

POWERSHARES DB AGRICULTURE FUND  
Form 10-Q  
November 05, 2014  
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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 10-Q**

(Mark One)

**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended September 30, 2014

OR

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number: 001-33238

**POWERSHARES DB AGRICULTURE FUND**

(A Series of PowerShares DB Multi-Sector Commodity Trust)

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(Exact name of Registrant as specified in its charter)

<b>Delaware</b> (State or Other Jurisdiction of Incorporation or Organization)	<b>87-0778078</b> (I.R.S. Employer Identification No.)
<b>c/o DB Commodity Services LLC</b>	
<b>60 Wall Street</b> <b>New York, New York</b> (Address of Principal Executive Offices)	<b>10005</b> (Zip Code)
<b>Registrant's telephone number, including area code: (212) 250-5883</b>	

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the Registrant has submitted electronically and posted on its corporate Web site, if any, an Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the Registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definition of accelerated filer, large accelerated filer, and smaller reporting company in Rule 12b-2 of the Exchange Act. (Check one):

Large Accelerated Filer  Accelerated Filer   
Non-Accelerated Filer  (Do not check if a smaller reporting company) Smaller reporting company   
Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

Indicate the number of outstanding Shares as of September 30, 2014: 45,600,000 Shares.

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**POWERSHARES DB AGRICULTURE FUND**

**(A SERIES OF POWERSHARES DB MULTI-SECTOR COMMODITY TRUST)**

**QUARTER ENDED SEPTEMBER 30, 2014**

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**Table of Contents****PART I. FINANCIAL INFORMATION****ITEM 1. FINANCIAL STATEMENTS.***PowerShares DB Agriculture Fund**Unaudited Statements of Financial Condition**September 30, 2014 and December 31, 2013*

	September 30, 2014	December 31, 2013
<b>Assets</b>		
Equity in broker trading accounts:		
United States Treasury Obligations, at fair value (cost \$1,341,966,107 and \$1,532,890,483, respectively)	\$ 1,341,979,128	\$ 1,532,914,377
Cash held by commodity broker	148,876,857	45,303,391
Net unrealized appreciation (depreciation) on commodity futures contracts	(119,437,926)	(40,865,651)
Equity in broker trading accounts (of which \$58,910,665 and \$62,577,522, respectively, is restricted for margin purposes)	1,371,418,059	1,537,352,117
Receivable for securities sold		9,999,922
Total assets	\$ 1,371,418,059	\$ 1,547,352,039
<b>Liabilities</b>		
Payable for securities purchased	\$ 205,994,735	\$ 317,947,751
Payable for shares redeemed		9,712,873
Management fee payable	828,708	933,883
Brokerage fee payable	4,763	562
Total liabilities	206,828,206	328,595,069
Commitments and Contingencies (Note 8)		
<b>Equity</b>		
Shareholders' equity - General Shares	1,022	971
Shareholders' equity - Shares	1,164,588,831	1,218,755,999
Total shareholders' equity	1,164,589,853	1,218,756,970
Total liabilities and equity	\$ 1,371,418,059	\$ 1,547,352,039
General Shares outstanding	40	40
Shares outstanding	45,600,000	50,200,000
Net asset value per share		

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General Shares	\$	25.54	\$	24.28
Shares	\$	25.54	\$	24.28

See accompanying notes to unaudited financial statements

**Table of Contents****PowerShares DB Agriculture Fund****Unaudited Schedule of Investments****September 30, 2014**

<b>Description</b>	<b>Percentage of Shareholders Equity</b>	<b>Fair Value</b>	<b>Face Value</b>
<b>United States Treasury Obligations</b>			
U.S. Treasury Bills, 0.015% due October 2, 2014	17.69%	\$ 206,000,000	\$ 206,000,000
U.S. Treasury Bills, 0.005% due October 9, 2014	1.03	11,999,976	12,000,000
U.S. Treasury Bills, 0.000% due October 16, 2014	0.52	5,999,988	6,000,000
U.S. Treasury Bills, 0.000% due October 23, 2014	20.61	239,998,080	240,000,000
U.S. Treasury Bills, 0.020% due October 30, 2014	13.22	153,998,460	154,000,000
U.S. Treasury Bills, 0.025% due November 6, 2014	4.72	54,999,285	55,000,000
U.S. Treasury Bills, 0.030% due November 13, 2014	0.09	999,988	1,000,000
U.S. Treasury Bills, 0.030% due November 20, 2014	0.51	5,999,916	6,000,000
U.S. Treasury Bills, 0.030% due November 28, 2014	0.51	5,999,904	6,000,000
U.S. Treasury Bills, 0.025% due December 4, 2014	28.51	331,994,024	332,000,000
U.S. Treasury Bills, 0.020% due December 11, 2014	8.07	93,998,120	94,000,000
U.S. Treasury Bills, 0.015% due December 18, 2014	0.09	999,973	1,000,000
U.S. Treasury Bills, 0.010% due December 26, 2014	1.97	22,999,448	23,000,000
U.S. Treasury Bills, 0.015% due January 2, 2015	17.69	205,991,966	206,000,000
<b>Total United States Treasury Obligations (cost \$1,341,966,107)</b>	<b>115.23%</b>	<b>\$ 1,341,979,128</b>	

A portion of the above United States Treasury Obligations are held as margin against open futures contracts, as described in Note 4(e).

<b>Description</b>	<b>Unrealized Appreciation/ (Depreciation) as a Percentage of Shareholders Equity</b>	<b>Unrealized Appreciation/ (Depreciation)</b>	<b>Notional Market Value</b>
<b>Commodity Futures Contracts</b>			
CBOT Corn (6,161 contracts, settlement date December 12, 2014)	(3.90)%	\$ (45,430,950)	\$ 98,807,038
CBOT Soybeans (2,486 contracts, settlement date November 14, 2014)	(2.80)	(32,551,575)	113,516,975
CBOT Wheat (1,944 contracts, settlement date July 14, 2015)	(1.45)	(16,859,900)	49,037,400
CBOT Wheat KCB (2,010 contracts, settlement date July 14, 2015)	(1.49)	(17,317,750)	56,204,625
CME Cattle Feeder (575 contracts, settlement date November 20, 2014)	0.29	3,429,587	67,576,875
CME Lean Hogs (2,697 contracts, settlement date December 12, 2014)	(0.05)	(559,350)	101,973,570
CME Live Cattle (2,775 contracts, settlement date December 31, 2014)	0.32	3,690,790	181,457,250
NYB-ICE Cocoa (4,774 contracts, settlement date December 15, 2014)	0.42	4,873,850	157,542,000
NYB-ICE Coffee (3,000 contracts, settlement date December 18, 2014)	0.22	2,539,050	217,518,750
NYB-ICE Cotton (888 contracts, settlement date December 08, 2014)	(0.61)	(7,110,435)	27,248,280
NYB-ICE Sugar (6,521 contracts, settlement date June 30, 2015)	(1.21)	(14,141,243)	123,575,558

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Total Commodity Futures Contracts	(10.26)%	\$ (119,437,926)	\$ 1,194,458,321
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*Unrealized appreciation/(depreciation) is presented above, net by contract. Refer to Note 4(h) for gross amounts of unrealized appreciation and unrealized depreciation on futures contracts.*

See accompanying notes to unaudited financial statements

**Table of Contents***PowerShares DB Agriculture Fund**Unaudited Schedule of Investments**December 31, 2013*

Description	Percentage of Shareholders Equity	Fair Value	Face Value
<b>United States Treasury Obligations</b>			
U.S. Treasury Bills, 0.030% due January 2, 2014	26.09%	\$ 318,000,000	\$ 318,000,000
U.S. Treasury Bills, 0.025% due January 9, 2014	0.33	3,999,992	4,000,000
U.S. Treasury Bills, 0.005% due January 23, 2014	26.18	318,997,767	319,000,000
U.S. Treasury Bills, 0.005% due January 30, 2014	16.82	204,997,950	205,000,000
U.S. Treasury Bills, 0.050% due February 6, 2014	4.10	49,999,550	50,000,000
U.S. Treasury Bills, 0.075% due February 13, 2014	0.08	999,991	1,000,000
U.S. Treasury Bills, 0.080% due February 27, 2014	0.82	9,999,690	10,000,000
U.S. Treasury Bills, 0.075% due March 6, 2014	16.00	194,983,815	195,000,000
U.S. Treasury Bills, 0.070% due March 13, 2014	5.50	66,995,444	67,000,000
U.S. Treasury Bills, 0.070% due March 27, 2014	3.77	45,993,284	46,000,000
U.S. Treasury Bills, 0.065% due April 3, 2014	26.09	317,946,894	318,000,000
<b>Total United States Treasury Obligations (cost \$1,532,890,483)</b>	<b>125.78%</b>	<b>\$ 1,532,914,377</b>	

*A portion of the above United States Treasury Obligations are held as margin against open futures contracts, as described in Note 4(e).*

Description	Unrealized Appreciation/ (Depreciation) as a Percentage of Shareholders Equity	Unrealized Appreciation/ (Depreciation)	Notional Market Value
<b>Futures Contracts</b>			
CBOT Corn (6,783 contracts, settlement date December 12, 2014)	(0.45)%	\$ (5,504,437)	\$ 152,702,287
CBOT Soybean (2,737 contracts, settlement date November 14, 2014)	(0.45)	(5,562,813)	155,324,750
CBOT Wheat (2,377 contracts, settlement date July 14, 2014)	(1.15)	(14,011,188)	73,300,738
CBOT Wheat KCB (2,249 contracts, settlement date July 14, 2014)	(1.10)	(13,467,475)	72,361,575
CME Cattle (643 contracts, settlement date March 27, 2014)	0.06	766,063	53,819,100
CME Lean Hogs (2,876 contracts, settlement date February 14, 2014)	(0.57)	(6,903,360)	98,272,920
CME Live Cattle (2,965 contracts, settlement date February 28, 2014)	0.08	1,007,960	159,665,250
NYB-ICE Cocoa (5,287 contracts, settlement date March 14, 2014)	(0.04)	(538,510)	143,224,830
NYB-ICE Coffee (3,517 contracts, settlement date March 19, 2014)	0.45	5,491,219	145,999,463
NYB-ICE Cotton (898 contracts, settlement date March 07, 2014)	0.22	2,700,330	38,003,360
NYB-ICE Sugar (7,970 contracts, settlement date June 30, 2014)	(0.40)	(4,843,440)	149,338,672
<b>Total Futures Contracts</b>	<b>(3.35)%</b>	<b>\$ (40,865,651)</b>	<b>\$ 1,242,012,945</b>



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*Unrealized appreciation/(depreciation) is presented above, net by contract. Refer to Note 4(h) for gross amounts of unrealized appreciation and unrealized depreciation on futures contracts.*

See accompanying notes to unaudited financial statements

**Table of Contents***PowerShares DB Agriculture Fund**Unaudited Statements of Income and Expenses**For the Three Months Ended September 30, 2014 and 2013 and Nine Months Ended September 30, 2014 and 2013*

	Three Months Ended September 30, 2014	September 30, 2013	Nine Months Ended September 30, 2014	September 30, 2013
<b>Income</b>				
Interest Income	\$ 88,736	\$ 154,508	\$ 390,015	\$ 740,446
<b>Expenses</b>				
Management Fee	2,638,803	3,195,560	8,628,440	10,144,648
Brokerage Commissions and Fees	194,716	354,017	798,177	1,139,081
Total Expenses	2,833,519	3,549,577	9,426,617	11,283,729
<b>Net investment income (loss)</b>	<b>(2,744,783)</b>	<b>(3,395,069)</b>	<b>(9,036,602)</b>	<b>(10,543,283)</b>
<b>Net Realized and Net Change in Unrealized Gain (Loss) on United States Treasury Obligations and Futures Contracts</b>				
<b>Net Realized Gain (Loss) on</b>				
United States Treasury Obligations	5,280	1,962	9,071	9,891
Futures	39,612,042	(1,317,838)	146,074,044	(121,862,938)
Net realized gain (loss)	39,617,322	(1,315,876)	146,083,115	(121,853,047)
<b>Net Change in Unrealized Gain (Loss) on</b>				
United States Treasury Obligations	(6,453)	(12,613)	(10,873)	(56,581)
Futures	(130,236,351)	29,525,819	(78,572,275)	(33,786,701)
Net change in unrealized gain (loss)	(130,242,804)	29,513,206	(78,583,148)	(33,843,282)
Net realized and net change in unrealized gain (loss) on United States Treasury Obligations and Futures	(90,625,482)	28,197,330	67,499,967	(155,696,329)
<b>Net Income (Loss)</b>	<b>\$ (93,370,265)</b>	<b>\$ 24,802,261</b>	<b>\$ 58,463,365</b>	<b>\$ (166,239,612)</b>

See accompanying notes to unaudited financial statements

**Table of Contents***PowerShares DB Agriculture Fund**Unaudited Statement of Changes in Shareholders' Equity**For the Three Months Ended September 30, 2014*

	General Shares Total		Shares		Total Shareholders Equity
	Shares	Equity	Shares	Total Equity	
<b>Balance at July 01, 2014</b>	40	\$ 1,099	51,400,000	\$ 1,412,066,652	\$ 1,412,067,751
Sale of Shares			1,200,000	31,740,068	31,740,068
Redemption of Shares			(7,000,000)	(185,847,701)	(185,847,701)
Net Increase (Decrease) due to Share Transactions			(5,800,000)	(154,107,633)	(154,107,633)
Net Income (Loss)					
Net investment income (loss)		(2)		(2,744,781)	(2,744,783)
Net realized gain (loss) on United States Treasury Obligations and Futures		32		39,617,290	39,617,322
Net change in unrealized gain (loss) on United States Treasury Obligations and Futures		(107)		(130,242,697)	(130,242,804)
Net Income (Loss)		(77)		(93,370,188)	(93,370,265)
Net Change in Shareholders' Equity		(77)	(5,800,000)	(247,477,821)	(247,477,898)
<b>Balance at September 30, 2014</b>	40	\$ 1,022	45,600,000	\$ 1,164,588,831	\$ 1,164,589,853

See accompanying notes to unaudited financial statements

**Table of Contents***PowerShares DB Agriculture Fund**Unaudited Statement of Changes in Shareholders' Equity**For the Three Months Ended September 30, 2013*

	General Shares Total		Shares		Total Shareholders Equity
	Shares	Equity	Shares	Total Equity	
<b>Balance at July 01, 2013</b>	40	\$ 996	61,400,000	\$ 1,528,051,432	\$ 1,528,052,428
Sale of Shares			2,800,000	71,130,304	71,130,304
Redemption of Shares			(4,000,000)	(99,925,134)	(99,925,134)
Net Increase (Decrease) due to Share Transactions			(1,200,000)	(28,794,830)	(28,794,830)
Net Income (Loss)					
Net investment income (loss)		1		(3,395,070)	(3,395,069)
Net realized gain (loss) on United States Treasury Obligations and Futures		27		(1,315,903)	(1,315,876)
Net change in unrealized gain (loss) on United States Treasury Obligations and Futures		(11)		29,513,217	29,513,206
Net Income (Loss)		17		24,802,244	24,802,261
Net Change in Shareholders' Equity		17	(1,200,000)	(3,992,586)	(3,992,569)
<b>Balance at September 30, 2013</b>	40	\$ 1,013	60,200,000	\$ 1,524,058,846	\$ 1,524,059,859

