

Evans David C
Form 4
June 12, 2012

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Evans David C

2. Issuer Name **and** Ticker or Trading
Symbol
SCOTTS MIRACLE-GRO CO
[SMG]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)

____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

CFO EVP Strategy Bus Dev

C/O THE SCOTTS MIRACLE-GRO
COMPANY, 14111 SCOTSLAWN
ROAD

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)

____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

MARYSVILLE, OH 43041

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Shares	06/08/2012		A	206.17 (1)	\$ 42.086	41,171.205	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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SEC 1474
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Evans David C
C/O THE SCOTTS MIRACLE-GRO COMPANY
14111 SCOTTS LAWN ROAD
MARYSVILLE, OH 43041

CFO EVP Strategy Bus Dev

Signatures

Kathy L. Uttley as attorney-in-fact for David C.
Evans

06/12/2012

Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Reflects common shares of the Issuer ("Common Shares") represented by amount credited to the benchmark Company stock fund within the reporting person's bookkeeping account under The Scotts Company LLC Executive Retirement Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

ca, Sans-Serif"> 855,580 9,169 Antofagasta Plc # 137,545 57,324 BG Group Plc
985,786 321,227 BP Plc # 2,257,385 87,675 Centrica Plc # 490,454 37,114 DS Smith Plc
123,677 3,923 ENSCO Plc CL A (USD) 235,380 8,780 Evraz Plc # 29,724 5,810 Hochschild Mining Plc
24,176 4,871 Kazakhmys Plc # 29,128 15,898 Lonmin Plc * † # 70,557 14,704 Mondi Plc
200,110 27,751 Pannon Group Plc # 262,742 4,261 Petrofac Ltd. # 92,955 3,433 Randgold Resources Ltd.
(ADR) 295,169 29,276 Rio Tinto Plc # 1,378,007 18,226 Severn Trent Plc # 474,615 15,318 Tullow Oil Plc
286,561 52,153 United Utilities Group Plc # 561,679 2,691 Vedanta Resources Plc † # 41,262 40,101 Xstrata Plc
652,400 9,629,360 **United States: 45.4%** 10,951 AGCO Corp. 570,766 8,466 Alacer Gold Corp. (CAD)
* 34,166 25,502 Alcoa, Inc. 217,277 2,563 Allegheny Technologies, Inc. 81,273 3,056 Allied Nevada Gold Corp.
* 50,302 1,473 American States Water Co. 84,801 8,447 Anadarko Petroleum Corp. 738,690 1,963 Andersons,
Inc. 105,060 6,611 Apache Corp. 510,105 10,734 Aqua America, Inc. 337,477 74,326 Archer-Daniels-Midland
Co. 2,507,016 7,455 Baker Hughes, Inc. 345,987 16,489 Bunge Ltd. 1,217,383 3,551 Cabot Oil & Gas
Corp. 240,083 4,182 Cameron International Corp. * 272,666 1,056 Carpenter Technology Corp. 52,050 7,110 CF

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Industries Holdings, Inc. 1,353,531 8,787 Chesapeake Energy Corp. † 179,343 32,782 Chevron Corp. 3,895,157 1,458 Cimarex Energy Co. 109,992 3,613 Cliffs Natural Resources, Inc. † 68,683 3,378 Coeur d'Alene Mines Corp. * 63,709 1,765 Concho Resources, Inc. * 171,964 20,604 ConocoPhillips 1,238,300 3,850 Consol Energy, Inc. 129,553 968 Continental Resources, Inc. * 84,148 8,922 Cree, Inc. * 488,123 13,293 Darling International, Inc. * 238,742 43,964 Deere & Co. 3,780,025 6,302 Denbury Resources, Inc. * 117,532 6,372 Devon Energy Corp. 359,508 1,173 Diamond Offshore Drilling, Inc. † 81,594 4,586 EOG Resources, Inc. 587,329 2,540 EQT Corp. 172,085 75,606 Exxon Mobil Corp. 6,812,857 4,600 First Solar, Inc. * † 124,016 4,012 FMC Technologies, Inc. * 218,213 22,645 Freeport-McMoRan Copper & Gold, Inc. 749,549 4,552 Graphic Packaging Holding Co. * 34,094 15,724 Halliburton Co. 635,407 10,665 Hecla Mining Co. † 42,127 1,793 Helmerich & Payne, Inc. 108,835 5,014 Hess Corp. 359,053 3,435 HollyFrontier Corp. 176,731 8,720 Ingredion, Inc. 630,630 17,665 International Paper Co. 822,836 3,006 Itron, Inc. * 139,478 1,792 Joy Global, Inc. 106,660 1,650 Kinder Morgan Management LLC * 144,953 10,661 Kinder Morgan, Inc. 412,367 1,449 Lindsay Corp. † 127,773 5,577 Louisiana-Pacific Corp. * 120,463 11,942 Marathon Oil Corp. 402,684 7,033 MeadWestvaco Corp. 255,298 60,470 Monsanto Co. 6,387,446 31,227 Mosaic Co. 1,861,441 3,057 Murphy Oil Corp. 194,823 7,199 National Oilwell Varco, Inc. 509,329 18,557 Newmont Mining Corp. 777,353 3,030 Noble Energy, Inc. 350,450 7,576 Nucor Corp. 349,632 13,593 Occidental Petroleum Corp. 1,065,283 1,825 Oceaneering International, Inc. 121,198 3,458 ONEOK, Inc. 164,843 1,355 Ormat Technologies, Inc. † 27,981 3,931 Packaging Corp. of America 176,384 4,550 Peabody Energy Corp. 96,233 10,488 Phillips 66 733,845 6,723 Pilgrim's Pride Corp. * 61,784 2,234 Pioneer Natural Resources Co. 277,575 2,177 Plains Exploration & Production Co. * 103,342

