complete description of all the activities that could lead to a categorization as an underwriter.

Dealers who are not “underwriters,” but are participating in a distribution (as opposed to engaging in ordinary secondary-market transactions), and thus dealing with Shares as part of an “unsold allotment” within the meaning of Section 4(3)(C) of the Securities Act, will be unable to take advantage of the prospectus delivery exemption provided by Section 4(3) of the Securities Act. Firms that incur a prospectus-delivery obligation with respect to Shares are reminded that, under Securities Act Rule 153, a prospectus delivery obligation under Section 5(b)(2) of the Securities Act owed to an exchange member in connection with a sale on the Exchange is satisfied by the fact that the prospectus is available at the Exchange upon request. The prospectus delivery mechanism provided in Rule 153 is only available with respect to transactions on an exchange.

### **Creation and Redemption of Shares**

Issuances of the Shares will be made only in one or more blocks of 50,000 Shares, each a Basket (the “Basket” or “Basket Aggregation”). The Fund will issue and redeem the Shares on a continuous basis, by or through participants that have entered into participant agreements with the Managing Owner at the NAV per Share next determined after an order to purchase the Shares is received in proper form. Following issuance, the Shares will be traded on the Exchange similar to other equity securities. The Shares will be registered in book entry form through DTC.

Baskets will be issued in exchange for a cash amount equal to the NAV per Share times 50,000 Shares (the “Basket Amount”). The Basket Amount will be determined on each business day by the Administrator. Authorized Participants that wish to purchase a Basket must transfer the Basket Amount to the Administrator (the “Cash Deposit Amount”). Authorized Participants that wish to redeem a Basket will receive cash in exchange for each Basket surrendered in an amount equal to the NAV per Basket (the “Cash Redemption Amount”). The Commodity Broker will be the custodian for the Master Fund and responsible for safekeeping the Master Fund’s assets.

All purchase orders must be placed by 10:00 a.m., New York time. The Basket will be issued at noon on the business day (T+1) immediately following the purchase order date at the Basket Amount as of the later of the closing time on the Amex or the last to close futures exchange on which the Master Fund’s assets are traded. The Basket Amount necessary for the creation of a Basket will change from day to day. On each day that the Amex is open for regular trading, the Administrator will adjust the Cash Deposit Amount as appropriate to reflect the prior day’s NAV per Share (as described below) and accrued expenses. The Administrator will determine the Cash Deposit Amount for a given business day by multiplying the NAV per Share by the number of Shares in each Basket (50,000).

Likewise, all redemption orders must be placed by 10:00 a.m., New York time. The Shares will not be individually redeemable but will only be redeemable in Baskets. To redeem, an Authorized Participant will be required to accumulate enough Shares to constitute a Basket (*i.e.* 50,000 shares). Upon the surrender of the Shares, the Administrator will deliver to the redeeming Authorized Participant the Cash Redemption Amount. The Authorized Participant is required to pay a transaction fee to the Fund of \$500 per order to create or redeem Baskets.

On each business day, the Administrator will make available immediately prior to the opening of trading on the Amex (9:30 a.m. ET) via the facilities of the CTA, the most recent Basket Amount for the creation of a Basket. The Amex will disseminate at least every fifteen (15) seconds throughout the trading day, via the CTA, an amount representing on a per Share basis, the current value of the Basket Amount. Baskets are then separable upon issuance into identical Shares that will be listed and traded on the Exchange. The Shares are separate and distinct from the shares of the Master Fund consisting primarily of Commodity Futures Contracts on the Index Commodities. The Exchange expects that the number of outstanding Shares will increase and decrease as a result of creations and redemptions of Baskets. Thus, the Shares may be acquired in two (2) ways: (1) through a deposit of the Cash Deposit Amount with the Administrator during normal business hours by Authorized Participants; or (2) through a purchase on the Exchange by investors.

Each Fund's prospectus and registration statement describe additional procedures and requirements that apply to the creation and redemptions of Shares. Equity Electronic Access Members ("Equity EAMs") interested in becoming an Authorized Participant, or obtaining a list of Authorized Participants, can contact the Managing Owner at (800) 845-8103 for more information.