See accompanying notes to unaudited financial statements

**Table of Contents***PowerShares DB Agriculture Fund**Unaudited Statement of Changes in Shareholders' Equity**For the Nine Months Ended September 30, 2014*

	General Shares		Shares		Total
	Shares	Equity	Shares	Total Equity	Shareholders' Equity
<b>Balance at January 1, 2014</b>	40	\$ 971	50,200,000	\$ 1,218,755,999	\$ 1,218,756,970
Sale of Shares			11,800,000	329,482,748	329,482,748
Redemption of Shares			(16,400,000)	(442,113,230)	(442,113,230)
Net Increase (Decrease) due to Share Transactions			(4,600,000)	(112,630,482)	(112,630,482)
Net Income (Loss)					
Net investment income (loss)		(8)		(9,036,594)	(9,036,602)
Net realized gain (loss) on United States Treasury Obligations and Futures		127		146,082,988	146,083,115
Net change in unrealized gain (loss) on United States Treasury Obligations and Futures		(68)		(78,583,080)	(78,583,148)
Net Income (Loss)		51		58,463,314	58,463,365
Net Change in Shareholders' Equity		51	(4,600,000)	(54,167,168)	(54,167,117)
<b>Balance at September 30, 2014</b>	40	\$ 1,022	45,600,000	\$ 1,164,588,831	\$ 1,164,589,853

See accompanying notes to unaudited financial statements

**Table of Contents***PowerShares DB Agriculture Fund**Unaudited Statement of Changes in Shareholders' Equity**For the Nine Months Ended September 30, 2013*

	General Shares Total		Shares		Total Shareholders Equity
	Shares	Equity	Shares	Total Equity	
<b>Balance at January 1, 2013</b>	40	\$ 1,119	59,400,000	\$ 1,661,282,522	\$ 1,661,283,641
Sale of Shares			11,200,000	296,037,472	296,037,472
Redemption of Shares			(10,400,000)	(267,021,642)	(267,021,642)
Net Increase (Decrease) due to Share Transactions			800,000	29,015,830	29,015,830
Net Income (Loss)					
Net investment income (loss)		(6)		(10,543,277)	(10,543,283)
Net realized gain (loss) on United States Treasury Obligations and Futures		(78)		(121,852,969)	(121,853,047)
Net change in unrealized gain (loss) on United States Treasury Obligations and Futures		(22)		(33,843,260)	(33,843,282)
Net Income (Loss)		(106)		(166,239,506)	(166,239,612)
Net Change in Shareholders' Equity		(106)	800,000	(137,223,676)	(137,223,782)
<b>Balance at September 30, 2013</b>	40	\$ 1,013	60,200,000	\$ 1,524,058,846	\$ 1,524,059,859

See accompanying notes to unaudited financial statements

**Table of Contents***PowerShares DB Agriculture Fund**Unaudited Statements of Cash Flows**For the Nine Months Ended September 30, 2014 and 2013*

	Nine Months Ended	
	September 30, 2014	September 30, 2013
Cash flow from operating activities:		
Net Income (Loss)	\$ 58,463,365	\$ (166,239,612)
Adjustments to reconcile net income (loss) to net cash provided by (used for) operating activities:		
Cost of securities purchased	(4,167,621,385)	(4,772,321,566)
Proceeds from securities sold and matured	4,256,992,872	4,758,994,897
Net accretion of discount on United States Treasury Obligations	(391,134)	(740,842)
Net realized (gain) loss on United States Treasury Obligations	(9,071)	(9,891)
Net change in unrealized (gain) loss on United States Treasury Obligations and Futures	78,583,148	33,843,282
Change in operating receivables and liabilities:		
Management fee payable	(105,175)	(180,459)
Deposits with Transfer Agent for shares redeemed		5,621,014
Brokerage fee payable	4,201	9,806
<b>Net cash provided by (used for) operating activities</b>	<b>225,916,821</b>	<b>(141,023,371)</b>
Cash flows from financing activities:		
Proceeds from sale of Shares	329,482,748	296,037,472
Redemption of Shares (net of a decrease of \$9,712,873 and \$0, respectively, in payable for shares redeemed)	(451,826,103)	(272,642,656)
<b>Net cash provided by (used for) financing activities</b>	<b>(122,343,355)</b>	<b>23,394,816</b>
Net change in cash held by broker	103,573,466	(117,628,555)
Cash held by commodity broker at beginning of period	45,303,391	219,761,621
Cash held by commodity broker at end of period	\$ 148,876,857	\$ 102,133,066

See accompanying notes to unaudited financial statements

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***PowerShares DB Agriculture Fund***

***Notes to Unaudited Financial Statements***

***September 30, 2014***

**(1) Organization**

PowerShares DB Agriculture Fund (the Fund), a separate series of PowerShares DB Multi-Sector Commodity Trust (the Trust), a Delaware statutory trust organized in seven separate series, was formed on August 3, 2006. DB Commodity Services LLC, a Delaware limited liability company (DBCS or the Managing Owner), seeded the Fund with a capital contribution of \$1,000 in exchange for 40 General Shares of the Fund. The fiscal year end of the Fund is December 31<sup>st</sup>. The term of the Fund is perpetual (unless terminated earlier in certain circumstances) as provided in the Fourth Amended and Restated Declaration of Trust and Trust Agreement of the Trust (the Trust Agreement).

The Fund offers common units of beneficial interest (the Shares) only to certain eligible financial institutions (the Authorized Participants) in one or more blocks of 200,000 Shares, called a Basket. The Fund commenced investment operations on January 3, 2007. The Fund commenced trading on the American Stock Exchange (which became the NYSE Alternext US LLC (the NYSE Alternext)) on January 5, 2007 and, as of November 25, 2008, is listed on the NYSE Arca, Inc. (the NYSE Arca).

This Report covers the three months ended September 30, 2014 and 2013 (hereinafter referred to as the Three Months Ended September 30, 2014 and the Three Months Ended September 30, 2013, respectively) and the nine months ended September 30, 2014 and 2013 (hereinafter referred to as the Nine Months Ended September 30, 2014 and the Nine Months Ended September 30, 2013, respectively).

The accompanying unaudited financial statements were prepared in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP) for interim financial information and with the instructions for Form 10-Q and the rules and regulations of the U.S. Securities and Exchange Commission (the SEC). In the opinion of management, all material adjustments, consisting only of normal recurring adjustments, considered necessary for a fair statement of the interim period financial statements have been made. Interim period results are not necessarily indicative of results for a full-year period. These financial statements and the notes thereto should be read in conjunction with the Fund's financial statements included in its Annual Report on Form 10-K for the year ended December 31, 2013 as filed with the SEC on March 3, 2014.

**(2) Fund Investment Overview**

The Fund invests with a view to tracking the changes, whether positive or negative, in the level of the DBIQ Diversified Agriculture Index Excess Return™ (the Index) over time, plus the excess, if any, of the Fund's interest income from its holdings of United States Treasury Obligations and other high credit quality short-term fixed income securities over the expenses of the Fund.

The Index is intended to reflect the change in market value of the agricultural sector. The commodities comprising the Index are Corn, Soybeans, Wheat, Kansas City Wheat, Sugar, Cocoa, Coffee, Cotton, Live Cattle, Feeder Cattle and Lean Hogs (each an Index Commodity, and collectively, the Index Commodities).

The Fund also holds United States Treasury Obligations on deposit with the Fund's Commodity Broker as margin.

The Commodity Futures Trading Commission (the CFTC) and/or commodity exchanges, as applicable, impose position limits on market participants trading in all eleven commodities futures contracts included in the Index. The Index is comprised of futures contracts on each of the Index Commodities that expire in a specific month and trade on a specific exchange (the Index Contracts). If the Managing Owner determines in its commercially reasonable judgment that it has become impracticable or inefficient for any reason for the Fund to gain full or partial exposure to any Index Commodity by investing in a specific Index Contract, the Fund may invest in a futures contract referencing the particular Index Commodity other than the Index Contract or, in the alternative, invest in other futures contracts not based on the particular Index Commodity if, in the commercially reasonable judgment of the Managing Owner, such futures contracts tend to exhibit trading prices that correlate with such Index Commodity. Because the Fund is approaching or has reached position limits with respect to certain futures contracts comprising the Index, the Fund has commenced investing in other futures contracts based on commodities that comprise the Fund's Index and in futures contracts based on commodities other than commodities that comprise the Fund's Index.



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The Fund reached its position limits with respect to its futures contracts for Lean Hogs prior to January 2, 2013 and remained subject to such limits through January 8, 2013. The Fund was also subject to these position limits for the periods from February 5, 2013 through February 8, 2013 and February 20, 2013 through March 7, 2013. During each of these periods, the Fund established positions in the next to expire futures contracts for Lean Hogs as proxies and in lieu of the positions as provided by the Index during the corresponding time periods.

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The Fund does not borrow money to increase leverage. As of September 30, 2014 and December 31, 2013, the Fund had \$1,371,418,059 (or 100% of its total assets) and \$1,537,352,117 (or 99.35% of its total assets), respectively, of its holdings of cash, United States Treasury Obligations and unrealized appreciation/depreciation on futures contracts on deposit with its Commodity Broker. Of this, \$58,910,665 (or 4.30%) and \$62,577,522 (or 4.07%), respectively, of the Fund's holdings of cash and United States Treasury Obligations are required to be deposited as margin in support of the Fund's long futures positions as of September 30, 2014 and December 31, 2013, respectively. For additional information, please see the unaudited Schedules of Investments as of September 30, 2014 and December 31, 2013 for details of the Fund's portfolio holdings.

DBLCI and Deutsche Bank Liquid Commodity Index are trade marks of the Index Sponsor and are the subject of Community Trade Mark Nos. 3055043 and 3054996. Any use of these marks must be with the consent of or under license from DBSI and/or the Index Sponsor. The Fund and the Managing Owner have been licensed to use DBLCI, Deutsche Bank Liquid Commodity Index and DBIQ. DBSI and the Index Sponsor do not approve, endorse or recommend the Fund or the Managing Owner.

**(3) Service Providers and Related Party Agreements**

***The Trustee***

Under the Trust Agreement, Wilmington Trust Company, the trustee of the Fund (the Trustee) has delegated to the Managing Owner the exclusive management and control of all aspects of the business of the Trust and the Fund. The Trustee will have no duty or liability to supervise or monitor the performance of the Managing Owner, nor will the Trustee have any liability for the acts or omissions of the Managing Owner.

***The Managing Owner***

The Managing Owner serves as the Fund's commodity pool operator, commodity trading advisor and managing owner, and is an indirect wholly-owned subsidiary of Deutsche Bank AG. The Fund pays the Managing Owner a management fee (the Management Fee), monthly in arrears, in an amount equal to 0.85% per annum of the daily net asset value of the Fund. During the Three Months Ended September 30, 2014 and 2013, the Fund incurred Management Fees of \$2,638,803 and \$3,195,560, respectively. Management Fees incurred during the Nine Months Ended September 30, 2014 and 2013 by the Fund were \$8,628,440 and \$10,144,648, respectively. As of September 30, 2014 and December 31, 2013, Management Fees payable to the Managing Owner were \$828,708 and \$933,883, respectively.

***The Commodity Broker***

Deutsche Bank Securities Inc., a Delaware corporation, serves as the Fund's futures clearing broker (the Commodity Broker). The Commodity Broker is also an indirect wholly-owned subsidiary of Deutsche Bank AG and is an affiliate of the Managing Owner. In its capacity as clearing broker, the Commodity Broker executes and clears each of the Fund's futures transactions and performs certain administrative and custodial services for the Fund. As custodian of the Fund's assets, the Commodity Broker is responsible, among other things, for providing periodic accountings of all dealings and actions taken by the Trust on behalf of the Fund during the reporting period, together with an accounting of all securities, cash or other indebtedness or obligations held by it or its nominees for or on behalf of the Fund. During the Three Months Ended September 30, 2014 and 2013, the Fund incurred brokerage fees of \$194,716 and \$354,017, respectively. Brokerage fees incurred during the Nine Months Ended September 30, 2014 and 2013 by the Fund were \$798,177 and \$1,139,081, respectively. As of September 30, 2014 and December 31, 2013, brokerage fees payable were \$4,763 and \$562, respectively.

***The Administrator, Custodian and Transfer Agent***

The Bank of New York Mellon (the Administrator) has been appointed by the Managing Owner as the administrator, custodian and transfer agent of the Fund, and has entered into separate administrative, custodian, transfer agency and service agreements (collectively referred to as the Administration Agreement).

Pursuant to the Administration Agreement, the Administrator performs or supervises the performance of services necessary for the operation and administration of the Fund (other than making investment decisions), including receiving and processing orders from Authorized Participants to create and redeem Baskets, net asset value calculations, accounting and other fund administrative services. The Administrator retains certain financial books and records, including: Basket creation and redemption books and records, fund accounting records, ledgers with respect to assets, liabilities, capital, income and expenses, the registrar, transfer journals and related details, and trading and related documents received from the Commodity Broker and other unaffiliated futures commission merchants. As of September 30, 2014 and December 31, 2013, there were no Fund assets held by the Administrator.



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### ***The Distributor***

ALPS Distributors, Inc. (the Distributor ) provides certain distribution services to the Fund. Pursuant to the Distribution Services Agreement among the Managing Owner in its capacity as managing owner of the Fund, the Fund and the Distributor, the Distributor assists the Managing Owner and the Administrator with certain functions and duties relating to distribution and marketing services to the Fund including reviewing and approving marketing materials.

### ***Invesco PowerShares Capital Management LLC***

Under the License Agreement among Invesco PowerShares Capital Management LLC (the Licensor ) and the Managing Owner in its own capacity and in its capacity as managing owner of the Fund (the Fund and the Managing Owner, collectively, the Licensees ), the Licensor granted to each Licensee a non-exclusive license to use the PowerShare® trademark (the Trademark ) anywhere in the world, solely in connection with the marketing and promotion of the Fund and to use or refer to the Trademark in connection with the issuance and trading of the Fund as necessary.

### ***Invesco Distributors, Inc.***

Through a marketing agreement between the Managing Owner and Invesco Distributors, Inc. ( Invesco Distributors ), an affiliate of Invesco PowerShares Capital Management LLC, the Managing Owner, on behalf of the Fund, has appointed Invesco Distributors as a marketing agent. Invesco Distributors assists the Managing Owner and the Administrator with certain functions and duties such as providing various educational and marketing activities regarding the Fund, primarily in the secondary trading market, which activities include, but are not limited to, communicating the Fund's name, characteristics, uses, benefits, and risks, consistent with the Fund's prospectus. Invesco Distributors will not open or maintain customer accounts or handle orders for the Fund. Invesco Distributors engages in public seminars, road shows, conferences, media interviews, and distributes sales literature and other communications (including electronic media) regarding the Fund.

## **(4) Summary of Significant Accounting Policies**

### ***(a) Basis of Presentation***

The financial statements of the Fund have been prepared using U.S. GAAP.