Explanation of Responses:

3,013	QEP Resources, Inc.	95,934
2,748	Range Resources Corp.	222,698
1,819	Reliance Steel & Aluminum Co.	129,458
2,875	Rock-Tenn Co. (Class A)	266,771
1,551	Royal Gold, Inc.	110,168
22,414	Schlumberger Ltd.	1,678,584
35	Seaboard Corp.	98,000
14,088	Smithfield Foods, Inc. *	373,050
4,641	Southern Copper Corp.	174,362
5,924	Southwestern Energy Co. *	220,728
11,274	Spectra Energy Corp.	346,676
5,249	Steel Dynamics, Inc.	83,302
2,372	Sunpower Corp. * †	27,373
2,319	Tesoro Corp.	135,777
7,811	Tractor Supply Co.	813,359
32,009	Tyson Foods, Inc.	794,463
3,441	United States Steel Corp. †	67,100
9,331	Valero Energy Corp.	424,467
21,833	Weyerhaeuser Co.	685,120
1,985	Whiting Petroleum Corp. *	100,917
11,501	Williams Companies, Inc.	430,827
		53,446,520

Total Common Stocks 118,277,164
(Cost: \$122,012,259)

MONEY MARKET FUND: 0.0%

(Cost: \$6,846)

6,846 Dreyfus Government Cash Management Fund 6,846

Total Investments Before Collateral for Securities Loaned:

100.4% 118,284,010

(Cost: \$122,019,105)

**SHORT-TERM INVESTMENT HELD AS
COLLATERAL FOR SECURITIES LOANED: 5.4%**

(Cost: \$6,354,771)

6,354,771 Bank of New York Overnight Government Fund 6,354,771

Total Investments: 105.8%

124,638,781

(Cost: \$128,373,876)

Liabilities in excess of other assets: (5.8)% (6,875,575)

NET ASSETS: 100.0% \$117,763,206

ADR American Depositary Receipt

CAD Canadian Dollar

GBP British Pound

GDR Global Depositary Receipt

NOK Norwegian Krone

USD United States Dollar

- * Non-income producing
- † Security fully or partially on loan. Total market value of securities on loan is \$6,076,365.
- # Indicates a fair valued security which has not been valued utilizing an independent quote, but has been valued pursuant to guidelines established by the Board of Trustees. The aggregate value of fair valued securities is \$43,662,548 which represents 37.1% of net assets.
- Reg S Security was purchased pursuant to Regulation S under the Securities Act of 1933, which exempts from registration securities offered and sold outside of the United States. Such a security cannot be sold in the United States without either an effective registration statement filed pursuant to the Securities Act of 1933, or pursuant to an exemption from registration.
- 144A Security exempt from registration under Rule 144A of the Securities Act of 1933, as amended, or otherwise restricted. These securities may be resold in transactions exempt from registration, unless otherwise noted, and the value amounted to \$380,814, or 0.3% of net assets.