### **Information About the Underlying Index**

The CCI-TR consisting of 17 commodity futures prices offers investors a broad benchmark for the performance of the commodity sector. The 17 commodities are currently: corn, wheat, soybeans, live cattle, lean hogs, gold, silver, copper, cocoa, coffee, sugar #11, cotton, orange juice, platinum, crude oil, heating oil, and natural gas. The Index is intended to provide a representation of broad trends in overall commodity prices, and was originally calculated to produce a ratio of the current price to the base year average price. The Index takes into account the economics of rolling listed Commodity Futures Contracts forward to avoid delivery and maintain exposure to Commodity Futures Contracts with the liquidity characteristics of being exchange traded. The Index is generally viewed as a broad measure of overall commodity price trends.

As the Commodity Futures Contracts near expiration, they are replaced by contracts that have a later expiration. For example, a contract purchased and held in November 2006 may specify January 2007 expiration. As that contract nears expiration, it may be replaced by selling the January 2007 contract and purchasing the contract expiring in March 2007. This process is referred to as "rolling." Historically, the prices of crude oil and heating oil have frequently been higher for contracts with shorter-term expirations than for contracts with longer term expirations, which is referred to as "backwardation." In these circumstances, absent other factors, the sale of the January 2007 contract would take place at a price that is higher than the price at which the March 2007 contract

is purchased, thereby creating a gain in connection with rolling. While crude oil and heating oil have historically exhibited consistent periods of backwardation, backwardation will likely not exist in these markets at all times.

Conversely, gold, corn, soybeans and wheat historically exhibit “contango” markets rather than backwardation, where the prices of contracts are higher in the distant delivery months than in the nearer delivery months due to the costs of long-term storage of a physical commodity prior to delivery or other factors. Although gold, corn, soybeans and wheat have historically exhibited consistent periods of contango, it is not likely this will exist in these markets at all times.

The Index generally averages all futures prices six months forward, up to a maximum of five delivery months per commodity. A minimum of two delivery months, however, must be used to calculate the current price if the second contract is outside the six-month window. Commodity Futures Contracts in the delivery period are excluded from the calculation. Although each of the 17 commodities is equally weighted, the Index uses an average of the prices of the 17 commodities and an average of those commodities across time within each commodity. Each commodity is averaged across time (six month period) and then these 17 component figures are averaged together. The continuous rebalancing provided by this methodology means the Index constantly decreases exposure to commodity markets gaining in value and increases exposure to those markets declining in value to the diverse nature of its constituent commodities.

### **Investment Risks**

Equity EAMs are referred to the Trust’s Registration Statement for a description of risks associated with an investment in the Shares of a Fund. Because the Shares are created to reflect the performance of a related Index, these risks include the risk that market price of the Shares will be subject to fluctuations similar to those affecting the futures contracts on the underlying commodities that comprise the Index. Owners of the Shares will not have the protections normally associated with ownership of shares in an investment company registered under the Investment Company Act of 1940 but will have the protections afforded by the Commodity Exchange Act to investors in CFTC-regulated commodity pools. The Fund has perpetual durations unless terminated earlier in certain circumstances. If certain events occur, at any time, the Trustee will be required to terminate the affected Fund. In addition, as noted in the prospectus, Shares trade at market prices that may differ from NAV. The NAV of the Shares will fluctuate with changes in the market value of the Fund’s assets. The trading prices of the Shares will fluctuate in accordance with changes in the NAV as well as market supply and demand. The amount of the discount or premium in the trading price relative to the NAV per Share may be influenced by non-concurrent trading hours between the major commodity futures markets and the NYSE Arca. While the Shares will trade on the NYSE Arca from 4:00 a.m. ET until 8:00 p.m. ET, liquidity in the market for the futures contracts on the underlying commodities comprising the Index will be reduced after the close of the major commodity futures markets.

### **Exchange Rules Applicable to Trading in the Shares**

The Shares are considered equity securities, thus rendering trading in the Shares subject to the Exchange’s existing rules governing the trading of equity securities.