In June 2013, the Financial Accounting Standards Board ( FASB ) issued updated guidance clarifying the characteristics of an investment company and requiring new disclosures. Under the guidance, all entities regulated under the Investment Company Act of 1940 automatically qualify as investment companies, while all other entities need to consider both the fundamental and typical characteristics of an investment company in determining whether they qualify as investment companies. This new guidance is effective for interim or annual reporting periods that begin after December 15, 2013, and should be applied prospectively. The Fund adopted this guidance effective January 1, 2014. The Fund has determined that it meets the definition of an investment company and has prepared the unaudited financial statements in conformity with accounting and reporting guidance of the FASB Accounting Standards Codification Topic 946 *Investment Companies*, which is part of U.S. GAAP. The adoption of this guidance had no effect on the Fund's unaudited statements of financial condition, including the schedule of investments, and the related unaudited statements of income and expenses, changes in shareholders' equity and of cash flows.

In August 2014, the FASB issued a new standard, Accounting Standards Update No. 2014-15 *Disclosure of Uncertainties about an Entity's Ability to Continue as a Going Concern*, which will explicitly require management to assess an entity's ability to continue as a going concern and to provide related footnote disclosure in certain circumstances. This new guidance is effective for all entities in the first annual reporting period ending after December 15, 2016. The Fund is currently evaluating this guidance and its impact on the Fund's financial statement disclosures.

### ***(b) Use of Estimates***

The preparation of the financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, revenues and expenses and related disclosure of contingent assets and liabilities during the reporting period of the financial statements and accompanying notes. Actual results could differ from those estimates. There were no significant estimates used in the preparation of these financial statements.



**Table of Contents*****(c) Financial Instruments and Fair Value***

United States Treasury Obligations and commodity futures contracts are recorded in the statements of financial condition on a trade date basis at fair value with changes in fair value recognized in earnings in each period. The fair value of a financial instrument is the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (the exit price). The brokerage agreement with the Commodity Broker provides for the net settlement of all financial instruments covered by the agreement in the event of default or termination of any one contract.

FASB Accounting Standards Codification fair value measurement and disclosure guidance requires a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the 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 three levels of the fair value hierarchy are described below:

***Basis of Fair Value Measurement***

Level 1: Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;

Level 2: Quoted prices in markets that are not active or financial instruments for which all significant inputs are observable, either directly or indirectly;

Level 3: Prices or valuations that require inputs that are both significant to the fair value measurement and unobservable.

A financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

In determining fair value of United States Treasury Obligations and commodity futures contracts, the Fund uses unadjusted quoted market prices in active markets. United States Treasury Obligations and commodity futures contracts are classified within Level 1 of the fair value hierarchy. The Fund does not adjust the quoted prices for United States Treasury Obligations and commodity futures contracts.

Assets and Liabilities Measured at Fair Value were as follows:

	September 30, 2014	December 31, 2013
United States Treasury Obligations (Level 1)	\$ 1,341,979,128	\$ 1,532,914,377
Commodity Futures Contracts (Level 1)	\$ (119,437,926)	\$ (40,865,651)

There were no Level 2 or Level 3 holdings as of September 30, 2014 and December 31, 2013. The Fund's policy is to recognize transfers in and out of the valuation levels as of the end of the reporting period. There were no transfers between levels during the periods presented.

***(d) Deposits with Commodity Broker***

The Fund deposits cash and United States Treasury Obligations with its Commodity Broker subject to CFTC regulations and various exchange and Commodity Broker requirements. The combination of the Fund's deposits with its Commodity Broker of cash and United States Treasury Obligations and the unrealized profit or loss on open futures contracts (variation margin) represents the Fund's overall equity in its Commodity Broker trading account. To meet the Fund's initial margin requirements, the Fund holds United States Treasury Obligations. The Fund uses its cash held by the Commodity Broker to satisfy variation margin requirements. The Fund earns interest on its cash deposited with the Commodity Broker.

***(e) United States Treasury Obligations***

The Fund records purchases and sales of United States Treasury Obligations on a trade date basis. These holdings are marked to market based on quoted market closing prices. The Fund holds United States Treasury Obligations for deposit with the Fund's Commodity Broker to meet margin requirements and for trading purposes. Interest income is recognized on an accrual basis when earned. Premiums and discounts are amortized or accreted in interest income over the life of the United States Treasury Obligations. The Fund purchased \$206,000,000 face amount of United

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States Treasury Obligations valued at \$205,994,735 which was recorded as payable for securities purchased as of September 30, 2014. The Fund purchased \$318,000,000 face amount of United States Treasury Obligations valued at \$317,947,751 which was recorded as payable for securities purchased as of December 31, 2013. The Fund sold \$10,000,000 face amount of United States Treasury Obligations valued at \$9,999,922 which was recorded as receivable for securities sold as of December 31, 2013.

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**(f) Cash Held by Commodity Broker**

The Fund's arrangement with the Commodity Broker requires the Fund to meet its variation margin requirement related to the price movements, both positive and negative, on futures contracts held by the Fund by keeping cash on deposit with the Commodity Broker. The Fund defines cash and cash equivalents to be highly liquid investments, with original maturities of three months or less when purchased. As of September 30, 2014, the Fund had cash held by the Commodity Broker of \$148,876,857, of which \$119,437,926 was on deposit to satisfy the Fund's negative variation margin on open futures contracts. As of December 31, 2013 the Fund had cash held with the Commodity Broker of \$45,303,391, of which \$40,865,651 was on deposit to satisfy the Fund's negative variation margin on open futures contracts. There were no cash equivalents held by the Fund as of September 30, 2014 or December 31, 2013.

**(g) Income Taxes**

The Fund is classified as a partnership for U.S. federal income tax purposes. Accordingly, the Fund will not incur U.S. federal income taxes. No provision for federal, state, and local income taxes has been made in the accompanying financial statements, as investors are individually liable for income taxes, if any, on their allocable share of the Fund's income, gain, loss, deductions and other items.

Management of the Fund has reviewed all open tax years and major jurisdictions and concluded that there is no tax liability resulting from unrecognized tax benefits relating to uncertain income tax positions taken or expected to be taken in future tax returns. The Funds are also not aware of any tax positions for which it is reasonably possible that the total amounts of unrecognized tax benefits will significantly change in the next twelve months. On an ongoing basis, management will monitor its tax positions taken under the interpretation (and consult with its tax counsel from time to time when appropriate) to determine if adjustments to conclusions are necessary based on factors including, but not limited to, on-going analysis of tax law, regulation, and interpretations thereof. The major tax jurisdiction for the Fund and the earliest tax year subject to examination: United States, 2010.

**(h) Futures Contracts**

All commodity futures contracts are held and used for trading purposes. Commodity futures contracts are recorded on a trade date basis and open contracts are recorded in the statement of financial condition at fair value on the last business day of the period, which represents market value for those commodity futures contracts for which market quotes are readily available. However, when market closing prices are not available, the Managing Owner may value an asset of the Fund pursuant to policies the Managing Owner has adopted, which are consistent with normal industry standards. Realized gains (losses) and changes in unrealized appreciation (depreciation) on open positions are determined on a specific identification basis and recognized in the statement of income and expenses in the period in which the contract is closed or the changes occur, respectively. For the three months ended September 30, 2014 and 2013, the average monthly notional market value of futures contracts held was \$1,292.9 billion and \$1,518.6 billion, respectively. For the nine months ended September 30, 2014 and 2013, the average monthly notional market value of futures contracts held was \$1,370.3 billion and \$1,615.1 billion, respectively.

The fair value of derivative instruments is as follows:

Derivatives not Accounted for as Hedging Instruments	Statements of Financial Condition Location	Net Unrealized	Net
		Appreciation / (Depreciation) at September 30, 2014	Unrealized Appreciation / (Depreciation) at December 31, 2013
Commodity Futures Contracts	Net Unrealized Appreciation (Depreciation) on Futures Contracts	\$ (119,437,926)	\$ (40,865,651)

The effect of derivative instruments on the Statements of Income and Expenses is as follows:

Derivatives not Accounted for as Hedging Instruments	Location of Gain or (Loss) on Derivatives Recognized in Income	For the Three Months Ended	
		September 30, 2014	September 30, 2013
		Realized Gain or (Loss) on	Change in Unrealized Gain or (Loss) on



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		<b>Derivatives Recognized in Income</b>	<b>Derivatives Recognized in Income</b>	<b>Derivatives Recognized in Income</b>	<b>Derivatives Recognized in Income</b>
Commodity Futures Contracts	Net Realized Gain (Loss) on Futures	\$ 39,612,042		\$ (1,317,838)	
	Net Change in Unrealized Gain (Loss) on Futures		\$ (130,236,351)		\$ 29,525,819

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Derivatives not Accounted for as Hedging Instruments	Location of Gain or (Loss) on Derivatives Recognized in Income	For the Nine Months Ended September 30, 2014		For the Nine Months Ended September 30, 2013	
		Realized Gain or (Loss) on Derivatives Recognized in Income	Change in Unrealized Gain or (Loss) on Derivatives Recognized in Income	Realized Gain or (Loss) on Derivatives Recognized in Income	Change in Unrealized Gain or (Loss) on Derivatives Recognized in Income
Commodity Futures Contracts	Net Realized Gain (Loss) on Futures	\$ 146,074,044		\$ (121,862,938)	
	Net Change in Unrealized Gain (Loss) on Futures		\$ (78,572,275)		\$ (33,786,701)

The Fund utilizes derivative instruments to achieve the Fund's investment objective. For financial reporting purposes, the Fund offsets financial assets and financial liabilities that are subject to master netting arrangements or similar agreements in the statement of financial condition. The following table presents the gross and net amounts of these assets and liabilities with any offsets to reflect the Fund's ability to enforce the master netting agreements at September 30, 2014:

	Gross Amounts Recognized	Gross Amounts Offset in the Statement of Financial Condition	Net Amounts Presented in the Statement of Financial Condition	Gross Amounts Not Offset in the Statement of Financial Condition	Cash Collateral Pledged*	Net Amount
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<b>Assets</b>						
Commodity Futures Contracts	\$ 15,885,327	\$ (15,885,327)	\$	\$	\$	\$

<b>Liabilities</b>						
Commodity Futures Contracts	\$ (135,323,253)	\$ 15,885,327	\$ (119,437,926)	\$	\$ 119,437,926	\$

The following table presents the gross and net amounts of these assets and liabilities with any offsets to reflect the Fund's ability to enforce the master netting agreements at December 31, 2013:

	Gross Amounts Recognized	Gross Amounts Offset in the Statement of Financial Condition	Net Amounts Presented in the Statement of Financial Condition	Gross Amounts Not Offset in the Statement of Financial Condition	Cash Collateral Pledged*	Net Amount
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<b>Assets</b>						
Commodity Futures Contracts	\$ 10,520,251	\$ (10,520,251)	\$	\$	\$	\$

<b>Liabilities</b>						
Commodity Futures Contracts	\$ (51,385,902)	\$ 10,520,251	\$ (40,865,651)	\$	\$ 40,865,651	\$

\* As of September 30, 2014 and December 31, 2013, a portion of the Fund's cash and US Treasury Obligations were required to be deposited as margin in support of the Fund's futures positions as described in Note 2.

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The Managing Owner will utilize the cash held at the commodity broker to offset any realized losses incurred in the commodity futures contracts, if available. To the extent that cash held at the commodity broker is not adequate to cover any realized losses, a portion of the United States Treasury Bills will be sold to make additional cash available.

### ***(i) Brokerage Commissions and Fees***

The Fund incurs all brokerage commissions, including applicable exchange fees, National Futures Association ( NFA ) fees, give-up fees, pit brokerage fees and other transaction related fees and expenses charged in connection with trading activities by the Commodity Broker. These costs are recorded as brokerage commissions and fees in the statement of income and expenses as incurred. The Commodity Broker's brokerage commissions and trading fees are determined on a contract-by-contract basis. On average, total charges paid to the Commodity Broker were less than \$10.00 per round-turn trade for the Three Months Ended September 30, 2014 and 2013 and the Nine Months Ended September 30, 2014 and 2013.

### ***(j) Routine Operational, Administrative and Other Ordinary Expenses***

Pursuant to the Trust Agreement, the Managing Owner assumes all routine operational, administrative and other ordinary expenses of the Fund, including, but not limited to, computer services, the fees and expenses of the Trustee, legal and accounting fees and expenses, tax preparation expenses, filing fees and printing, mailing and duplication costs as part of its management fee. Accordingly, such expenses are not reflected in the statement of income and expenses of the Fund.

### ***(k) Organizational and Offering Costs***

Pursuant to the Trust Agreement, all organizational and offering expenses of the Fund are incurred and assumed by the Managing Owner. The Fund is not responsible to the Managing Owner for the reimbursement of organizational and offering costs. Expenses incurred in connection with the continuous offering of Shares are also paid by the Managing Owner.

### ***(l) Non-Recurring and Unusual Fees and Expenses***

The Fund pays all non-recurring and unusual fees and expenses (referred to as extraordinary fees and expenses in the Trust Declaration), if any, of itself, as determined by the Managing Owner. Non-recurring and unusual fees and expenses are fees and expenses which are non-recurring and unusual in nature, such as legal claims and liabilities and litigation costs or indemnification or other unanticipated expenses. Non-recurring and unusual fees and expenses will also include material expenses which are not currently anticipated obligations of the Fund or of managed futures funds in general. Such fees and expenses, by their nature, are unpredictable in terms of timing and amount. For the Three Months Ended September 30, 2014 and 2013 and the Nine Months Ended September 30, 2014 and 2013, the Fund did not incur such expenses.

## **(5) Financial Instrument Risk**

In the normal course of its business, the Fund is a party to financial instruments with off-balance sheet risk. The term off-balance sheet risk refers to an unrecorded potential liability that, even though it does not appear on the statement of financial condition, may result in a future obligation or loss in excess of the amounts shown on the statement of financial condition. The financial instruments used by the Fund are exchange-listed commodity futures, whose values are based upon an underlying asset and generally represent future commitments that have a reasonable possibility of being settled in cash or through physical delivery. The financial instruments are traded on an exchange and are standardized contracts.

Market risk is the potential for changes in the value of the financial instruments traded by the Fund due to market changes, including fluctuations in commodity prices. In entering into these futures contracts, there exists a market risk that such futures contracts may be significantly influenced by adverse market conditions, resulting in such futures contracts being less valuable. If the markets should move against all of the futures contracts at the same time, the Fund could experience substantial losses.

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Credit risk is the possibility that a loss may occur due to the failure of the Commodity Broker and/or clearinghouse to perform according to the terms of a futures contract. Credit risk with respect to exchange-traded instruments is reduced to the extent that an exchange or clearing organization acts as a counterparty to the transactions. The Commodity Broker, when acting as the Fund's futures commission merchant in accepting orders for the purchase or sale of domestic futures contracts, is required by CFTC regulations to separately account for and segregate as belonging to the Fund all assets of the Fund relating to domestic futures trading and the Commodity Broker is not allowed to commingle such assets with other assets of the Commodity Broker. In addition, CFTC regulations also require the Commodity Broker to hold in a secure account assets of the Fund related to foreign futures trading. The Fund's risk of loss in the event of counterparty default is typically limited to the amounts recognized in the statement of financial condition and not represented by the futures contract or notional amounts of the instruments.

The Fund has not utilized, nor does it expect to utilize in the future, special purpose entities to facilitate off-balance sheet financing arrangements and has no loan guarantee arrangements or off-balance sheet arrangements of any kind, other than agreements entered into in the normal course of business noted above.