Summary of Investments

by Sector Excluding Collateral for Securities Loaned (unaudited)	% of Investments	Value
Agriculture	27.2	% \$32,209,392
Alternative Energy Sources	0.7	871,616
Base/Industrial Metals	12.0	14,152,218
Basic Materials	3.8	4,466,798
Consumer, Non-cyclical	1.3	1,538,877
Energy	41.0	48,453,125
Forest Products	4.4	5,161,347
Industrial	0.2	227,742
Precious Metals	6.1	7,202,465
Technology	0.4	488,123
Utilities	0.6	716,129
Water	2.3	2,789,332
Money Market Fund	0.0	6,846
	100.0	% \$118,284,010

The summary of inputs used to value the Fund's investments as of March 31, 2013 is as follows:

	Level 1 Quoted Prices	Level 2 Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Value
Common Stocks				
Australia	\$—	\$5,033,499	\$ —	\$5,033,499
Austria	—	330,835	—	330,835
Bermuda	79,656	—	—	79,656
Brazil	1,940,220	—	—	1,940,220
Canada	14,965,319	—	—	14,965,319
Chile	482,396	—	—	482,396
China / Hong Kong	36,604	2,675,183	—	2,711,787
Colombia	114,803	—	—	114,803

Explanation of Responses:

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Denmark	—	125,135	—	125,135
Finland	—	147,885	—	147,885
France	—	2,838,902	—	2,838,902
Germany	—	430,356	—	430,356
Hungary	—	54,528	—	54,528
India	33,574	380,814	—	414,388
Indonesia	—	222,493	—	222,493
Ireland	—	114,116	—	114,116
Italy	—	1,148,460	—	1,148,460
Japan	—	2,930,466	—	2,930,466
Luxembourg	242,281	299,796	—	542,077
Malaysia	425,661	564,808	—	990,469
Mexico	537,033	—	—	537,033
Netherlands	231,290	1,881,562	—	2,112,852
Norway	—	2,086,441	—	2,086,441
Peru	236,208	—	—	236,208
Philippines	—	60,317	—	60,317
Poland	—	312,809	—	312,809
Portugal	26,476	57,133	—	83,609
Russia	16,577	2,567,572	—	2,584,149
Singapore	—	1,436,701	—	1,436,701
South Africa	634,935	1,103,384	—	1,738,319
South Korea	—	1,271,451	—	1,271,451
Spain	—	334,324	—	334,324
Sweden	—	900,820	—	900,820
Switzerland	634,514	4,823,904	—	5,458,418
Taiwan	—	318,916	—	318,916
Turkey	—	111,127	—	111,127
United Kingdom	530,549	9,098,811	—	9,629,360
United States	53,446,520	—	—	53,446,520
Money Market Funds	6,361,617	—	—	6,361,617
Total	\$80,976,233	\$43,662,548	\$	\$124,638,781

During the period ended March 31, 2013, transfers of securities from Level 1 to Level 2 were \$89,310 and transfers from Level 2 to Level 1 were \$515,527. These transfers resulted primarily from changes in certain foreign securities valuation methodologies between the last close of the securities' primary market (Level 1) and valuation by a pricing service (Level 2), which takes into account market direction or events occurring before the Fund's pricing time but after the last local close, as described in the Notes to Financial Statements.

SOLAR ENERGY ETF
SCHEDULE OF INVESTMENTS
March 31, 2013 (unaudited)

Number
of Shares
COMMON STOCKS: 100.2%
Canada: 1.2%

Value

Explanation of Responses:

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38,453	Canadian Solar, Inc. (USD) * †	\$ 133,047
China / Hong Kong: 17.0%		
3,598,000	GCL-Poly Energy Holdings Ltd. † #	737,108
9,164,000	Hanergy Solar Group Ltd * #	585,469
31,335	JA Solar Holdings Co. Ltd. (ADR) * †	113,433
74,893	LDK Solar Co. Ltd. (ADR) * †	82,382
68,503	Renesola Ltd. (ADR) * †	94,534
166,068	Suntech Power Holdings Co. Ltd. (ADR) * †	64,767
11,315	Trina Solar Ltd. (ADR) * †	41,073
92,797	Yingli Green Energy Holding Co. Ltd. (ADR) * †	176,314
		1,895,080
Germany: 10.4%		
12,883	SMA Solar Technology A.G. #	308,804
101,549	Solarworld A.G. † #	111,089
10,277	Wacker Chemie AG #	738,077
		1,157,970
Norway: 3.4%		
1,894,309	Renewable Energy Corp. A.S. * † #	375,599
South Korea: 3.6%		
39,078	Jusung Engineering Co Ltd * #	236,482
39,668	Nexolon Co Ltd * #	56,875
50,402	Woongjin Energy Co Ltd * #	111,415
		404,772
Switzerland: 4.2%		
59,168	Meyer Burger Technology AG * † #	467,444
Taiwan: 24.6%		
300,000	Danen Technology Corp. * #	134,692
728,000	E-Ton Solar Tech Co Ltd * #	264,534
19,000	Giga Solar Materials Corp #	159,859
385,688	Gintech Energy Corp. * #	339,157
292,322	Green Energy Technology, Inc. * #	241,367
342,000	Motech Industries Inc * #	350,752
566,000	Neo Solar Power Corp. * #	425,663
464,000	Sino-American Silicon Products Inc #	604,162
340,646	Solartech Energy Corp. * #	229,664
		2,749,850
United States: 35.8%		
39,014	Advanced Energy Industries Inc *	713,956
38,683	First Solar, Inc. * †	1,042,894
142,086	GT Advanced Technologies, Inc. * †	467,463
155,350	MEMC Electronic Materials, Inc. *	683,540
115,676	Power-One, Inc. * †	480,055
36,286	STR Holdings, Inc. *	78,741
46,080	Sunpower Corp. * †	531,763
		3,998,412
Total Common Stocks		11,182,174
(Cost: \$12,216,417)		