## **Trading Hours**

Trading in the shares on ISE is on a UTP basis and is subject to ISE equity trading rules. The shares will trade from 8:00 a.m. until 8:00 p.m. Eastern Time. Equity EAMs trading the shares during the Extended Market Sessions are exposed to the risk of the lack of the calculation or dissemination of underlying index value or intraday indicative value ("IIV"). For certain derivative securities products, an updated underlying index value or IIV may not be calculated or publicly disseminated in the Extended Market hours. Since the underlying index value and IIV are not calculated or widely disseminated during Extended Market hours, an investor who is unable to calculate implied values for certain derivative securities products during Extended Market hours may be at a disadvantage to market professionals.

## **Trading Halts**

ISE will halt trading in the Shares of a Trust in accordance with ISE Rule 2101(a)(2)(iii). The grounds for a halt under this Rule include a halt by the primary market because it stops trading the Shares and/or a halt because dissemination of the IIV or applicable currency spot price has ceased, or a halt for other regulatory reasons. In addition, ISE will stop trading the Shares of a Trust if the primary market de-lists the Shares.

## **Delivery of a Prospectus**

Pursuant to federal securities laws, investors purchasing Shares must receive a prospectus prior to or concurrently with the confirmation of a transaction. Investors purchasing Shares directly from the Fund (by delivery of the Deposit Amount) must also receive a prospectus.

Prospectuses may be obtained through the Distributor or on the Fund's website. The Prospectus does not contain all of the information set forth in the registration statement (including the exhibits to the registration statement), parts of which have been omitted in accordance with the rules and regulations of the SEC. For further information about the Fund, please refer to the Trust's registration statement.

## **Relief From the Operation of CFTC Rules 4.21, 4.22 and 4.23**

The Commodity Futures Trading Commission's ("CFTC") Division of Clearing and Intermediary Oversight (the "CFTC Division") issued a letter dated January 11, 2008 (the "Relief Letter") granting exemptive relief to the Managing Owner from CFTC Rules 4.21, 4.22 and 4.23. Specifically, the CFTC Division exempted the Managing Owner in connection with the operation of a Fund from: (1) the requirement of CFTC Rule 4.21(b) to obtain a signed acknowledgment of receipt of a disclosure document prior to accepting funds, securities or property from a prospective pool participant with respect to sales of Shares by Authorized Participants when Authorized Participants create additional Baskets, subsequent to the effectiveness of the registration statement; (2) the requirements of CFTC Rule 4.22 to deliver monthly account statements to purchasers of Shares; and (3) the requirement of CFTC Rule 4.23 to keep required books and records at the Managing Owner's main business office to the extent that such books and records are maintained at the offices of the Trustee or Distributor. The exemption from CFTC Rule 4.21(b) is expressly conditioned on the information required in the disclosure document being maintained and kept current on websites of the Fund, Managing Owner,

Amex and the SEC. For further information regarding these exemptions, Equity EAMs are referred to the full text of the Relief Letter and the Fund's registration statement. Exemptive, Interpretive and No-Action Relief Under Federal Securities Regulations  
The SEC's Division of Trading and Markets issued a letter dated June 21, 2006 from Racquel L. Russell, Esq., Branch Chief, Division of Trading and Markets, to George T. Simon, Foley & Lardner LLP (the "No-Action Letter"), granting exemptive and no action relief from certain provisions of and rules under the Securities Exchange Act of 1934, as amended (the "1934 Act"), regarding trading in securities similar to the Shares.

### **Rules 101 and 102 of Regulation M**

Under the No-Action Letter, the Fund is exempted under paragraph (d) of Rule 101, permitting persons who may be deemed to be participating in a distribution of the Shares to bid for or purchase Shares during their participation in such distribution. The Fund is also exempted under paragraph (d) of Rule 101 to permit the Index Sponsor, to publish research during the applicable restricted period on the Fund's website. The No-Action Letter also exempted the Fund under paragraph (e) of Rule 102, permitting the Fund and its affiliated purchasers to redeem Shares in Baskets during the continuous offering of Shares.

**This Regulatory Information Circular is not a statutory Prospectus. Equity EAMs should consult the Trust's Registration Statement, SAI, Prospectus and the Fund's website for relevant information.**

## Appendix A

<b>Ticker</b>	<b>Fund Name</b>
GCC	GreenHaven Continuous Commodity Index Fund