**(6) Share Purchases and Redemptions**

***(a) Purchases***

On any business day, an Authorized Participant may place an order with the Transfer Agent to create one or more Baskets. For purposes of processing both creation and redemption orders, a business day means any day other than a day when banks in New York City are required or permitted to be closed. Creation orders must be placed by 10:00 a.m., Eastern time. The day on which the Transfer Agent receives a valid creation order is the creation order date. The day on which a creation order is settled is the creation order settlement date. As provided below, the creation order settlement date may occur up to 3 business days after the creation order date. By placing a creation order, and prior to delivery of such Baskets, an Authorized Participant's DTC account is charged the non refundable transaction fee due for the creation order.

Unless otherwise agreed to by the Managing Owner and the Authorized Participant as provided in the next sentence, Baskets are issued on the creation order settlement date as of 2:45 p.m., Eastern time, on the business day immediately following the creation order date at the applicable net asset value per Share as of the closing time of the NYSE Arca or the last to close of the exchanges on which its futures contracts are traded, whichever is later, on the creation order date, but only if the required payment has been timely received. Upon submission of a creation order, the Authorized Participant may request the Managing Owner to agree to a creation order settlement date up to 3 business days after the creation order date. By placing a creation order, and prior to receipt of the Baskets, an Authorized Participant's DTC account is charged the non-refundable transaction fee due for the creation order.

Creation orders may be placed either (i) through the Continuous Net Settlement ( CNS ) clearing processes of the National Securities Clearing Corporation (the NSCC ) or (ii) if outside the CNS Clearing Process, only through the facilities of The Depository Trust Company ( DTC or the Depository ) (the DTC Process ), or a successor depository.

***(b) Redemptions***

On any business day, an Authorized Participant may place an order with the Transfer Agent to redeem one or more Baskets. Redemption orders must be placed by 10:00 a.m., Eastern time. The day on which the Managing Owner receives a valid redemption order is the redemption order date. The day on which a redemption order is settled is the redemption order settlement date. As provided below, the redemption order settlement date may occur up to 3 business days after the redemption order date. The redemption procedures allow Authorized Participants to redeem Baskets. Individual Shareholders may not redeem directly from the Fund. Instead, individual Shareholders may only redeem Shares in integral multiples of 200,000 and only through an Authorized Participant.

Unless otherwise agreed to by the Managing Owner and the Authorized Participant as provided in the next sentence, by placing a redemption order, an Authorized Participant agrees to deliver the Baskets to be redeemed through DTC's book-entry system to the Fund not later than the redemption order settlement date as of 2:45 p.m., Eastern time, on the business day immediately following the redemption order date. Upon submission of a redemption order, the Authorized Participant may request the Managing Owner to agree to a redemption order settlement date up to 3 business days after the redemption order date. By placing a redemption order, and prior to receipt of the redemption proceeds, an Authorized Participant's DTC account is charged the non-refundable transaction fee due for the redemption order.

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Redemption orders may be placed either (i) through the CNS clearing processes of the NSCC or (ii) if outside the CNS Clearing Process, only through the DTC Process, or a successor depository, and only in exchange for cash. By placing a redemption order, and prior to receipt of the redemption proceeds, an Authorized Participant's DTC account is charged the non-refundable transaction fee due for the redemption order.

The redemption proceeds from the Fund consist of the cash redemption amount. The cash redemption amount is equal to the net asset value of the number of Basket(s) requested in the Authorized Participant's redemption order as of the closing time of the NYSE Arca or the last to close of the exchanges on which the Fund's futures contracts are traded, whichever is later, on the redemption order date. The Managing Owner will distribute the cash redemption amount 2:45 p.m., Eastern time, on the redemption order settlement date through DTC to the account of the Authorized Participant as recorded on DTC's book-entry system.

The redemption proceeds due from the Fund are delivered to the Authorized Participant at 2:45 p.m., Eastern time, on the redemption order settlement date if, by such time, the Fund's DTC account has been credited with the Baskets to be redeemed. If the Fund's DTC account has not been credited with all of the Baskets to be redeemed by such time, the redemption distribution is delivered to the extent of whole Baskets received. Any remainder of the redemption distribution is delivered on the next business day to the extent of remaining whole Baskets received if the Transfer Agent receives the fee applicable to the extension of the redemption distribution date which the Managing Owner may, from time-to-time, determine and the remaining Baskets to be redeemed are credited to the Fund's DTC account by 2:45 p.m., Eastern time, on such next business day. Any further outstanding amount of the redemption order will be cancelled.

The Managing Owner is also authorized to deliver the redemption distribution notwithstanding that the Baskets to be redeemed are not credited to the Fund's DTC account by 2:45 p.m., Eastern time, on the redemption order settlement date if the Authorized Participant has collateralized its obligation to deliver the Baskets through DTC's book-entry system on such terms as the Managing Owner may determine from time-to-time.

### **(7) Profit and Loss Allocations and Distributions**

Pursuant to the Fourth Amended and Restated Declaration of Trust and Trust Agreement of the Trust, income and expenses are allocated pro rata to the Managing Owner as holder of the General Shares and to the Shareholders monthly based on their respective percentage interests as of the close of the last trading day of the preceding month. Any losses allocated to the Managing Owner (as the owner of the General Shares) which are in excess of the Managing Owner's capital balance are allocated to the Shareholders in accordance with their respective interest in the Fund as a percentage of total shareholders' equity. Distributions (other than redemption of units) may be made at the sole discretion of the Managing Owner on a pro rata basis in accordance with the respective capital balances of the shareholders.

No distributions were paid for the Nine Months Ended September 30, 2014 or 2013.

### **(8) Commitments and Contingencies**

The Managing Owner, either in its own capacity or in its capacity as the Managing Owner and on behalf of the Fund, has entered into various service agreements that contain a variety of representations, or provide indemnification provisions related to certain risks service providers undertake in performing services which are in the best interests of the Fund. As of September 30, 2014 and December 31, 2013, no claims had been received by the Fund. Further, the Fund has not had prior claims or losses pursuant to these contracts. Accordingly, the Managing Owner expects the risk of loss to be remote.

### **(9) Net Asset Value and Financial Highlights**

The Fund is presenting the following net asset value and financial highlights related to investment performance for a Share outstanding for the Three Months Ended September 30, 2014 and 2013 and for the Nine Months Ended September 30, 2014 and 2013. The net investment income and total expense ratios are calculated using average net asset value during the respective period. The net asset value presentation is calculated using average daily Shares outstanding. The net investment income and total expense ratios have been annualized. The total return is based on the change in net asset value of the Shares during the period. An individual investor's return and ratios may vary based on the timing of capital transactions.

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Net asset value per Share is the net asset value of the Fund divided by the number of outstanding Shares at the date of each respective period presented.

	Three Months Ended		Nine Months Ended	
	September 30, 2014	September 30, 2013	September 30, 2014	September 30, 2013
<b>Net Asset Value</b>				
Net asset value per Share, beginning of period	\$ 27.47	\$ 24.89	\$ 24.28	\$ 27.97
Net realized and change in unrealized gain (loss) on United States Treasury Obligations and Futures	(1.87)	0.49	1.44	(2.48)
Net investment income (loss)	(0.06)	(0.06)	(0.18)	(0.17)
Net income (loss)	(1.93)	0.43	1.26	(2.65)
Net asset value per Share, end of period	\$ 25.54	\$ 25.32	\$ 25.54	\$ 25.32
Market value per Share, beginning of period	\$ 27.46	\$ 24.90	\$ 24.25	\$ 27.95
Market value per Share, end of period	\$ 25.55	\$ 25.29	\$ 25.55	\$ 25.29
<b>Ratio to average Net Assets*</b>				
Net investment income (loss)	(0.89)%	(0.90)%	(0.89)%	(0.88)%
Total expenses	0.92%	0.94%	0.93%	0.95%
<b>Total Return, at net asset value **</b>	(7.03)%	1.73%	5.19%	(9.47)%
<b>Total Return, at market value **</b>	(6.96)%	1.57%	5.36%	(9.52)%

\* Percentages are annualized.

\*\* Percentages are not annualized.

**(10) Subsequent Events**

On October 24, 2014, DBCS, DB U.S. Financial Markets Holding Corporation ( DBUSH ) and Invesco PowerShares Capital Management LLC ( Invesco ) entered into an Asset Purchase Agreement (the Agreement ). DBCS is a wholly-owned subsidiary of DBUSH. DBCS has agreed to transfer and sell to Invesco all of DBCS' interest in the Fund, including the sole and exclusive power to direct the business and affairs of the Fund, as well as certain other assets pertaining to the management of the Fund, pursuant to the terms and conditions of the Agreement (the Transaction ). Upon consummation of the Transaction, Invesco will become the managing owner, commodity pool operator and commodity trading advisor of the Fund, in replacement of DBCS. Consequently, consummation of the Transaction will constitute a change of control in respect of the Fund. The consummation of the Transaction is subject to the satisfaction of customary closing conditions, certain approvals, including shareholder consent, and regulatory filings, which is expected in the first quarter of 2015.

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**ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.**

*This information should be read in conjunction with the financial statements and notes included in Item 1 of Part I of this Quarterly Report (the Report). The discussion and analysis which follows may contain trend analysis and other forward-looking statements within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended (the Exchange Act) which reflect our current views with respect to future events and financial results. Words such as anticipate, expect, intend, plan, believe, seek, outlook and estimate, as well as similar words and phrases, signify forward-looking statements. PowerShares DB Agriculture Fund's (the Fund) forward-looking statements are not guarantees of future results and conditions and important factors, risks and uncertainties may cause our actual results to differ materially from those expressed in our forward-looking statements.*

*You should not place undue reliance on any forward-looking statements. Except as expressly required by the Federal securities laws, DB Commodity Services LLC (the Managing Owner), undertakes no obligation to publicly update or revise any forward-looking statements or the risks, uncertainties or other factors described in this Report, as a result of new information, future events or changed circumstances or for any other reason after the date of this Report.*

**Overview/Introduction**

The Fund seeks to track changes, whether positive or negative, in the level of the DBIQ Diversified Agriculture Index Excess Return™ (the Index) over time, plus the excess, if any, of the Fund's interest income from its holdings of United States Treasury Obligations and other high credit quality short-term fixed income securities over the expenses of the Fund. The Index is intended to reflect the change in market value of the agricultural sector. The commodities comprising the Index are Corn, Soybeans, Wheat, Kansas City Wheat, Sugar, Cocoa, Coffee, Cotton, Live Cattle, Feeder Cattle and Lean Hogs (each an Index Commodity, and collectively, the Index Commodities).

The Fund pursues its investment objective by investing in a portfolio of exchange traded futures contracts that expire in a specific month and trade on a specific exchange in the commodities comprising the Index. The Fund also holds United States Treasury Obligations on deposit with the Fund's Commodity Broker as margin.

As of the date of this Report, each of Deutsche Bank Securities Inc., Merrill Lynch Professional Clearing Corp., Newedge USA LLC, Virtu Financial Capital Markets LLC, Citigroup Global Markets Inc., J.P. Morgan Securities Inc., Credit Suisse Securities (USA) LLC, Virtu Financial BD LLC, Knight Capital Americas LLC, Timber Hill LLC, Morgan Stanley & Co. LLC, Jefferies LLC, Nomura Securities International Inc., RBC Capital Markets, LLC, UBS Securities LLC, Cantor Fitzgerald & Co., BNP Paribas Securities Corp., Goldman, Sachs & Co. and Goldman Sachs Execution & Clearing, L.P. has executed a Participant Agreement and are the only Authorized Participants.

The Commodity Futures Trading Commission (the CFTC) and/or commodity exchanges, as applicable, impose position limits on market participants trading in all eleven commodities included in the Index. If the Managing Owner determines in its commercially reasonable judgment that it has become impracticable or inefficient for any reason for the Fund to gain full or partial exposure to any Index Commodity by investing in a specific Index Contract, the Fund may invest in a futures contract referencing the particular Index Commodity other than the Index Contract or, in the alternative, invest in other futures contracts not based on the particular Index Commodity if, in the commercially reasonable judgment of the Managing Owner, such futures contracts tend to exhibit trading prices that correlate with such Index Commodity. Because the Fund is approaching or has reached position limits with respect to certain futures contracts comprising the Index, the Fund has commenced investing in other futures contracts based on commodities that comprise the Fund's Index and in futures contracts based on commodities other than commodities that comprise the Fund's Index. Please see [www.deutsche-etfs.com](http://www.deutsche-etfs.com) with respect to the most recently available weighted composition of the Fund and the composition of the Fund's index on the Base Date.

DBLCI and Deutsche Bank Liquid Commodity Index are trade marks of the Index Sponsor and are the subject of Community Trade Mark Nos. 3055043 and 3054996. Any use of these marks must be with the consent of or under license from DBSI and/or the Index Sponsor. The Fund and the Managing Owner have been licensed to use DBLCI, Deutsche Bank Liquid Commodity Index and DBIQ. DBSI and the Index Sponsor do not approve, endorse or recommend the Fund or the Managing Owner.

The notional amount of each Index Commodity included in the Index is intended to reflect the changes in market value of each such Index Commodity within the Index. The closing level of the Index is calculated on each business day by the Index Sponsor based on the closing price of the futures contracts for each of the underlying Index Commodities and the notional amounts of such Index Commodities.

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The Index is rebalanced annually in November to ensure that each of the Index Commodities is weighted in the same proportion that such Index Commodities were weighted on January 18, 1989 (the Base Date). The following table reflects the index base weights (the Index Base Weights) of each Index Commodity on the Base Date:

Index Commodity	Index Base Weight (%)
Corn	12.50
Soybeans	12.50
Wheat	6.25
Kansas City Wheat	6.25
Sugar	12.50
Cocoa	11.11
Coffee	11.11
Cotton	2.78
Live Cattle	12.50
Feeder Cattle	4.17
Lean Hogs	8.33
Closing Level on Base Date:	100.00

The following table reflects the Fund weights of each Index Commodity as of September 30, 2014:

Index Commodity	Fund Weight (%)
Corn	8.27
Soybeans	9.50
Wheat	4.11
Kansas City Wheat	4.71
Sugar	10.35
Cocoa	13.19
Coffee	18.20
Cotton	2.28
Live Cattle	15.19
Feeder Cattle	5.66
Lean Hogs	8.54
Closing Level as of September 30, 2014:	100.00

The composition of the Index may be adjusted in the event that the Index Sponsor is not able to calculate the closing prices of the Index Commodities.

The Index includes provisions for the replacement of futures contracts as they approach maturity. This replacement takes place over a period of time in order to lessen the impact on the market for the futures contracts being replaced. With respect to each Index Commodity, the Fund employs a rule-based approach when it rolls from one futures contract to another. The Index is comprised of OY Single Commodity Indexes and non-OY Single Commodity Indexes. The Index Commodities that underlie the OY Single Commodity Index are Corn, Soybeans, Wheat, Kansas City Wheat and Sugar (each, an OY Index Commodity, collectively, the OY Index Commodities). The Index Commodities that underlie the non-OY Single Commodity Indexes are Cocoa, Coffee, Cotton, Live Cattle, Feeder Cattle and Lean Hogs. The OY Single Commodity Indexes are rolled to the futures contract which generates the best possible implied roll yield. The futures contract with a delivery month within the next thirteen months which generates the best possible implied roll yield will be included in each OY Single Commodity Index. As a result, the Fund is able to potentially maximize the roll benefits in backwarddated markets and minimize the losses from rolling in contangoed markets.

