



# Vanguard S&P ETFs Prospectus

December 22, 2020

Exchange-traded fund shares that are not individually redeemable and are listed on NYSE Arca

Vanguard S&P 500 Value Index Fund ETF Shares (VOOV)

Vanguard S&P 500 Growth Index Fund ETF Shares (VOOG)

Vanguard S&P Mid-Cap 400 Index Fund ETF Shares (IVOO)

Vanguard S&P Mid-Cap 400 Value Index Fund ETF Shares (IVOV)

Vanguard S&P Mid-Cap 400 Growth Index Fund ETF Shares (IVOG)

Vanguard S&P Small-Cap 600 Index Fund ETF Shares (VIOO)

Vanguard S&P Small-Cap 600 Value Index Fund ETF Shares (VIOV)

Vanguard S&P Small-Cap 600 Growth Index Fund ETF Shares (VIOG)

**See the inside front cover for important information about access to your fund's annual and semiannual shareholder reports.**

This prospectus contains financial data for the Funds through the fiscal year ended August 31, 2020.

The Securities and Exchange Commission (SEC) has not approved or disapproved these securities or passed upon the adequacy of this prospectus. Any representation to the contrary is a criminal offense.

Important information about access to shareholder reports

Beginning on January 1, 2021, as permitted by regulations adopted by the SEC, paper copies of your fund's annual and semiannual shareholder reports will no longer be sent to you by mail, unless you specifically request them. Instead, you will be notified by mail each time a report is posted on the website and will be provided with a link to access the report.

If you have already elected to receive shareholder reports electronically, you will not be affected by this change and do not need to take any action. You may elect to receive shareholder reports and other communications from the fund electronically by contacting your financial intermediary (such as a broker-dealer or bank) or, if you invest directly with the fund, by calling Vanguard at one of the phone numbers on the back cover of this prospectus or by logging on to *vanguard.com*.

You may elect to receive paper copies of all future shareholder reports free of charge. If you invest through a financial intermediary, you can contact the intermediary to request that you continue to receive paper copies. If you invest directly with the fund, you can call Vanguard at one of the phone numbers on the back cover of this prospectus or log on to *vanguard.com*. Your election to receive paper copies will apply to all the funds you hold through an intermediary or directly with Vanguard.

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# Vanguard S&P 500 Value ETF

## Investment Objective

The Fund seeks to track the performance of a benchmark index that measures the investment return of large-capitalization value stocks in the United States.

## Fees and Expenses

The following table describes the fees and expenses you may pay if you buy, hold, and sell ETF Shares of the Fund. You may pay other fees, such as brokerage commissions and other fees to financial intermediaries, which are not reflected in the table and example below.

### Shareholder Fees

(Fees paid directly from your investment)

|                                             |                                          |
|---------------------------------------------|------------------------------------------|
| Transaction Fee on Purchases and Sales      | None through Vanguard (Broker fees vary) |
| Transaction Fee on Reinvested Dividends     | None through Vanguard (Broker fees vary) |
| Transaction Fee on Conversion to ETF Shares | None through Vanguard (Broker fees vary) |

### Annual Fund Operating Expenses

(Expenses that you pay each year as a percentage of the value of your investment)

|                                      |       |
|--------------------------------------|-------|
| Management Fees                      | 0.09% |
| 12b-1 Distribution Fee               | None  |
| Other Expenses                       | 0.01% |
| Total Annual Fund Operating Expenses | 0.10% |

### Example

The following example is intended to help you compare the cost of investing in the Fund's ETF Shares with the cost of investing in other funds. It illustrates the hypothetical expenses that you would incur over various periods if you were to invest \$10,000 in the Fund's shares. This example assumes that the shares provide a return of 5% each year and that total annual fund operating expenses remain as stated in the preceding table. You would incur these hypothetical expenses whether or not you were to sell your shares at the end of the given period. Although your actual costs may be higher or lower, based on these assumptions your costs would be:

| 1 Year | 3 Years | 5 Years | 10 Years |
|--------|---------|---------|----------|
| \$10   | \$32    | \$56    | \$128    |

This example does not include the brokerage commissions that you may pay to buy and sell ETF Shares of the Fund.