SHORT-TERM INVESTMENT HELD AS

COLLATERAL FOR SECURITIES LOANED: 29.3%

(Cost: \$3,274,495)

Explanation of Responses:

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3,274,495 Bank of New York Overnight Government Fund	3,274,495
Total Investments: 129.5%	14,456,669
(Cost: \$15,490,912)	
Liabilities in excess of other assets: (29.5)%	(3,292,198)
NET	
ASSETS:	\$ 11,164,471
100.0%	

ADR American Depositary Receipt
USD United States Dollar

* Non-income producing

† Security fully or partially on loan. Total market value of securities on loan is \$2,964,215.

Indicates a fair valued security which has not been valued utilizing an independent quote, but has been valued #pursuant to guidelines established by the Board of Trustees. The aggregate value of fair valued securities is \$6,478,212 which represents 58.0% of net assets.

Summary of Investments

by Sector Excluding Collateral for Securities Loaned (unaudited)	% of Investments	Value
Advanced Materials / Products	0.7 %	\$78,741
Chemicals - Diversified	6.6	738,077
Electronic Component - Semiconductors	40.6	4,542,813
Energy - Alternate Sources	20.9	2,334,288
Mach Tools & Rel Products	4.2	467,444
Power Conversion / Supply Equipment	24.9	2,784,329
Semiconductor Equipment	2.1	236,482
	100.0 %	\$ 11,182,174

The summary of inputs used to value the Fund's investments as of March 31, 2013 is as follows:

	Level 1 Quoted Prices	Level 2 Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Value
Common Stocks				
Canada	\$133,047	\$—	\$ —	\$133,047
China / Hong Kong	572,503	1,322,577	—	1,895,080

Explanation of Responses:

Germany	—	1,157,970	—	1,157,970
Norway	—	375,599	—	375,599
South Korea	—	404,772	—	404,772
Switzerland	—	467,444	—	467,444
Taiwan	—	2,749,850	—	2,749,850
United States	3,998,412	—	—	3,998,412
Money Market Fund	3,274,495	—	—	3,274,495
Total	\$7,978,457	\$6,478,212	\$	\$14,456,669

STEEL ETF

SCHEDULE OF INVESTMENTS

March 31, 2013 (unaudited)

Number of Shares		Value
COMMON STOCKS: 100.0%		
Brazil: 22.5%		
1,333,306	Cia Siderurgica Nacional S.A. (ADR) †	\$5,973,211
895,251	Gerdau S.A. (ADR)	6,902,385
988,691	Vale S.A. (ADR)	17,094,467
		29,970,063
Luxembourg: 11.2%		
681,924	ArcelorMittal (USD) †	8,885,470
298,581	Ternium S.A. (ADR)	6,076,123
		14,961,593
Mexico: 2.6%		
243,651	Grupo Simec, S.A.B. de C.V. (ADR) * †	3,464,717
Russia: 2.3%		
611,412	Mechel OAO (ADR) †	3,093,745
South Korea: 7.9%		
142,801	POSCO (ADR)	10,525,862
United Kingdom: 12.8%		
360,699	Rio Tinto Plc (ADR) †	16,981,709
United States: 40.7%		
34,090	A.M. Castle & Co. * †	596,575
200,158	AK Steel Holding Corp. †	662,523
190,958	Allegheny Technologies, Inc.	6,055,278
77,397	Carpenter Technology Corp.	3,814,898
276,387	Cliffs Natural Resources, Inc. †	5,254,117
171,128	Commercial Metals Co.	2,712,379
45,591	Gibraltar Industries, Inc. *	832,036
14,921	LB Foster Co.	660,851
144,949	Nucor Corp.	6,689,396
16,073	Olympic Steel, Inc.	384,145
85,620	Reliance Steel & Aluminum Co.	6,093,575
38,778	Schnitzer Steel Industries, Inc.	1,033,821
378,416	Steel Dynamics, Inc.	6,005,462
105,212	Timken Co.	5,952,895
211,920	United States Steel Corp. †	4,132,440
103,576	Worthington Industries, Inc.	3,208,785