Rather than select a new futures contract based on a predetermined schedule (e.g., monthly), each OY Index Commodity rolls to the futures contract which generates the best possible implied roll yield. The futures contract with a delivery month within the next thirteen months which generates the best possible implied roll yield will be included in the Index. As a result, each OY Index Commodity is able to potentially



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maximize the roll benefits in backwardated markets and minimize the losses from rolling in contangoed markets.

Each of the futures contracts with respect to the Non-OY Index Commodities rolls only to the next to expire futures contract as provided below under Contract Selection (Non-OY Index Commodities only) .

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In general, as a futures contract approaches its expiration date, its price will move towards the spot price in a contangoed market. Assuming the spot price does not change, this would result in the futures contract price decreasing and a negative implied roll yield. The opposite is true in a backwardated market. Rolling in a contangoed market will tend to cause a drag on an Index Commodity's contribution to the Fund's return while rolling in a backwardated market will tend to cause a push on an Index Commodity's contribution to the Fund's return.

The DBIQ Diversified Agriculture Index is calculated in USD on both an excess return (unfunded) and total return (funded) basis.

The futures contract price for each Index Commodity will be the exchange closing price for such Index Commodity on each weekday when banks in New York, New York are open (the Index Business Days). If a weekday is not an Exchange Business Day (as defined in the following sentence) but is an Index Business Day, the exchange closing price from the previous Index Business Day will be used for each Index Commodity. Exchange Business Day means, in respect of an Index Commodity, a day that is a trading day for such Index Commodity on the relevant exchange (unless either an Index disruption event or force majeure event has occurred).

**Contract Selection (OY Index Commodity only)**

On the first New York business day (the Verification Date) of each month, each OY Index Commodity futures contract will be tested in order to determine whether to continue including it in the Index. If the OY Index Commodity futures contract requires delivery of the underlying commodity in the next month, known as the Delivery Month, a new OY Index Commodity futures contract will be selected for inclusion in the Index. For example, if the first New York business day is October 1, 2014, and the Delivery Month of the OY Index Commodity futures contract currently in such Index is November 2014, a new OY Index Commodity futures contract with a later Delivery Month will be selected.

For each underlying OY Index Commodity of the Index, the new OY Index Commodity futures contract selected will be the OY Index Commodity futures contract with the best possible implied roll yield based on the closing price for each eligible OY Index Commodity futures contract. Eligible OY Index Commodity futures contracts are any OY Index Commodity futures contracts having a Delivery Month (i) no sooner than the month after the Delivery Month of the OY Index Commodity futures contract currently in such Index, and (ii) no later than the 13<sup>th</sup> month after the Verification Date. For example, if the first New York business day is October 1, 2014 and the Delivery Month of an OY Index Commodity futures contract currently in the Index is November 2014, the Delivery Month of an eligible new OY Index Commodity futures contract must be between December 2014 and October 2015. The implied roll yield is then calculated and the futures contract on the OY Index Commodity with the best possible implied roll yield is then selected. If two futures contracts have the same implied roll yield, the futures contract with the minimum number of months prior to the Delivery Month is selected.

After selection of the replacement futures contract, each OY Index Commodity futures contract will be rolled as provided in the sub-paragraph Monthly Index Roll Period with respect to both OY Index Commodities and Non-OY Index Commodities.

**Contract Selection (the Non-OY Commodities only)**

On the first Index Business Day of each month, a new Non-OY Commodity futures contract will be selected to replace the old Non-OY Commodity futures contract. The new Non-OY Commodity futures contract selected is as provided in the following schedule:

Contract	Exchange (Symbol)	Month Letter Codes											
		Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec
Cocoa	ICE-US (CC)	H	K	K	N	N	U	U	Z	Z	Z	H	H
Coffee	ICE-US (KC)	H	K	K	N	N	U	U	Z	Z	Z	H	H
Cotton	ICE-US (CT)	H	K	K	N	N	Z	Z	Z	Z	Z	H	H
Live Cattle	CME (LC)	J	J	M	M	Q	Q	V	V	Z	Z	G	G
Feeder Cattle	CME (FC)	H	J	K	Q	Q	Q	U	V	X	F	F	H
Lean Hogs	CME (LH)	J	J	M	M	N	Q	V	V	Z	Z	G	G

Month	Letter Code
January	F

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February	G
March	H
April	J
May	K
June	M
July	N
August	Q
September	U
October	V
November	X
December	Z

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After selection of the replacement futures contract, each Non-OY Index Commodity futures contract will be rolled as provided in the sub-paragraph *Monthly Index Roll Period* with respect to both OY Index Commodities and Non-OY Index Commodities.

### ***Monthly Index Roll Period with respect to both the OY Index Commodities and the Non-OY Index Commodities***

After the futures contract selection with respect to both the OY Index Commodities and the Non-OY Index Commodities, the monthly roll for each Index Commodity subject to a roll in that particular month unwinds the old futures contract and enters a position in the new futures contract. This takes place between the 2<sup>nd</sup> and 6<sup>th</sup> Index Business Day of the month.

On each day during the roll period, new notional holdings are calculated. The calculations for the futures contracts on the old Index Commodities that are leaving the Index and the futures contracts on the new Index Commodities are then calculated.

On all days that are not monthly index roll days, the notional holdings of each Index Commodity future remains constant.

The Index is re-weighted on an annual basis on the 6<sup>th</sup> Index Business Day of each November.

The calculation of the Index is expressed as the weighted average return of the Index Commodities.

The CFTC and commodity exchanges impose position limits on market participants trading in all eleven commodities included in the Index.

Under the Fourth Amended and Restated Declaration of Trust and Trust Agreement of the Trust (the *Trust Agreement*), Wilmington Trust Company, the Trustee of the Trust, has delegated to the Managing Owner the exclusive management and control of all aspects of the business of the Trust and the Fund. The Trustee will have no duty or liability to supervise or monitor the performance of the Managing Owner, nor will the Trustee have any liability for the acts or omissions of the Managing Owner.

The Index Sponsor obtains information for inclusion in, or for use in the calculation of, the Index from sources the Index Sponsor considers reliable. None of the Index Sponsor, the Managing Owner, the Trust, the Fund or any of their respective affiliates accepts responsibility for or guarantees the accuracy and/or completeness of the Index or any data included in the Index.

The Shares are intended to provide investment results that generally correspond to the changes, positive or negative, in the levels of the Index over time. The value of the Shares is expected to fluctuate in relation to changes in the value of the Fund's portfolio. The market price of the Shares may not be identical to the net asset value per Share, but these two valuations are expected to be very close.

### ***Margin Calls***

Like other futures and derivatives traders, the Fund will be subject to margin calls from time-to-time. The term *margin* has a different meaning in the context of futures contracts and other derivatives than it does in the context of securities. In particular, *margin* on a futures position does not constitute a borrowing of money or the collateralization of a loan. The Fund does not borrow money.

To establish a position in an exchange-traded futures contract, the Fund makes a deposit of *initial margin*. The amount of initial margin required to be deposited in order to establish a position in an exchange-traded futures contract varies from instrument to instrument depending, generally, on the historical volatility of the futures contract in question. Determination of the amount of the required initial margin deposit in respect of a particular contract is made by the exchange on which the contract is listed. To establish a long position in an over-the-counter instrument, the counterparty may require an analogous deposit of collateral, depending upon the anticipated volatility of the instrument and the creditworthiness of the person seeking to establish the position. The deposit of initial margin provides assurance to futures commission merchants and clearing brokers involved in the settlement process that sufficient resources are likely to be on deposit to enable a client's position to be closed by recourse to the initial margin deposit should the client fail to meet a demand for variation margin, even if changes in the value of the contract in question, which are marked to market from day to day, continue to reflect the contract's historical volatility. Collateral deposited in support of an over-the-counter instrument serves a similar purpose.

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Once a position has been established on a futures exchange, variation margin generally is credited or assessed at least daily to reflect changes in the value of the position, except in certain instances where midday variation margin calls are made. In contrast to initial margin, variation margin represents a system of marking to market the futures contract's value. Thus, traders in exchange-traded futures contracts are assessed daily in an amount equal to that day's accumulated losses in respect of any open position (or are credited daily with accumulated gains in respect of such position). Collateral may move between the parties to an over-the-counter instrument in a similar manner as gains or losses accumulate in the instrument. As with initial margin, variation margin serves to secure the obligations of the investor under the contract and to protect those involved in the settlement process against the possibility that a client will have insufficient resources to meet its contractual obligations. Collateral deposited in support of an over-the-counter instrument serves a similar purpose. Like initial margin (or an equivalent deposit of collateral), variation margin (or an equivalent deposit of collateral) does not constitute a borrowing of money, is not considered to be part of the contract purchase price and is returned upon the contract's termination unless it is used to cover a loss in the contract position. United States Treasury Obligations are used routinely to collateralize OTC derivative positions, and are deposited routinely as margin to collateralize futures positions. The Fund may liquidate United States Treasury Obligations to meet an initial or variation margin requirement.

***Position Limits and/or Accountability Levels***

The Fund reached its position limits with respect to its futures contracts for Lean Hogs prior to January 2, 2013 and remained subject to such limits through January 8, 2013. The Fund was also subject to these position limits for the periods from February 5, 2013 through February 8, 2013 and February 20, 2013 through March 7, 2013. During each of these periods, the Fund established positions in the next to expire futures contracts for Lean Hogs as proxies and in lieu of the positions as provided by the Index during the corresponding time periods.

***Performance Summary***

This Report covers the three months ended September 30, 2014 and 2013 (hereinafter referred to as the Three Months Ended September 30, 2014 and the Three Months Ended September 30, 2013, respectively) and the nine months ended September 30, 2014 and 2013 (hereinafter referred to as the Nine Months Ended September 30, 2014 and the Nine Months Ended September 30, 2013, respectively). The Fund commenced trading on the American Stock Exchange (now known as the NYSE Alternext US LLC (the NYSE Alternext)) on January 5, 2007, and, as of November 25, 2008, is listed on the NYSE Arca, Inc. (the NYSE Arca).

Performance of the Fund and the exchange traded Shares are detailed below in Results of Operations. Past performance of the Fund and the exchange traded Shares are not necessarily indicative of future performance.

The Index is intended to reflect the change in market value of the Index Commodities. In turn, the Index is intended to reflect the agriculture sector. The DBIQ Diversified Agriculture Index Total Return (the DBIQ Diversified Agriculture TR) consists of the Index plus 3-month United States Treasury Obligations returns. Past Index results are not necessarily indicative of future changes, positive or negative, in the Index closing levels.

The section Summary of DBIQ Diversified Agriculture TR and Underlying Index Commodity Returns for the Three Months Ended September 30, 2014 and the Nine Months Ended September 30, 2014 and the Three Months Ended September 30, 2013 and the Nine Months Ended September 30, 2013 below provides an overview of the changes in the closing levels of the DBIQ Diversified Agriculture TR by disclosing the change in market value of each underlying component Index Commodity through a surrogate (and analogous) index plus 3-month United States Treasury Obligations returns. Please note also that the Fund's objective is to track the Index and the Fund does not attempt to outperform or underperform the Index. The Index employs the optimum yield roll method (only with respect to the OY Index Commodities) with the objective of mitigating the negative effects of contango, the condition in which distant delivery prices for futures exceed spot prices, and maximizing the positive effects of backwardation, a condition opposite of contango.

**Table of Contents****Summary of DBIQ Diversified Agriculture TR and Underlying Index Commodity Returns for the Three Months Ended September 30, 2014 and the Nine Months Ended September 30, 2014 and the Three Months Ended September 30, 2013 and the Nine Months Ended September 30, 2013**

	AGGREGATE RETURNS FOR INDICES IN THE DBIQ DIVERSIFIED AGRICULTURE TR			
	Three Months Ended September 30, 2014	Three Months Ended September 30, 2013	Nine Months Ended September 30, 2014	Nine Months Ended September 30, 2013
Underlying Index				
DB Corn Indices	(24.57)%	(13.59)%	(28.74)%	(26.36)%
DB Soybean Indices	(21.08)%	2.46%	(19.52)%	(1.50)%
DB Wheat Indices	(21.41)%	(3.00)%	(26.32)%	(20.80)%
DB Kansas City Wheat Indices	(19.61)%	(2.40)%	(14.48)%	(20.62)%
DB Sugar Indices	(12.00)%	3.99%	(8.79)%	(12.61)%
DB Cocoa Indices	6.07%	21.39%	21.13%	16.24%
DB Coffee Indices	8.09%	(7.71)%	64.03%	(26.88)%
DB Cotton Indices	(16.51)%	3.82%	(21.01)%	12.21%
DB Live Cattle Indices	6.09%	1.68%	25.11%	(5.47)%
DB Feeder Cattle Indices	10.80%	6.73%	38.36%	(5.13)%
DB Lean Hogs Indices	(12.91)%	5.33%	14.27%	(3.44)%
<b>AGGREGATE RETURNS</b>	(6.62)%	1.93%	5.90%	(8.76)%

If the Fund's interest income from its holdings of fixed income securities were to exceed the Fund's fees and expenses, the aggregate return on an investment in the Fund is expected to outperform the Index and underperform the DBIQ Diversified Agriculture TR. The only difference between the (i) Index (the Excess Return Index) and (ii) the DBIQ Diversified Agriculture TR (the Total Return Index) is that the Excess Return Index does not include interest income from a hypothetical basket of fixed income securities while the Total Return Index does include such a component. Thus, the difference between the Excess Return Index and the Total Return Index is attributable entirely to the hypothetical interest income from this hypothetical basket of fixed income securities. If the Fund's interest income from its holdings of fixed-income securities exceeds the Fund's fees and expenses, then the amount of such excess is expected to be distributed periodically. The market price of the Shares is expected to closely track the Index. The aggregate return on an investment in the Fund over any period is the sum of the capital appreciation or depreciation of the Shares over the period plus the amount of any distributions during the period. Consequently, the Fund's aggregate return is expected to outperform the Excess Return Index by the amount of the excess, if any, of its interest income over its fees and expenses but, as a result of the Fund's fees and expenses, the aggregate return on the Fund is expected to underperform the Total Return Index. If the Fund's fees and expenses were to exceed the Fund's interest income from its holdings of fixed income securities, the aggregate return on an investment in the Fund is expected to underperform the Excess Return Index.