## Portfolio Turnover

The Fund pays transaction costs, such as commissions, when it buys and sells securities (or “turns over” its portfolio). A higher portfolio turnover rate may indicate higher transaction costs and may result in more taxes when Fund shares are held in a taxable account. These costs, which are not reflected in annual fund operating expenses or in the previous expense example, reduce the Fund’s performance. During the most recent fiscal year, the Fund’s portfolio turnover rate was 31 % of the average value of its portfolio.

## Principal Investment Strategies

The Fund employs an indexing investment approach designed to track the performance of the S&P 500<sup>®</sup> Value Index, which represents the value companies, as determined by the index sponsor, of the S&P 500 Index. The Index measures the performance of large-capitalization value companies in the United States. The Fund attempts to replicate the target index by investing all, or substantially all, of its assets in the stocks that make up the Index, holding each stock in approximately the same proportion as its weighting in the Index.

## Principal Risks

An investment in the Fund could lose money over short or long periods of time. You should expect the Fund’s share price and total return to fluctuate within a wide range. The Fund is subject to the following risks, which could affect the Fund’s performance:

- *Stock market risk*, which is the chance that stock prices overall will decline. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices. The Fund’s target index tracks a subset of the U.S. stock market, which could cause the Fund to perform differently from the overall stock market. In addition, the Fund’s target index may, at times, become focused in stocks of a particular market sector, which would subject the Fund to proportionately higher exposure to the risks of that sector.
- *Investment style risk*, which is the chance that returns from the large-capitalization value stocks in which the Fund invests will trail returns from the overall stock market. Large-cap value stocks tend to go through cycles of doing better—or worse—than other segments of the stock market or the stock market in general. These periods have, in the past, lasted for as long as several years.

Because ETF Shares are traded on an exchange, they are subject to additional risks:

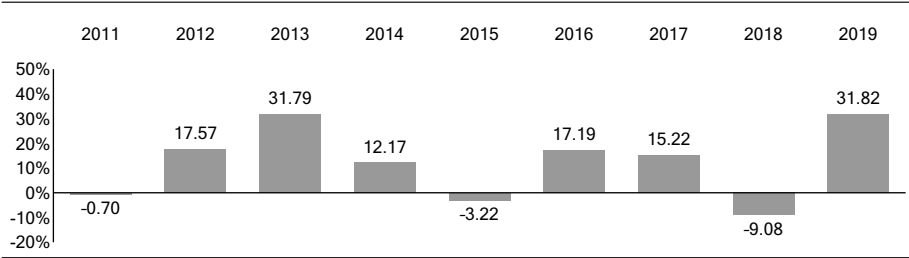
- The Fund's ETF Shares are listed for trading on NYSE Arca and are bought and sold on the secondary market at market prices. Although it is expected that the market price of an ETF Share typically will approximate its net asset value (NAV), there may be times when the market price and the NAV differ significantly. Thus, you may pay more or less than NAV when you buy ETF Shares on the secondary market, and you may receive more or less than NAV when you sell those shares.
- Although the Fund's ETF Shares are listed for trading on NYSE Arca, it is possible that an active trading market may not be maintained.
- Trading of the Fund's ETF Shares may be halted by the activation of individual or marketwide trading halts (which halt trading for a specific period of time when the price of a particular security or overall market prices decline by a specified percentage). Trading of the Fund's ETF Shares may also be halted if (1) the shares are delisted from NYSE Arca without first being listed on another exchange or (2) NYSE Arca officials determine that such action is appropriate in the interest of a fair and orderly market or for the protection of investors.

**An investment in the Fund is not a deposit of a bank and is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency.**

### **Annual Total Returns**

The following bar chart and table are intended to help you understand the risks of investing in the Fund. The bar chart shows how the performance of the Fund's ETF Shares (based on NAV) has varied from one calendar year to another over the periods shown. The table shows how the average annual total returns of the ETF Shares compare with those of the Fund's target index and another comparative index, which have investment characteristics similar to those of the Fund. Keep in mind that the Fund's past performance (before and after taxes) does not indicate how the Fund will perform in the future. Updated performance information is available on our website at [vanguard.com/performance](http://vanguard.com/performance) or by calling Vanguard toll-free at 800-662-7447.