Explanation of Responses:

54,089,176

Total Common Stocks

133,086,865

(Cost: \$209,216,186)

MONEY MARKET FUND: 0.0%

(Cost: \$918)

918 Dreyfus Government Cash Management Fund 918

Total Investments Before Collateral for Securities Loaned:**100.0%**

133,087,783

(Cost: \$209,217,104)

SHORT-TERM INVESTMENT HELD AS**COLLATERAL FOR SECURITIES LOANED: 27.0%**

(Cost: \$35,884,708)

35,884,708 Bank of New York Overnight Government Fund 35,884,708

Total Investments: 127.0%

168,972,491

(Cost: \$245,101,812)

Liabilities in excess of other assets: (27.0)%

(35,947,155)

NET ASSETS: 100.0%

\$133,025,336

ADRAmerican Depositary Receipt

USD United States Dollar

* Non-income producing

† Security fully or partially on loan. Total market value of securities on loan is \$34,700,021.

Summary of Investments

by Sector Excluding Collateral for Securities Loaned (unaudited)	% of Investments	Value
Building & Construction	0.6 %	\$832,036
Metal - Diversified	12.8	16,981,709
Metal - Iron	16.8	22,348,584
Metal Processors & Fabricators	7.4	9,822,531
Metal Products - Distribution	0.7	980,720
Steel - Producers	57.2	76,066,007
Steel - Specialty	4.5	6,055,278
Money Market Fund	0.0	918
	100.0 %	\$133,087,783

The summary of inputs used to value the Fund's investments as of March 31, 2013 is as follows:

Level 1 Quoted Prices	Level 2 Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Value
-----------------------------	--	--	-------

Explanation of Responses:

Common Stocks*	\$ 133,086,865	\$	—	\$	—	\$ 133,086,865
Money Market Funds	35,885,626		—		—	35,885,626
Total	\$ 168,972,491	\$	—	\$	—	\$ 168,972,491

* See Schedule of Investments for security type and geographic sector breakouts.

UNCONVENTIONAL OIL & GAS ETF

SCHEDULE OF INVESTMENTS

March 31, 2013 (unaudited)

Number of Shares		Value
COMMON STOCKS: 99.9%		
Australia: 0.4%		
21,055	Aurora Oil & Gas Ltd. (CAD) *	\$78,753
Canada: 18.0%		
15,482	ARC Resources Ltd. †	409,013
6,065	Baytex Energy Corp. (USD) †	254,305
4,875	Birchcliff Energy Ltd. *	41,123
18,890	Crescent Point Energy Corp. †	713,058
37,176	EnCana Corp. (USD)	723,445
25,651	Pengrowth Energy Corp. (USD)	130,820
23,154	Penn West Petroleum Ltd. (USD) †	249,137
4,163	PetroBakken Energy Ltd.	36,182
7,139	Peyto Exploration & Development Corp.	189,305
52,205	Talisman Energy, Inc. (USD)	639,511
7,095	Tourmaline Oil Corp. *	274,316
		3,660,215
United States: 81.5%		
19,129	Anadarko Petroleum Corp.	1,672,831
2,390	Berry Petroleum Co.	110,633
10,425	Cabot Oil & Gas Corp.	704,834
30,034	Chesapeake Energy Corp. †	612,994
4,237	Cimarex Energy Co.	319,639
5,132	Concho Resources, Inc. *	500,011
11,417	Consol Energy, Inc.	384,182
2,158	Continental Resources, Inc. *	187,595
18,501	Denbury Resources, Inc. *	345,044
19,292	Devon Energy Corp.	1,088,455
3,614	Energen Corp.	187,964
10,893	EOG Resources, Inc.	1,395,067
6,840	EQT Corp.	463,410
5,829	EXCO Resources, Inc. †	41,561
5,972	Forest Oil Corp. *	31,413

Explanation of Responses:

3,870	Gulfport Energy Corp. *	177,362
14,674	Hess Corp.	1,050,805
13,143	Kodiak Oil & Gas Corp. *	119,470
9,984	Linn Energy, LLC †	378,394
4,094	National Fuel Gas Co.	251,167
6,709	Newfield Exploration Co. *	150,416
8,854	Noble Energy, Inc.	1,024,054
2,991	Northern Oil and Gas, Inc. * †	43,011
4,021	Oasis Petroleum, Inc. *	153,079
19,094	Occidental Petroleum Corp.	1,496,397
6,691	Pioneer Natural Resources Co.	831,357
6,195	Plains Exploration & Production Co. *	294,077
8,936	QEP Resources, Inc.	284,522
7,984	Range Resources Corp.	647,023
2,581	Rosetta Resources, Inc. *	122,804
3,313	SM Energy Co.	196,196
17,392	Southwestern Energy Co. *	648,026
7,499	Ultra Petroleum Corp. * †	150,730
5,897	Whiting Petroleum Corp. *	299,803
10,116	WPX Energy, Inc. *	162,058
		16,526,384