**Net Asset Value**

Net asset value means the total assets of the Fund, including, but not limited to, all futures, cash and investments less total liabilities of the Fund, each determined on the basis of U.S. GAAP, consistently applied under the accrual method of accounting. In particular, net asset value includes any unrealized appreciation or depreciation on open commodity futures contracts, and any other credit or debit accruing to the Fund but unpaid or not received by the Fund. All open commodity futures contracts will be calculated at their then current market value, which will be based upon the settlement price for that particular commodity futures contract traded on the applicable exchange on the date with respect to which net asset value is being determined; provided, that if a commodity futures contract could not be liquidated on such day, due to the operation of daily limits or other rules of the exchange upon which that position is traded or otherwise, the Managing Owner may value such futures contract pursuant to policies the Managing Owner has adopted, which are consistent with normal industry standards. The Managing Owner may in its discretion (and under circumstances, including, but not limited to, periods during which a settlement price of a futures contract is not available due to exchange limit orders or force majeure type events such as systems failure, natural or man-made disaster, act of God, armed conflict, act of terrorism, riot or labor disruption or any similar intervening circumstance) value any asset of the Fund pursuant to such other principles as the Managing Owner deems fair and equitable so long as such principles are consistent with normal industry standards. Interest earned on the Fund's brokerage account is accrued monthly. The amount of any distribution is a liability of the Fund from the day when the distribution is declared until it is paid.

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Net asset value per share is the net asset value of the Fund divided by the number of outstanding shares.

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### ***Critical Accounting Policies***

The Fund's critical accounting policies are as follows:

Preparation of the financial statements and related disclosures in conformity with U.S. GAAP requires the application of appropriate accounting rules and guidance, as well as the use of estimates, and requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, revenue and expense and related disclosure of contingent assets and liabilities during the reporting period of the financial statements and accompanying notes. The Fund's application of these policies involves judgments and actual results may differ from the estimates used.

The Fund holds a significant portion of its assets in futures contracts and United States Treasury Obligations, both of which are recorded on a trade date basis and at fair value in the financial statements, with changes in fair value reported in the statement of income and expenses.

The use of fair value to measure financial instruments, with related unrealized gains or losses recognized in earnings in each period, is fundamental to the Fund's financial statements. The fair value of a financial instrument is the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (the exit price).

In determining fair value of United States Treasury Obligations and commodity futures contracts, the Fund uses unadjusted quoted market prices in active markets. FASB Accounting Standards Codification for fair value measurement and disclosure guidance requires a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The objective of a fair value measurement is to determine the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (an exit price). The hierarchy gives the highest priority to unadjusted quoted prices for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). Assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. See Note 4(c) within the financial statements in Item 1 for further information.

When market closing prices are not available, the Managing Owner may value an asset of the Fund pursuant to policies the Managing Owner has adopted, which are consistent with normal industry standards.

Realized gains (losses) and changes in unrealized gain (loss) on open positions are determined on a specific identification basis and recognized in the statement of income and expenses in the period in which the contract is closed or the changes occur, respectively.

Interest income on United States Treasury Obligations is recognized on an accrual basis when earned. Premiums and discounts are amortized or accreted over the life of the United States Treasury Obligations.

### ***Market Risk***

Trading in futures contracts involves the Fund entering into contractual commitments to purchase a particular commodity at a specified date and price. The market risk associated with the Fund's commitments to purchase commodities is limited to the gross or face amount of the contracts held.

The Fund's exposure to market risk is also influenced by a number of factors including the volatility of interest rates and foreign currency exchange rates, the liquidity of the markets in which the contracts are traded and the relationships among the contracts held. The inherent uncertainty of the Fund's trading as well as the development of drastic market occurrences could ultimately lead to a loss of all or substantially all of the investors' capital.

### ***Credit Risk***

When the Fund enters into futures contracts, the Fund is exposed to credit risk that the counterparty to the contract will not meet its obligations. The counterparty for futures contracts traded on United States and on most foreign futures exchanges is the clearing house associated with the particular exchange. In general, clearing houses are backed by their corporate members who may be required to share in the financial burden resulting from the nonperformance by one of their members and, as such, should significantly reduce this credit risk. In cases where the clearing house is not backed by the clearing members (*i.e.*, some foreign exchanges), it may be backed by a consortium of banks or other financial institutions. There can be no assurance that any counterparty, clearing member or clearinghouse will meet its obligations to the Fund.





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The Commodity Broker, when acting as the Fund's futures commission merchant in accepting orders for the purchase or sale of domestic futures contracts, is required by CFTC regulations to separately account for and segregate as belonging to the Fund all assets of the Fund relating to domestic futures trading and the Commodity Broker is not allowed to commingle such assets with other assets of the Commodity Broker. In addition, CFTC regulations also require the Commodity Broker to hold in a secure account assets of the Fund related to foreign futures trading.

### ***Liquidity***

The Fund's entire source of capital is derived from the Fund's offering of Shares to Authorized Participants. The Fund in turn allocates its net assets to commodities trading. A significant portion of the net asset value is held in United States Treasury Obligations and cash, which is used as margin for the Fund's trading in commodities. The percentage that United States Treasury Obligations bear to the total net assets will vary from period to period as the market values of the Fund's commodity interests change. The balance of the net assets is held in the Fund's commodity trading account. Interest earned on the Fund's interest-bearing funds is paid to the Fund.

The Fund's commodity contracts may be subject to periods of illiquidity because of market conditions, regulatory considerations or for other reasons. For example, commodity exchanges generally have the ability to limit fluctuations in certain commodity futures contract prices during a single day by regulations referred to as daily limits. During a single day, no trades may be executed at prices beyond the daily limit. Once the price of a particular futures contract for a particular commodity has increased or decreased by an amount equal to the daily limit, positions in the commodity futures contract can neither be taken nor liquidated unless the traders are willing to effect trades at or within the limit. Commodity futures prices have occasionally moved the daily limit for several consecutive days with little or no trading. Such market conditions could prevent the Fund from promptly liquidating its commodity futures positions.

Because the Fund trades futures contracts, its capital is at risk due to changes in the value of futures contracts (market risk) or the inability of counterparties (including the Commodity Broker and/or exchange clearinghouses) to perform under the terms of the contracts (credit risk).

On any business day, an Authorized Participant may place an order with the Transfer Agent to redeem one or more Baskets. Redemption orders must be placed by 10:00 a.m., Eastern Time. The day on which the Managing Owner receives a valid redemption order is the redemption order date. The day on which a redemption order is settled is the redemption order settlement date. As provided below, the redemption order settlement date may occur up to 3 business days after the redemption order date. Redemption orders are irrevocable. The redemption procedures allow Authorized Participants to redeem Baskets. Individual Shareholders may not redeem directly from the Fund. Instead, individual Shareholders may only redeem Shares in integral multiples of 200,000 and only through an Authorized Participant.

Unless otherwise agreed to by the Managing Owner and the Authorized Participant as provided in the next sentence, by placing a redemption order, an Authorized Participant agrees to deliver the Baskets to be redeemed through DTC's book-entry system to the Fund not later than the redemption order settlement date as of 2:45 p.m., Eastern time, on the business day immediately following the redemption order date. Upon submission of a redemption order, the Authorized Participant may request the Managing Owner to agree to a redemption order settlement date up to 3 business days after the redemption order date. By placing a redemption order, and prior to receipt of the redemption proceeds, an Authorized Participant's DTC account is charged the non-refundable transaction fee due for the redemption order.

Redemption orders may be placed either (i) through the Continuous Net Settlement (CNS) clearing processes of the National Securities Clearing Corporation (the NSCC) or (ii) if outside the CNS Clearing Process, only through the facilities of The Depository Trust Company (DTC or the Depository) (the DTC Process), or a successor depository, and only in exchange for cash. By placing a redemption order, and prior to receipt of the redemption proceeds, an Authorized Participant's DTC account is charged the non-refundable transaction fee due for the redemption order and such fee is not borne by the Fund.

### ***Cash Flows***

The primary cash flow activity of the Fund is to raise capital from Authorized Participants through the issuance of Shares. This cash is used to invest in United States Treasury Obligations and to meet margin requirements as a result of the positions taken in futures contracts to match the fluctuations of the Index the Fund is tracking.

### ***Operating Activities***

Net cash flow provided by and (used for) operating activities was \$226.0 million and \$(141.0) million for the Nine Months Ended September 30, 2014 and 2013, respectively. This amount primarily includes net purchases and sales of United States Treasury Obligations which are held at fair value on the statement of financial condition.



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During the Nine Months Ended September 30, 2014, \$4,167.6 million was paid to purchase United States Treasury Obligations and \$4,257.0 million was received from sales and maturing United States Treasury Obligations. During the Nine Months Ended September 30, 2013, \$4,772.3 million was paid to purchase United States Treasury Obligations and \$4,759.0 million was received from sales and maturing United States Treasury Obligations. Unrealized appreciation on United States Treasury Obligations and futures decreased \$78.6 million and decreased \$33.8 million during the Nine Months Ended September 30, 2014 and 2013, respectively.

### ***Financing Activities***

The Fund's net cash flow provided by and (used for) financing activities was \$(122.3) million and \$23.4 million during the Nine Months Ended September 30, 2014 and 2013, respectively. This included \$329.5 million and \$296.0 million from the sale of Shares to Authorized Participants during the Nine Months Ended September 30, 2014 and 2013, respectively.

### **Results of Operations**

#### **FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2014 AND 2013 AND THE NINE MONTHS ENDED SEPTEMBER 30, 2014 AND 2013**

The Fund was launched on January 3, 2007 at \$25.00 per Share. The Shares traded on the NYSE Alternext from January 5, 2007 to November 25, 2008 and have been trading on the NYSE Arca since November 25, 2008.

The Fund seeks to track changes in the closing levels of the DBIQ Diversified Agriculture Index Excess Return (the DBIQ Diversified Agriculture ER, or the Index) over time, plus the excess, if any, of the Fund's interest income from its holdings of United States Treasury Obligations and other high credit quality short-term fixed income securities over the expenses of the Fund. The following graphs illustrate changes in (i) the price of the Shares (as reflected by the graph DBA), (ii) the Fund's NAV (as reflected by the graph DBANV), and (iii) the closing levels of the Index (as reflected by the graph DBAGIX). Whenever the interest income earned by the Fund exceeds Fund expenses, the price of the Shares generally has exceeded the levels of the Index primarily because the Share price reflects interest income from the Fund's collateral holdings whereas the Index does not consider such interest income. There can be no assurances that the price of the Shares will exceed the Index levels.

The Index is a set of rules applied to a body of data and does not represent the results of actual investment or trading. The Index is frictionless, in that it does not take into account fees or expenses associated with investing in the Fund. Also, because it does not represent actual futures positions, the Index is not subject to, and does not take into account the impact of, speculative position limits or certain other similar limitations on the ability of the Fund to trade the Index Commodities. The TR version of the Index includes an assumed amount of interest income based on prevailing rates that is adjusted from time to time. The Fund, by contrast, invests actual money and trades actual futures contracts. As a result, the performance of the Fund involves friction, in that fees and expenses impose a drag on performance. The Fund may be subject to speculative position limits and certain other limitations on its ability to trade the Index Commodities, which may compel the Fund to trade futures or other instruments that are not Index Commodities as proxies for the Index Commodities. The interest rate actually earned by the Fund over any period may differ from the assumed amount of interest income factored into the TR version of the Index over the same period. All of these factors can contribute to discrepancies between changes in net asset value per Share and changes in the level of the Index over any period of time. Fees and expenses always will tend to cause changes in the net asset value per Share to underperform changes in the value of the Index over any given period, all other things being equal. Actual interest income could be higher or lower than the assumed interest income factored into the TR version of the Index, and therefore could cause changes in the net asset value per Share to outperform or underperform changes in the value of the TR version of the Index over any given period, all other things being equal. Similarly, trading futures or other instruments that are not Index Commodities as proxies for the Index Commodities could cause changes in the net asset value per Share to outperform or underperform changes in the value of the Index over any given period, all other things being equal.

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**COMPARISON OF DBA, DBANV AND DBAGIX FOR THE THREE MONTHS ENDED  
SEPTEMBER 30, 2014 AND 2013 AND THE NINE MONTHS ENDED SEPTEMBER 30, 2014 AND 2013**

*NEITHER THE PAST PERFORMANCE OF THE FUND NOR THE PRIOR INDEX LEVELS AND CHANGES, POSITIVE  
OR NEGATIVE, SHOULD BE TAKEN AS AN INDICATION OF THE FUND S FUTURE PERFORMANCE.*

*NEITHER THE PAST PERFORMANCE OF THE FUND NOR THE PRIOR INDEX LEVELS AND CHANGES, POSITIVE  
OR NEGATIVE, SHOULD BE TAKEN AS AN INDICATION OF THE FUND S FUTURE PERFORMANCE.*

**See Additional Legends below.**

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*NEITHER THE PAST PERFORMANCE OF THE FUND NOR THE PRIOR INDEX LEVELS AND CHANGES, POSITIVE OR NEGATIVE, SHOULD BE TAKEN AS AN INDICATION OF THE FUND'S FUTURE PERFORMANCE.*

*NEITHER THE PAST PERFORMANCE OF THE FUND NOR THE PRIOR INDEX LEVELS AND CHANGES, POSITIVE OR NEGATIVE, SHOULD BE TAKEN AS AN INDICATION OF THE FUND'S FUTURE PERFORMANCE.*

**See Additional Legends below.**

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**Additional Legends**

The Fund seeks to track changes, whether positive or negative, in the level of the DBIQ Diversified Agriculture Index Excess Return™ (the Index ) over time, plus the excess, if any, of the Fund's interest income from its holdings of United States Treasury Obligations and other high credit quality short-term fixed income securities over the expenses of the Fund. The Index is intended to reflect the change in market value of the agricultural sector. The commodities comprising the Index are Corn, Soybeans, Wheat, Kansas City Wheat, Sugar, Cocoa, Coffee, Cotton, Live Cattle, Feeder Cattle and Lean Hogs (each an Index Commodity , and collectively, the Index Commodities ).

DBIQ Diversified Agriculture Index Excess Return is an index and does not reflect (i) actual trading and (ii) any fees or expenses.

WHILE THE FUND'S OBJECTIVE IS NOT TO GENERATE PROFIT THROUGH ACTIVE PORTFOLIO MANAGEMENT, BUT IS TO TRACK THE INDEX, BECAUSE THE INDEX WAS ESTABLISHED IN SEPTEMBER 2009, CERTAIN INFORMATION RELATING TO THE INDEX CLOSING LEVELS MAY BE CONSIDERED TO BE HYPOTHETICAL. HYPOTHETICAL INFORMATION MAY HAVE CERTAIN INHERENT LIMITATIONS, SOME OF WHICH ARE DESCRIBED BELOW.

WITH RESPECT TO INDEX DATA, NO REPRESENTATION IS BEING MADE THAT THE INDEX WILL OR IS LIKELY TO ACHIEVE ANNUAL OR CUMULATIVE CLOSING LEVELS CONSISTENT WITH OR SIMILAR TO THOSE SET FORTH HEREIN. SIMILARLY, NO REPRESENTATION IS BEING MADE THAT THE FUND WILL GENERATE PROFITS OR LOSSES SIMILAR TO THE FUND'S PAST PERFORMANCE OR THE HISTORICAL ANNUAL OR CUMULATIVE CHANGES IN THE INDEX CLOSING LEVELS. IN FACT, THERE ARE FREQUENTLY SHARP DIFFERENCES BETWEEN HYPOTHETICAL RESULTS AND THE ACTUAL RESULTS SUBSEQUENTLY ACHIEVED BY INVESTMENT METHODOLOGIES, WHETHER ACTIVE OR PASSIVE.