Annual Total Returns — Vanguard S&P 500 Value Index Fund ETF Shares<sup>1</sup>



1 The year-to-date return as of the most recent calendar quarter, which ended on September 30, 2020, was -11.53%.

During the periods shown in the bar chart, the highest and lowest returns for a calendar quarter were:

|         | Total Return | Quarter            |
|---------|--------------|--------------------|
| Highest | 12.92%       | March 31, 2012     |
| Lowest  | -16.37%      | September 30, 2011 |

Average Annual Total Returns for Periods Ended December 31, 2019

|                                                             | 1 Year | 5 Years | Since Inception (Sept. 7, 2010) |
|-------------------------------------------------------------|--------|---------|---------------------------------|
| Vanguard S&P 500 Value Index Fund ETF Shares                |        |         |                                 |
| Based on NAV                                                |        |         |                                 |
| Return Before Taxes                                         | 31.82% | 9.39%   | 12.90%                          |
| Return After Taxes on Distributions                         | 31.10  | 8.78    | 12.35                           |
| Return After Taxes on Distributions and Sale of Fund Shares | 19.26  | 7.31    | 10.64                           |
| Based on Market Price                                       |        |         |                                 |
| Return Before Taxes                                         | 31.84  | 9.38    | 12.90                           |
| Comparative Indexes                                         |        |         |                                 |
| (reflect no deduction for fees, expenses, or taxes)         |        |         |                                 |
| S&P 500 Value Index                                         | 31.93% | 9.52%   | 13.06%                          |
| Dow Jones U.S. Total Stock Market Float Adjusted Index      | 30.90  | 11.18   | 14.46                           |

Actual after-tax returns depend on your tax situation and may differ from those shown in the preceding table. When after-tax returns are calculated, it is assumed that the shareholder was in the highest individual federal marginal income tax bracket at the time of each distribution of income or capital gains or upon redemption. State and local income taxes are not reflected in the calculations. Please note that after-tax returns are not relevant for a shareholder who holds fund shares in a tax-deferred account, such as an individual retirement

account or a 401(k) plan. Also, figures captioned *Return After Taxes on Distributions and Sale of Fund Shares* may be higher than other figures for the same period if a capital loss occurs upon redemption and results in an assumed tax deduction for the shareholder.

## **Investment Advisor**

The Vanguard Group, Inc. (Vanguard)

## **Portfolio Managers**

Donald M. Butler, CFA, Principal of Vanguard. He has co-managed the Fund since 2015.

Michelle Louie, CFA, Portfolio Manager at Vanguard. She has co-managed the Fund since 2017.

## **Purchase and Sale of Fund Shares**

ETF Shares may only be bought and sold in the secondary market through a brokerage firm. The price you pay or receive for ETF Shares will be the prevailing market price, which may be more (premium) or less (discount) than the NAV of the shares. The brokerage firm may charge you a commission to execute the transaction. Unless imposed by your brokerage firm, there is no minimum dollar amount you must invest and no minimum number of shares you must buy. ETF Shares of the Fund cannot be directly purchased from or redeemed with the Fund, except by certain authorized broker-dealers. These broker-dealers may purchase and redeem ETF Shares only in large blocks (Creation Units), typically in exchange for baskets of securities.

An investor may incur costs attributable to the difference between the highest price a buyer is willing to pay to purchase ETF Shares (bid) and the lowest price a seller is willing to accept for ETF Shares (ask) when buying or selling shares in the secondary market (bid-ask spread). Recent information, including information on the Fund's NAV, market price, premiums and discounts, and bid-ask spreads, is available online at [www.vanguard.com](http://www.vanguard.com).

## **Tax Information**

The Fund's distributions may be taxable as ordinary income or capital gain. If you are investing through a tax-advantaged account, such as an IRA or an employer-sponsored retirement or savings plan, special tax rules apply.

### **Payments to Financial Intermediaries**

The Fund and its investment advisor do not pay financial intermediaries for sales of Fund shares.

# Vanguard S&P 500 Growth ETF

## Investment Objective

The Fund seeks to track the performance of a benchmark index that measures the investment return of large-capitalization growth stocks in the United States.