Total Common Stocks

(Cost: \$19,971,703)

20,265,352

MONEY MARKET FUND: 0.0%

(Cost: \$4,878)

4,878	Dreyfus Government Cash Management Fund	4,878
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Total Investments Before Collateral for Securities**Loaned: 99.9%**

20,270,230

(Cost: \$19,976,581)

SHORT-TERM INVESTMENT HELD AS**COLLATERAL FOR SECURITIES LOANED: 11.3%**

(Cost: \$2,278,174)

2,278,174	Bank of New York Overnight Government Fund	2,278,174
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Total Investments: 111.2%

22,548,404

(Cost: \$22,254,755)

Liabilities in excess of other assets: (11.2)%

(2,262,530)

NET ASSETS: 100.0%

\$20,285,874

CAD Canadian Dollar

USD United States Dollar

* Non-income producing

† Security fully or partially on loan. Total market value of securities on loan is \$2,194,242.

Summary of Investments

by Sector Excluding Collateral for Securities Loaned (unaudited)	% of Investments	Value
Coal	1.9	\$ 384,182
Electric - Integrated	1.2	251,167

Explanation of Responses:

Oil Company -		
Exploration & Production	91.7	18,579,198
Oil Company - Integrated	5.2	1,050,805
Money Market Fund	0.0	4,878
	100.0	% \$20,270,230

The summary of inputs used to value the Fund's investments as of March 31, 2013 is as follows:

	Level 1 Quoted Prices	Level 2 Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Value
Common Stocks*	\$20,265,352	\$	—\$	—\$20,265,352
Money Market Funds	2,283,052		—	— 2,283,052
Total	\$22,548,404	\$	—\$	—\$22,548,404

* See Schedule of Investments for security type and geographic sector breakouts.

URANIUM+NUCLEAR ENERGY ETF

SCHEDULE OF INVESTMENTS

March 31, 2013 (unaudited)

Number of Shares		Value
COMMON STOCKS: 95.4%		
Australia: 9.2%		
2,577,203	Energy Resources of Australia Ltd. * † #	\$3,605,696
3,265,297	Paladin Energy Ltd. * † #	3,401,660
		7,007,356
Canada: 26.4%		
1,062,075	Alpha Minerals Inc ‡ *	5,112,010
211,395	Cameco Corp. (USD) †	4,392,788
2,716,098	Denison Mines Corp. *	3,716,104
1,488,879	Uranium Energy Corp. (USD) * †	3,275,534
1,284,464	Uranium One, Inc. * †	3,540,036
		20,036,472
France: 12.0%		
216,065	Areva S.A. * † #	3,199,217
309,835	Electricite de France S.A. #	5,953,823
		9,153,040
Japan: 24.5%		

Explanation of Responses:

1,064,914	IHI Corp. #	3,246,347
132,874	JGC Corp. #	3,414,377
764,505	Kajima Corp. #	2,080,284
915,306	Mitsubishi Heavy Industries Ltd. #	5,301,950
577,700	Taihei Dengyo Kaisha Ltd. #	3,720,046
70,400	Toshiba Plant Systems & Services Corp. #	866,228
		18,629,232
Poland: 6.1%		
904,057	Polska Grupa Energetyczna S.A. #	4,658,177
United States: 17.2%		
911,398	EnergySolutions, Inc. *	3,417,742
173,225	Exelon Corp.	5,972,798
137,344	US Ecology, Inc.	3,646,483
		13,037,023
Total Common Stocks		72,521,300
(Cost: \$81,699,460)		
CLOSED-END FUND: 4.6%		
(Cost: \$4,154,069)		
637,627	Uranium Participation Corp. * †	3,508,376
MONEY MARKET FUND: 0.1%		
(Cost: \$87,918)		
87,918	Dreyfus Government Cash Management Fund	87,918
Total Investments Before Collateral for Securities Loaned:		
100.1%		76,117,594
(Cost: \$85,941,447)		
SHORT-TERM INVESTMENT HELD AS		
COLLATERAL FOR SECURITIES LOANED: 21.5%		
(Cost: \$16,312,220)		
16,312,220	Bank of New York Overnight Government Fund	16,312,220
Total Investments: 121.6%		92,429,814
(Cost: \$102,253,667)		
Liabilities in excess of other assets: (21.6)%		(16,390,204)
NET ASSETS: 100.0%		\$76,039,610

USDUnited States Dollar

‡ Affiliated issuer – as defined under the Investment Company Act of 1940.