WITH RESPECT TO INDEX DATA, ONE OF THE LIMITATIONS OF HYPOTHETICAL INFORMATION IS THAT IT IS GENERALLY PREPARED WITH THE BENEFIT OF HINDSIGHT. TO THE EXTENT THAT INFORMATION PRESENTED HEREIN RELATES TO THE PERIOD JANUARY 1989 THROUGH AUGUST 2009, THE INDEX CLOSING LEVELS REFLECT THE APPLICATION OF THE INDEX METHODOLOGY, AND SELECTION OF INDEX COMMODITIES, IN HINDSIGHT.

NO HYPOTHETICAL RECORD CAN COMPLETELY ACCOUNT FOR THE IMPACT OF FINANCIAL RISK IN ACTUAL TRADING. FOR EXAMPLE, THERE ARE NUMEROUS FACTORS, INCLUDING THOSE DESCRIBED UNDER ITEM 1A. RISK FACTORS SET FORTH IN THE FUND'S ANNUAL REPORT ON FORM 10-K FOR THE YEAR ENDED DECEMBER 31, 2013, RELATED TO THE COMMODITIES MARKETS IN GENERAL OR TO THE IMPLEMENTATION OF THE FUND'S EFFORTS TO TRACK THE INDEX OVER TIME WHICH CANNOT BE, AND HAVE NOT BEEN, ACCOUNTED FOR IN THE PREPARATION OF THE INDEX INFORMATION SET FORTH ON THE FOLLOWING PAGES, ALL OF WHICH CAN ADVERSELY AFFECT ACTUAL PERFORMANCE RESULTS FOR THE FUND. FURTHERMORE, THE INDEX INFORMATION DOES NOT INVOLVE FINANCIAL RISK OR ACCOUNT FOR THE IMPACT OF FEES AND COSTS ASSOCIATED WITH THE FUND.

THE MANAGING OWNER, AN INDIRECT WHOLLY OWNED SUBSIDIARY OF DEUTSCHE BANK AG, COMMENCED OPERATIONS IN JANUARY 2006. AS MANAGING OWNER, THE MANAGING OWNER AND ITS TRADING PRINCIPALS HAVE BEEN MANAGING THE DAY-TO-DAY OPERATIONS FOR THE FUND AND MANAGING FUTURES ACCOUNTS AND RELATED PRODUCTS. BECAUSE THERE ARE LIMITED ACTUAL TRADING RESULTS TO COMPARE TO THE INDEX CLOSING LEVELS SET FORTH HEREIN, PROSPECTIVE INVESTORS SHOULD BE PARTICULARLY WARY OF PLACING UNDUE RELIANCE ON THE ANNUAL OR CUMULATIVE INDEX RESULTS.

FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2014 COMPARED TO THE THREE MONTHS ENDED SEPTEMBER 30, 2013

***Fund Share Price Performance***

For the Three Months Ended September 30, 2014, the NYSE Arca market value of each Share decreased 6.96% from \$27.46 per Share to \$25.55 per Share. The Share price high and low for the Three Months Ended September 30, 2014 and related change from the Share price on June 30, 2014 was as follows: Shares traded from a high of \$27.47 per Share (+0.04%) on July 2, 2014 to a low of \$25.11 per Share (-8.56%) on September 23, 2014.





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For the Three Months Ended September 30, 2013, the NYSE Arca market value of each Share increased 1.57% from \$24.90 per Share to \$25.29 per Share. The Share price low and high for the Three Months Ended September 30, 2013 and related change from the Share price on June 30, 2013 was as follows: Shares traded from a low of \$24.37 per Share (-2.13%) on August 2, 2013 to a high of \$25.63 per Share (+2.93%) on September 12, 2013.

***Fund Share Net Asset Performance***

For the Three Months Ended September 30, 2014, the net asset value of each Share decreased 7.03% from \$27.47 per Share to \$25.54 per Share. A decrease in futures contract prices for corn, wheat, soybean, Kansas City wheat, cotton, lean hogs and sugar was partially offset by increases in the futures contract prices of feeder cattle, coffee, live cattle, and cocoa during the Three Months Ended September 30, 2014, contributing to an overall 6.62% decrease in the level of the DBIQ Diversified Agriculture TR .

Net loss for the Three Months Ended September 30, 2014 was \$93.3 million, resulting from \$0.1 million of interest income, net realized gain of \$39.6 million, net change in unrealized loss of \$130.2 million and operating expenses of \$2.8 million.

For the Three Months Ended September 30, 2013, the net asset value of each Share increased 1.73% from \$24.89 per Share to \$25.32 per Share. An increase in futures contract prices for sugar, feeder cattle, cotton, cocoa, live cattle, soybean and lean hogs was partially offset by decreases in the futures contract prices of corn, wheat, Kansas City wheat, and coffee during the Three Months Ended September 30, 2013, contributing to an overall 1.93% increase in the level of the DBIQ Diversified Agriculture TR .

Net loss for the Three Months Ended September 30, 2013 was \$24.8 million, resulting from \$0.2 million of interest income, net realized loss of \$1.3 million, net change in unrealized gain of \$29.5 million and operating expenses of \$3.6 million.

**FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 COMPARED TO THE NINE MONTHS ENDED SEPTEMBER 30, 2013**

***Fund Share Price Performance***

For the Nine Months Ended September 30, 2014, the NYSE Arca market value of each Share increased 5.36% from \$24.25 per Share to \$25.55 per Share. The Share price low and high for the Nine Months Ended September 30, 2014 and related change from the Share price on December 31, 2013 was as follows: Shares traded from a low of \$24.12 per Share (-0.54%) on January 9, 2014, to a high of \$29.38 per Share (+21.15%) on April 29, 2014.

For the Nine Months Ended September 30, 2013, the NYSE Arca market value of each Share decreased 9.52% from \$27.95 per Share to \$25.29 per Share. The Share price high and low for the Nine Months Ended September 30, 2013 and related change from the Share price on December 31, 2012 was as follows: Shares traded from a high of \$27.95 per Share (+0.00%) on January 2, 2013, to a low of \$24.37 per Share (-12.81%) on August 2, 2013.

***Fund Share Net Asset Performance***

For the Nine Months Ended September 30, 2014, the net asset value of each Share increased 5.19% from \$24.28 per Share to \$25.54 per Share. An increase in futures contract prices for coffee, feeder cattle, live cattle, cocoa, and lean hogs and soybean was partially offset by decreases in the futures contract prices of corn, wheat, cotton, soybean, Kansas City wheat and sugar during the Nine Months Ended September 30, 2014, contributing to an overall 5.90% increase in the level of the DBIQ Diversified Agriculture TR .

Net income for the Nine Months Ended September 30, 2014 was \$58.5 million, resulting from \$0.4 million of interest income, net realized gain of \$146.1 million, net change in unrealized loss of \$78.6 million and operating expenses of \$9.4 million.

For the Nine Months Ended September 30, 2013, the net asset value of each Share decreased 9.47% from \$27.97 per Share to \$25.32 per Share. A decrease in futures contract prices for sugar, Kansas City wheat, feeder cattle, coffee, live cattle, corn, wheat, lean hogs and soybean was partially offset by increases in the futures contract prices of cotton and cocoa during the Nine Months Ended September 30, 2013, contributing to an overall 8.76% decrease in the level of the DBIQ Diversified Agriculture TR .

Net loss for the Nine Months Ended September 30, 2013 was \$166.2 million, resulting from \$0.7 million of interest income, net realized loss of \$121.8 million, net change in unrealized loss of \$33.8 million and operating expenses of \$11.3 million.

**Off-Balance Sheet Arrangements and Contractual Obligations**

In the normal course of its business, the Fund is a party to financial instruments with off-balance sheet risk. The term off-balance sheet risk refers to an unrecorded potential liability that, even though it does not appear on the balance sheet, may result in a future obligation or loss. The financial instruments used by the Fund are commodity futures, whose values are based upon an underlying asset and generally represent future commitments which have a reasonable possibility to be settled in cash or through physical delivery. The financial instruments are traded on an exchange and are standardized contracts.

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The Fund has not utilized, nor does it expect to utilize in the future, special purpose entities to facilitate off-balance sheet financing arrangements and has no loan guarantee arrangements or off-balance sheet arrangements of any kind, other than agreements entered into in the normal course of business noted above, which may include indemnification provisions related to certain risks service providers undertake in performing services which are in the best interests of the Fund. While the Fund's exposure under such indemnification provisions cannot be estimated, these general business indemnifications are not expected to have a material impact on the Fund's financial position.

The Fund's contractual obligations are with the Managing Owner and the Commodity Broker. Management Fee payments made to the Managing Owner are calculated as a fixed percentage of the Fund's net asset value. Commission payments to the Commodity Broker are on a contract-by-contract, or round-turn, basis. As such, the Managing Owner cannot anticipate the amount of payments that will be required under these arrangements for future periods as net asset values are not known until a future date. These agreements are effective for one-year terms, renewable automatically for additional one-year terms unless terminated. Additionally, these agreements may be terminated by either party for various reasons.

### **ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK. INTRODUCTION**

The Fund is designed to replicate positions in a commodity index. The market sensitive instruments held by it are subject to the risk of trading loss. Unlike an operating company, the risk of market sensitive instruments is integral, not incidental, to the Fund's main line of business.

Market movements can produce frequent changes in the fair market value of the Fund's open positions and, consequently, in its earnings and cash flow. The Fund's market risk is primarily influenced by changes in the price of commodities.

Value at Risk, or VaR, is a measure of the maximum amount which the Fund could reasonably be expected to lose in a given market sector. However, the inherent uncertainty in the markets in which the Fund trades and the recurrence in the markets traded by the Fund of market movements far exceeding expectations could result in actual trading or non-trading losses far beyond the indicated VaR or the Fund's experience to date (i.e., risk of ruin). In light of this, as well as the risks and uncertainties intrinsic to all future projections, the inclusion of the quantification included in this section should not be considered to constitute any assurance or representation that the Fund's losses in any market sector will be limited to VaR.

#### **Standard of Materiality**

Materiality as used in this section, Quantitative and Qualitative Disclosures About Market Risk, is based on an assessment of reasonably possible market movements and the potential losses caused by such movements, taking into account the effects of margin, and any other multiplier features, as applicable, of the Fund's market sensitive instruments.

#### **QUANTIFYING THE FUND'S TRADING VALUE AT RISK**

##### **Quantitative Forward-Looking Statements**

The following quantitative disclosures regarding the Fund's market risk exposures contain forward-looking statements within the meaning of the safe harbor from civil liability provided for such statements by the Private Securities Litigation Reform Act of 1995 (set forth in Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934). All quantitative disclosures in this section are deemed to be forward-looking statements for purposes of the safe harbor, except for statements of historical fact (such as the dollar amount of maintenance margin required for market risk sensitive instruments held at the end of the reporting period).

Value at risk (VaR), is a statistical measure of the value of losses that would not be expected to be exceeded over a given time horizon and at a given probability level arising from movement of underlying risk factors. Loss is measured as a decline in the fair value of the portfolio as a result of changes in any of the material variables by which fair values are determined. VaR is measured over a specified holding period (1 day) and to a specified level of statistical confidence (99th percentile). However, the inherent uncertainty in the markets in which the Fund trades and the recurrence in the markets traded by the Fund of market movements far exceeding expectations could result in actual trading or non-trading losses far beyond the indicated VaR or the Fund's experience to date (i.e., risk of ruin). In light of this, as well as the risks and uncertainties intrinsic to all future projections, the inclusion of the quantification included in this section should not be considered to constitute any assurance or representation that the Fund's losses in any market sector will be limited to VaR.



**Table of Contents****THE FUND'S TRADING VALUE AT RISK**

The Fund calculates VaR using the actual historical market movements of the Fund's total assets.

The following table indicates the trading VaR associated with the Fund's total assets as of September 30, 2014.

Description	Total Assets	Daily Volatility	VaR* (99 Percentile)	Number of times VaR Exceeded for the three months ended September 30, 2014
PowerShares DB Agriculture Fund	\$ 1,371,418,059	0.64%	\$ 17,330,193	4

The following table indicates the trading VaR associated with the Fund's total assets as of December 31, 2013.

Description	Total Assets	Daily Volatility	VaR* (99 Percentile)	Number of times VaR Exceeded for the three months ended December 31, 2013
PowerShares DB Agriculture Fund	\$ 1,547,352,039	0.53%	\$ 14,935,223	5

\* The VaR represents the one day downside risk, under normal market conditions, with a 99% confidence level. It is calculated using historical market moves of the Fund's total assets and uses a one year look-back.

**NON-TRADING RISK**

The Fund has non-trading market risk as a result of investing in short-term United States Treasury Obligations. The market risk represented by these investments is expected to be immaterial.

**QUALITATIVE DISCLOSURES REGARDING PRIMARY TRADING RISK EXPOSURES**

The following qualitative disclosures regarding the Fund's market risk exposures – except for those disclosures that are statements of historical fact – constitute forward-looking statements within the meaning of Section 27A of the Securities Act and Section 21E of the Securities Exchange Act. The Fund's primary market risk exposures are subject to numerous uncertainties, contingencies and risks. Government interventions, defaults and expropriations, illiquid markets, the emergence of dominant fundamental factors, political upheavals, changes in historical price relationships, an influx of new market participants, increased regulation and many other factors could result in material losses as well as in material changes to the risk exposures of the Fund. There can be no assurance that the Fund's current market exposure will not change materially. Investors may lose all or substantially all of their investment in the Fund.

The following were the primary trading risk exposures of the Fund as of September 30, 2014 by Index Commodity:

**Corn**

The price of corn is volatile. The price movement of corn may be influenced by three primary supply factors: farmer planting decisions, climate, and government agricultural policies and three major market demand factors: livestock feeding, shortages or surpluses of world grain supplies,

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and domestic and foreign government policies and trade agreements. Additionally, the price movement of corn may be influenced by a variety of other factors, including weather conditions, disease, transportation costs, political uncertainties and economic concerns.

### *Wheat and Kansas City Wheat*

The price of wheat is volatile. The price movement of wheat may be influenced by three primary supply factors: farmer planting decisions, climate, and government agricultural policies and three major market demand factors: food, shortages or surpluses of world grain supplies, and domestic and foreign government policies and trade agreements. Additionally, the price movement of wheat may be influenced by a variety of other factors, including weather conditions, disease, transportation costs, political uncertainties and economic concerns.

### *Soybeans*

The price of soybeans is volatile. The price movement of soybeans may be influenced by a variety of factors, including demand, weather conditions, disease, crop production, transportation costs, political uncertainties and economic concerns.

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### ***Sugar***

The price of sugar is volatile. The price movement of sugar may be influenced by a variety of factors, including demand, weather conditions, disease, crop production, transportation costs, political uncertainties and economic concerns.

### ***Cocoa***

The price of cocoa is volatile. The price movement of cocoa may be influenced by a variety of factors, including demand, weather conditions, disease, crop production, transportation costs, political uncertainties and economic concerns.

### ***Coffee***

The price of coffee is volatile. The price movement of coffee may be influenced by a variety of factors, including demand, weather conditions, disease, crop production, transportation costs, political uncertainties and economic concerns.

### ***Cotton***

The price of cotton is volatile. The price movement of cotton may be influenced by a variety of factors, including demand, weather conditions, disease, crop production, transportation costs, political uncertainties and economic concerns.