## Fees and Expenses

The following table describes the fees and expenses you may pay if you buy, hold, and sell ETF Shares of the Fund. You may pay other fees, such as brokerage commissions and other fees to financial intermediaries, which are not reflected in the table and example below.

### Shareholder Fees

(Fees paid directly from your investment)

|                                             |                                          |
|---------------------------------------------|------------------------------------------|
| Transaction Fee on Purchases and Sales      | None through Vanguard (Broker fees vary) |
| Transaction Fee on Reinvested Dividends     | None through Vanguard (Broker fees vary) |
| Transaction Fee on Conversion to ETF Shares | None through Vanguard (Broker fees vary) |

### Annual Fund Operating Expenses

(Expenses that you pay each year as a percentage of the value of your investment)

|                                      |       |
|--------------------------------------|-------|
| Management Fees                      | 0.09% |
| 12b-1 Distribution Fee               | None  |
| Other Expenses                       | 0.01% |
| Total Annual Fund Operating Expenses | 0.10% |

### Example

The following example is intended to help you compare the cost of investing in the Fund's ETF Shares with the cost of investing in other funds. It illustrates the hypothetical expenses that you would incur over various periods if you were to invest \$10,000 in the Fund's shares. This example assumes that the shares provide a return of 5% each year and that total annual fund operating expenses remain as stated in the preceding table. You would incur these hypothetical expenses whether or not you were to sell your shares at the end of the given period. Although your actual costs may be higher or lower, based on these assumptions your costs would be:

| 1 Year | 3 Years | 5 Years | 10 Years |
|--------|---------|---------|----------|
| \$10   | \$32    | \$56    | \$128    |

This example does not include the brokerage commissions that you may pay to buy and sell ETF Shares of the Fund.

## Portfolio Turnover

The Fund pays transaction costs, such as commissions, when it buys and sells securities (or “turns over” its portfolio). A higher portfolio turnover rate may indicate higher transaction costs and may result in more taxes when Fund shares are held in a taxable account. These costs, which are not reflected in annual fund operating expenses or in the previous expense example, reduce the Fund’s performance. During the most recent fiscal year, the Fund’s portfolio turnover rate was 24% of the average value of its portfolio.

## Principal Investment Strategies

The Fund employs an indexing investment approach designed to track the performance of the S&P 500<sup>®</sup> Growth Index, which represents the growth companies, as determined by the index sponsor, of the S&P 500 Index. The Index measures the performance of large-capitalization growth companies in the United States. The Fund attempts to replicate the target index by investing all, or substantially all, of its assets in the stocks that make up the Index, holding each stock in approximately the same proportion as its weighting in the Index. The Fund may become nondiversified, as defined under the Investment Company Act of 1940, solely as a result of a change in relative market capitalization or index weighting of one or more constituents of the Index.

## Principal Risks

An investment in the Fund could lose money over short or long periods of time. You should expect the Fund’s share price and total return to fluctuate within a wide range. The Fund is subject to the following risks, which could affect the Fund’s performance:

- *Stock market risk*, which is the chance that stock prices overall will decline. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices. The Fund’s target index tracks a subset of the U.S. stock market, which could cause the Fund to perform differently from the overall stock market. In addition, the Fund’s target index may, at times, become focused in stocks of a particular market sector, which would subject the Fund to proportionately higher exposure to the risks of that sector.
- *Investment style risk*, which is the chance that returns from the large-capitalization growth stocks in which the Fund invests will trail returns from the overall stock market. Large-cap growth stocks tend to go through cycles of doing better—or worse—than other segments of the stock market or the stock

market in general. These periods have, in the past, lasted for as long as several years.

- *Nondiversification risk.* In order to closely track the composition of the Fund's target index, the Fund's total assets are invested in multiple issuers representing more than 5% of the Fund's total assets. As a result, the Fund may become nondiversified under the Investment Company Act of 1940, although it continues to hold multiple stocks across a number of sectors. The Fund's performance may be hurt disproportionately by the poor performance of relatively few stocks, or even a single stock, and the Fund's shares may experience significant fluctuations in value.
- *Sector risk,* which is the chance that significant problems will affect a particular sector, or that returns from that sector will trail returns from the overall stock market. Daily fluctuations in specific market sectors are often more extreme or volatile than fluctuations in the overall market. Because a significant portion of the Fund's assets are invested in the information technology sector, the Fund's performance is impacted by the general condition of that sector. Companies in the information technology sector could be affected by, among other things, overall economic conditions, short product cycles, rapid obsolescence of products, competition, and government regulation. Sector risk is expected to be high for the Fund.