* Non-income producing

† Security fully or partially on loan. Total market value of securities on loan is \$15,381,232.

Indicates a fair valued security which has not been valued utilizing an independent quote, but has been valued pursuant to guidelines established by the Board of Trustees. The aggregate value of fair valued securities is \$39,447,805 which represents 51.9% of net assets.

Summary of Investments

by Sector Excluding Collateral for Securities Loaned (unaudited)	% of Investments	Value
Building & Construction	7.6 %	\$5,800,330
Electric - Integrated	21.8	16,584,798

Explanation of Responses:

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Energy - Alternate Sources	4.2	3,199,217
Engineering / R&D Services	5.6	4,280,605
Hazardous Waste Disposal	9.3	7,064,225
Machinery - General Industry	11.3	8,548,297
Non - Ferrous Metals	35.5	27,043,828
Closed-End Fund	4.6	3,508,376
Money Market Fund	0.1	87,918
	100.0	% \$76,117,594

A summary of the Fund's transactions in securities of affiliates for the period ended March 31, 2013 is set forth below:

Affiliates	Value 12/31/12	Purchases	Sales Proceeds	Realized Gain (Loss)	Dividend Income	Value 03/31/13
Alpha Minerals Inc	\$	— \$4,180,545	\$ (18,053)	\$ (892)	\$	— \$ 5,112,010

The summary of inputs used to value the Fund's investments as of March 31, 2013 is as follows:

	Level 1 Quoted Prices	Level 2 Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Value
Common Stocks				
Australia	\$—	\$7,007,356	\$ —	\$7,007,356
Canada	20,036,472	—	—	20,036,472
France	—	9,153,040	—	9,153,040
Japan	—	18,629,232	—	18,629,232
Poland	—	4,658,177	—	4,658,177
United States	13,037,023	—	—	13,037,023
Closed-End Fund	3,508,376	—	—	3,508,376
Money Market Funds	16,400,138	—	—	16,400,138
Total	\$52,982,009	\$39,447,805	\$ —	\$92,429,814

MARKET VECTORS ETF TRUST

NOTES TO SCHEDULES OF INVESTMENTS

March 31, 2013 (unaudited)

Security Valuation—The Funds value their investments in securities and other assets and liabilities carried at fair value daily. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants on the measurement date. Securities traded on national exchanges or traded on the NASDAQ National Market System are valued at the last sales price as reported at the close of each business day. Securities traded on the NASDAQ Stock Market are valued at the NASDAQ official closing price. Over-the-counter securities not included in the NASDAQ National Market System and listed securities for which no sale was reported are valued at the mean of the bid and ask prices. To the extent these securities are actively traded they are categorized as Level 1 in the fair value hierarchy (described below). Certain foreign securities, whose values may be affected by market direction or events occurring before the Funds’ pricing time (4:00 p.m. Eastern Time) but after the last close of the securities’ primary market, are fair valued using a pricing service and are categorized as Level 2 in the fair value hierarchy. The pricing service, using methods approved by the Board of Trustees, considers the correlation of the trading patterns of the foreign security to intraday trading in the U.S. markets, based on indices of domestic securities and other appropriate indicators such as prices of relevant ADR’s and futures contracts. The Funds may also fair value securities in other situations, such as, when a particular foreign market is closed but the Fund is open. Short-term obligations with more than sixty days remaining to maturity are valued at market value. Short-term obligations with sixty days or less to maturity are valued at amortized cost, which with accrued interest approximates fair value. Money market fund investments are valued at net asset value and are considered to be Level 1 in the fair value hierarchy. Forward foreign currency contracts are valued at the spot currency rate plus an amount (“points”), which reflects the differences in the interest rates between the U.S. and foreign markets. Securities for which quotations are not available are stated at fair value as determined by a Pricing Committee of Van Eck Associates Corporation (the “Adviser”) appointed by the Board of Trustees. The Pricing Committee provides oversight of the Funds’ valuation policies and procedures, which are approved quarterly by the Funds’ Board. Among other things, these procedures allow the Funds to utilize independent pricing services, quotations from securities, dealers, and other market sources to determine fair value. The Pricing Committee convenes regularly to review the fair value of financial instruments for which market prices are not readily available. The Pricing Committee employs various methods for calibrating the valuation approaches utilized to determine fair value, including a regular review of key inputs and assumptions, transactional back-testing and disposition analysis.