### ***Live Cattle***

The price of live cattle is volatile. The price movement of live cattle may be influenced by a variety of factors, including demand, weather conditions, disease, agricultural feed prices (i.e. corn, milo, wheat, soybeans, hay and alfalfa), live cattle production, transportation costs, political uncertainties and economic concerns.

### ***Feeder Cattle***

The price of feeder cattle is volatile. The price movement of feeder cattle may be influenced by a variety of factors, including demand, weather conditions, disease, agricultural feed prices (i.e. corn, milo, wheat, soybeans, hay and alfalfa), feeder cattle production, transportation costs, political uncertainties and economic concerns.

### ***Lean Hogs***

The price of lean hogs is volatile. The price movement of lean hogs may be influenced by a variety of factors, including demand, weather conditions, disease, agricultural feed prices (i.e. corn), hog production, crop production, transportation costs, political uncertainties and economic concerns.

## **QUALITATIVE DISCLOSURES REGARDING NON-TRADING RISK EXPOSURE**

### **General**

The Fund is unaware of any (i) anticipated known demands, commitments or capital expenditures; (ii) material trends, favorable or unfavorable, in its capital resources; or (iii) trends or uncertainties that will have a material effect on operations.

## **QUALITATIVE DISCLOSURES REGARDING MEANS OF MANAGING RISK EXPOSURE**

Under ordinary circumstances, the Managing Owner's discretionary power is limited to determining whether the Fund will make a distribution. Under emergency or extraordinary circumstances, the Managing Owner's discretionary powers increase, but remain circumscribed. These special circumstances, for example, include the unavailability of the Index or certain natural or man-made disasters. The Managing Owner does not apply risk management techniques. The Fund initiates positions only on the long side of the market and does not employ stop-loss techniques.

**ITEM 4. CONTROLS AND PROCEDURES.**

*Evaluation of Disclosure Controls and Procedures*

Under the supervision and with the participation of the management of the Managing Owner, including Martin Kremenstein, its Chief Executive Officer, and Michael Gilligan, its Chief Financial Officer, the Fund carried out an evaluation of the effectiveness of the design and operation of its disclosure controls and procedures (as defined in Rule 13a-15(e) or 15d-15(e) of the Exchange Act) as of the end of the period covered by this quarterly report, and, based upon that evaluation, Martin Kremenstein, the Chief Executive Officer, and Michael Gilligan, the Chief Financial Officer, of the Managing Owner, concluded that the Fund's disclosure controls and procedures were effective to ensure that information the Fund is required to disclose in the reports that it files or submits with the



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Securities and Exchange Commission (the SEC) under the Exchange Act is recorded, processed, summarized and reported, within the time periods specified in the SEC's rules and forms, and to ensure that information required to be disclosed by the Fund in the reports that it files or submits under the Exchange Act is accumulated and communicated to management of the Managing Owner, including its Chief Executive Officer and Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure.

***Changes in Internal Control Over Financial Reporting***

There has been no change in internal control over financial reporting (as defined in the Rules 13a-15(f) and 15d-15(f) of the Exchange Act) that occurred during the Fund's last quarter ended September 30, 2014 that has materially affected, or is reasonably likely to materially affect, the Fund's internal control over financial reporting.

**Table of Contents****PART II. OTHER INFORMATION****Item 1. Legal Proceedings.**

Not applicable.

**Item 1A. Risk Factors.**

There are no material changes from risk factors as previously disclosed in the Annual Report on Form 10-K for the year ended December 31, 2013, filed March 3, 2014.

**Item 2. Unregistered Sales of Equity Securities and Use of Proceeds.**

(a) There have been no unregistered sales of the Fund's securities. No Fund securities are authorized for issuance by the Fund under equity compensation plans.

(b) Not applicable.

(c) The following table summarizes the redemptions by Authorized Participants during the Three Months Ended September 30, 2014:

<b>Period of Redemption</b>	<b>Total Number of Shares Redeemed</b>	<b>Average Price Paid per Share</b>
July 1, 2014 to July 31, 2014	4,800,000	\$ 26.89
August 1, 2014 to August 31, 2014	1,400,000	\$ 26.18
September 1, 2014 to September 30, 2014	800,000	\$ 25.17
Total:	7,000,000	\$ 26.55

**Item 3. Defaults Upon Senior Securities.**

None.

**Item 4. Mine Safety Disclosures.**

Not applicable.

**Item 5. Other Information.****Disclosures Under Iran Threat Reduction and Syria Human Rights Act of 2012 ( ITRA )**

Deutsche Bank AG, an affiliate of ours, has provided us the disclosure set forth below describing the ITRA-relevant activities of it and its affiliates for the quarter ended September 30, 2014. All references in this quoted disclosure to we, us and our are to Deutsche Bank AG and its affiliates. None of the disclosed activities or transactions were conducted by the Registrant.

**Disclosures Under Iran Threat Reduction and Syria Human Rights Act of 2012**

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Under Section 219 of the Iran Threat Reduction and Syria Human Rights Act of 2012, which added Section 13(r) of the U.S. Securities Exchange Act of 1934, as amended, an issuer of securities registered under the Securities Exchange Act of 1934 is required to disclose in its periodic reports filed under the Securities Exchange Act of 1934 certain of its activities and those of its affiliates relating to Iran and to other persons sanctioned by the U.S. under programs relating to terrorism and proliferation of weapons of mass destruction that occurred during the period covered by the report. We describe below a number of potentially disclosable activities of Deutsche Bank AG and its affiliates. Disclosure is generally required regardless of whether the activities, transactions or dealings were conducted in compliance with applicable law.

**Legacy Financing Arrangements.** Despite having ceased entering into new business in or with Iran in 2007, we continue to be engaged as lender, sponsoring bank and/or facility agent or arranger in several long-term financing agreements relating to the construction or acquisition of plant or equipment for the petroleum and petrochemical industries, under which Iranian entities were the direct or indirect borrowers. Before 2007, as part of banking consortia, we entered into a number of financing arrangements, four of which remained outstanding as of September 30, 2014, with the National Iranian Oil Company (NIOC), the National Petrochemical Company (NPC) and their respective group entities as borrowers. The latest final maturity under these loan facilities is in 2019. These

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loan facilities were guaranteed by national export credit agencies representing two European governments and one Asian national government. In principle, the obligations of the borrowers under these loan facilities are secured by assignments of receivables from oil and oil products exported by NIOC, NPC and/or their trading subsidiaries to buyers, mostly in Asia. These delivery obligations, however, were waived for the period covered by this report, due to the current sanctions environment. For some of these arrangements, we act as escrow agent, holding escrow accounts for the Iranian borrowers mentioned above, into which receivables are, in principle, paid by the buyers of the oil and oil products. During the period covered by this report, no such receivables were paid to the said escrow accounts. Such accounts are pledged in favor of the relevant banking consortium. We have no involvement in the contractual arrangements related to, or in the physical settlement of, the oil and oil product exports mentioned above. The Iranian entities in whose names the escrow accounts are held are not permitted to draw on these accounts, either because they are sanctioned parties or, where this is not the case, due to our business decision to not allow access to the accounts in light of the overall sanctions environment.

During the third quarter of 2014, approximately 100 was paid into the escrow account. We, in our role as agent, distributed to the participants in the banking consortia 1 million including portions attributable to us totaling approximately 0.25 million.

We generated revenues in the third quarter of 2014 of approximately 0.6 million in respect of these financing arrangements, of which approximately 0.5 million consisted of escrow account revenues, 27,000 consisted of loan interest revenues and 9,000 consisted of fee revenues. The net profits were less than these amounts.

As of September 30, 2014, we have an undrawn commitment of approximately 1.3 million under one of the financing agreements referred to above. Due to the export credit agency coverage, this remainder cannot be cancelled without German government approval, for which we have applied but have not yet received. We do not intend to make further disbursements upon this undrawn commitment.

Our portion of the remaining loan facilities amounted to approximately 29 million as of September 30, 2014. We intend to continue pursuing repayment and fulfilling our administrative role under these agreements, but we do not intend to engage in any new extensions of credit to these or other Iranian entities.

**Legacy Contractual Obligations Related to Guarantees and Letters of Credit.** Prior to 2007, we provided guarantees to a number of Iranian entities. In almost all of these cases, we issued counter-indemnities in support of guarantees issued by Iranian banks because the Iranian beneficiaries of the guarantees required that they be backed directly by Iranian banks. In 2007, we made a decision to discontinue issuing new guarantees to Iranian or Iran-related beneficiaries. Although the pre-existing guarantees stipulate that they must be either extended or honored if we receive such a demand and we are legally not able to terminate these guarantees, we decided in 2011 to reject any extend or pay demands under such guarantees. Even though we exited, where possible, many of these guarantees, guarantees with an aggregate face amount of approximately 7.6 million are still outstanding as of September 30, 2014. The gross revenues from this business were approximately 11,000 and the net profit we derived from these activities was less than this amount.

We also have outstanding legacy guarantees in relation to a Syrian bank sanctioned by the U.S. under its non-proliferation program. The aggregate face amount of these legacy guarantees was approximately 11.1 million, the gross revenues received from non-Syrian parties for these guarantees were approximately 27,000 and the net profit we derived from these activities was less than this amount. The amount of legacy guarantees is higher than the amount reported in the last quarter (which was 9.0 million) because a recent analysis identified additional legacy guarantees, dating from or before 2007, with regard to this Syrian bank booked in one of the Bank's (non-German) European locations. We intend to exit these guarantee arrangements as soon as possible.

**Payments Received.** We received less than 30 payments adding up to approximately 5.2 million in favor of non-Iranian clients in Germany, Belgium and the Netherlands, which payments stemmed ultimately from relevant Iranian entities. Revenues for these incoming payments were less than 7,000. These figures include relevant payments in favor of clients of our subsidiary Postbank. We expect that we will also have to accept such transactions in the future.

**Operations of Iranian Bank Branches and Subsidiaries in Germany.** Several Iranian banks, including Bank Melli Iran, Bank Saderat and Europäisch-Iranische Handelsbank, have branches or offices in Germany, even though their funds and other economic resources are frozen under European law. As part of the payment clearing system in Germany, when these branches or offices need to make payments in Germany to cover their day-to-day operations such as rent, taxes, insurance premia and salaries for their remaining staff, or for any other kind of banking-related operations necessary to wind down their legacy trade business, the German Bundesbank accepts fund transfers from these Iranian banks and disburses them to the applicable (mainly German) payees, some of whom hold accounts with us. In the third quarter of 2014, we received approximately 1 million in such disbursements in approximately 200 transactions via the German Bundesbank in respect of payments from the above-mentioned Iranian banks, and the gross revenues derived from these payments were less than 1,000. Relevant transactions of our subsidiary Postbank are included in these figures. We expect that we will also have to accept such transactions in the future.



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**Maintaining of Accounts for Iranian Consulates and Embassies.** In the third quarter of 2014, Iranian embassies and consulates in Germany and the Netherlands were holding accounts with us as well as with Postbank. This includes the provision by a subsidiary of Postbank to the Iranian consulate of girocard (debitcard/ATM) terminals as well as the processing of transactions of cardholders using the terminals; the terminals are used to facilitate the payment of fees for the issuance of visas and other administrative measures by the consulate. The additional purpose of these accounts was the funding of day-to-day operational costs of the embassies and consulates, such as salaries, rent, and electricity. One of the account relationships was between Deutsche Bank Netherlands N.V. and the Agent Bureau of the Embassy of the Islamic Republic of Iran in The Hague (which is responsible for all Iran-U.S. Claims Tribunal activities). The total volume of outgoing payments from these accounts was approximately 12 million in the third quarter of 2014, which payments were made with the involvement of the competent authorities in the relevant European countries under applicable law. We derived gross revenues of approximately 14,000 and net profits which were less than this amount from these activities. The relevant European governments have requested that we continue to provide these services in the future to enable the Government of Iran to conduct its diplomatic relations.

**Relationships with Corporate Clients.** We maintain a business relationship with one corporate client registered in Germany who was sanctioned by the US in the first quarter of 2014 pursuant to Executive Order 13382. We did not terminate this relationship but imposed several restrictive measures to mitigate the relevant risks. In the third quarter of 2014 the revenues derived from this relationship were less than 4,000 and the net profits were less than this amount. On October 16, 2014, the client's name was removed from the U.S. Office of Foreign Asset Control's Specially Designated Nationals List.

**Activities of Entities in Which We Have Interests.** Section 13(r) requires us to provide the specified disclosure with respect to ourselves and our affiliates, as defined in Exchange Act Rule 12b-2. Although we have minority equity interests in certain entities that could arguably result in these entities being deemed affiliates, we do not have the authority or the legal ability to acquire in every instance the information from these entities that would be necessary to determine whether they are engaged in any disclosable activities under Section 13(r). In some cases, legally independent entities are not permitted to disclose the details of their activities to us because of German privacy and data protection laws or the applicable banking laws and regulations. In such cases, voluntary disclosure of such details could violate such legal and/or regulatory requirements and subject the relevant entities to criminal prosecution or regulatory investigations.

**Item 6. Exhibits.**

- 31.1 Certification required under Exchange Act Rules 13a-14 and 15d-14 (filed herewith)
- 31.2 Certification required under Exchange Act Rules 13a-14 and 15d-14 (filed herewith)
- 32.1 Certification of Chief Executive Officer pursuant to 18 U.S.C. Section 1350 as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (furnished herewith)
- 32.2 Certification of Chief Financial Officer pursuant to 18 U.S.C. Section 1350 as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (furnished herewith)
- 101 Interactive data file pursuant to Rule 405 of Regulation S-T: (i) the Statements of Financial Condition of PowerShares DB Agriculture Fund September 30, 2014 (unaudited) and December 31, 2013, (ii) the Unaudited Schedule of Investments of PowerShares DB Agriculture Fund September 30, 2014, (iii) the Schedule of Investments of PowerShares DB Agriculture Fund December 31, 2013, (iv) the Unaudited Statements of Income and Expenses of PowerShares DB Agriculture Fund Three Months Ended September 30, 2014 and 2013 and Nine Months Ended September 30, 2014 and 2013, (v) the Unaudited Statements of Changes in Shareholders' Equity of PowerShares DB Agriculture Fund Three Months Ended September 30, 2014, (vi) the Unaudited Statements of Changes in Shareholders' Equity of PowerShares DB Agriculture Fund Three Months Ended September 30, 2013, (vii) the Unaudited Statements of Changes in Shareholders' Equity of PowerShares DB Agriculture Fund Nine Months Ended September 30, 2014, (viii) the Unaudited Statements of Changes in Shareholders' Equity of PowerShares DB Agriculture Fund Nine Months Ended September 30, 2013, (ix) the Unaudited Statements of Cash Flows of PowerShares DB Agriculture Fund Nine Months Ended September 30, 2014 and 2013, and (x) Notes to Unaudited Financial Statements of PowerShares DB Agriculture Fund.

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**SIGNATURES**

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

**PowerShares DB Multi-Sector Commodity Trust with  
respect to PowerShares DB Agriculture Fund**

By: DB Commodity Services LLC,

*its Managing Owner*

By: /s/ MARTIN KREMENSTEIN  
Name: **Martin Kremenstein**

Title: **Chief Executive Officer**

By: /s/ MICHAEL GILLIGAN  
Name: **Michael Gilligan**

Title: **Chief Financial Officer**

Dated: November 5, 2014