Certain factors such as economic conditions, political events, market trends, the nature of and duration of any restrictions on disposition, trading in similar securities of the issuer or comparable issuers and other security specific information are used to determine the fair value of these securities. Depending on the relative significance of valuation inputs, these securities may be classified either as Level 2 or Level 3 in the fair value hierarchy. The price which the Funds may realize upon sale of an investment may differ materially from the value presented in the Schedules of Investments.

The Funds utilize various methods to measure the fair value of most of its investments on a recurring basis which includes a hierarchy that prioritizes inputs to valuation methods used to measure fair value. The hierarchy gives highest priority to unadjusted quoted prices in active markets for identical assets and liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The inputs or methodologies used for valuing securities are not necessarily an indication of the risk associated with investing in those securities. The transfers between levels of the fair value hierarchy assume the financial instruments were transferred at the beginning of the reporting period. The three levels of the fair value hierarchy are described below:

Level 1 – Quoted prices in active markets for identical securities.

Level 2 – Significant observable inputs (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, etc.).

Level 3 – Significant unobservable inputs (including the Fund’s own assumptions in determining the fair value of investments).

A summary of the inputs and the levels used to value the Fund’s investments, and transfers between levels are located in the Schedules of Investments. Additionally, a table that reconciles the valuation of the Fund’s Level 3 investments that summarizes the valuation techniques and describes unobservable inputs into those Level 3 investments, if applicable, is located in the Schedules of Investments.

Income Taxes—As of March 31, 2013, for Federal income tax purposes, the identified cost of investments owned, net unrealized appreciation (depreciation), gross unrealized appreciation, and gross unrealized depreciation of investments were as follows:

Fund	Cost of Investments	Gross Unrealized Appreciation	Gross Unrealized Depreciation	Net Unrealized Appreciation (Depreciation)
Agribusiness ETF	\$5,624,469,209	\$593,608,079	\$(346,939,676)	\$246,668,403
Coal ETF	324,917,510	3,234,410	(85,091,454)	(81,857,044)
Global Alternative Energy ETF	92,796,682	7,609,214	(36,634,963)	(29,025,749)
Gold Miners ETF	11,511,450,304	—	(3,702,248,216)	(3,702,248,216)
Junior Gold Miners ETF	3,626,155,532	45,082,414	(1,125,410,992)	(1,080,328,578)
Oil Services ETF	1,545,007,522	21,265,146	(35,740,191)	(14,475,045)
Rare Earth / Strategic Metals ETF	283,447,659	3,445,546	(110,514,660)	(107,069,114)
RVE Hard Assets Producers ETF	128,832,631	15,186,229	(19,380,079)	(4,193,850)
Solar Energy ETF	17,914,383	789,580	(4,247,294)	(3,457,714)
Steel ETF	248,104,814	3,829,183	(82,961,506)	(79,132,323)
Unconventional Oil & Gas ETF	22,255,347	1,776,253	(1,483,196)	293,057
Uranium+Nuclear Energy ETF	105,082,263	6,406,694	(19,059,143)	(12,652,449)

ITEM 2. Controls and Procedures.

The registrant’s principal executive and principal financial officers, or persons performing similar functions, have concluded that the registrant’s disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940, as amended (the “1940 Act”) (17 CFR 270.30a-3 (c))) are effective, as of a date within 90 (a) days of the filing date of the report that includes the disclosure required by this paragraph, based on their evaluation of these controls and procedures required by Rule 30a-3(b) under the 1940 Act (17 CFR 270.30a-3(b)) and Rules 13a-15(b) or 15d-15(b) under the Securities Exchange Act of 1934, as amended (17 CFR 240.13a-15(b) or 240.15d-15 (b)).

Explanation of Responses:

There were no changes in the registrant's internal control over financial reporting (as defined in Rule 30a-3(d) (b) under the 1940 Act (17 CFR 270.30a-3(d)) that occurred during the registrant's last fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

ITEM 3. Exhibits.

Certifications of principal executive officer and principal financial officer as required by Rule 30a-2(a) under the Investment Company Act of 1940 are attached as Exhibit 99.CERT

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant) Market Vectors ETF Trust

By John J. Crimmins, Treasurer & Chief Financial Officer, Market Vectors ETF Trust

Date: May 29, 2013

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By Jan F. van Eck, Chief Executive Officer, Market Vectors ETF Trust

Date: May 29, 2013

By John J. Crimmins, Treasurer & Chief Financial Officer, Market Vectors ETF Trust

Explanation of Responses:

Date: May 29, 2013