Because ETF Shares are traded on an exchange, they are subject to additional risks:

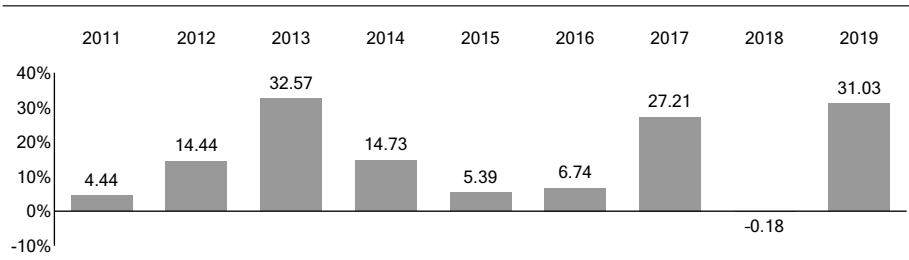
- The Fund's ETF Shares are listed for trading on NYSE Arca and are bought and sold on the secondary market at market prices. Although it is expected that the market price of an ETF Share typically will approximate its net asset value (NAV), there may be times when the market price and the NAV differ significantly. Thus, you may pay more or less than NAV when you buy ETF Shares on the secondary market, and you may receive more or less than NAV when you sell those shares.
- Although the Fund's ETF Shares are listed for trading on NYSE Arca, it is possible that an active trading market may not be maintained.
- Trading of the Fund's ETF Shares may be halted by the activation of individual or marketwide trading halts (which halt trading for a specific period of time when the price of a particular security or overall market prices decline by a specified percentage). Trading of the Fund's ETF Shares may also be halted if (1) the shares are delisted from NYSE Arca without first being listed on another exchange or (2) NYSE Arca officials determine that such action is appropriate in the interest of a fair and orderly market or for the protection of investors.

An investment in the Fund is not a deposit of a bank and is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency.

Annual Total Returns

The following bar chart and table are intended to help you understand the risks of investing in the Fund. The bar chart shows how the performance of the Fund's ETF Shares (based on NAV) has varied from one calendar year to another over the periods shown. The table shows how the average annual total returns of the ETF Shares compare with those of the Fund's target index and another comparative index, which have investment characteristics similar to those of the Fund. Keep in mind that the Fund's past performance (before and after taxes) does not indicate how the Fund will perform in the future. Updated performance information is available on our website at [vanguard.com/performance](http://vanguard.com/performance) or by calling Vanguard toll-free at 800-662-7447.

Annual Total Returns — Vanguard S&P 500 Growth Index Fund ETF Shares<sup>1</sup>



<sup>1</sup> The year-to-date return as of the most recent calendar quarter, which ended on September 30, 2020, was 20.50%. During the periods shown in the bar chart, the highest and lowest returns for a calendar quarter were:

|         | Total Return | Quarter           |
|---------|--------------|-------------------|
| Highest | 14.92%       | March 31, 2019    |
| Lowest  | -14.74%      | December 31, 2018 |

## Average Annual Total Returns for Periods Ended December 31, 2019

|                                                             | 1 Year | 5 Years | Since<br>Inception<br>(Sept. 7,<br>2010) |
|-------------------------------------------------------------|--------|---------|------------------------------------------|
| <b>Vanguard S&amp;P 500 Growth Index Fund ETF Shares</b>    |        |         |                                          |
| <i>Based on NAV</i>                                         |        |         |                                          |
| Return Before Taxes                                         | 31.03% | 13.36%  | 16.01%                                   |
| Return After Taxes on Distributions                         | 30.61  | 12.98   | 15.64                                    |
| Return After Taxes on Distributions and Sale of Fund Shares | 18.63  | 10.63   | 13.46                                    |
| <i>Based on Market Price</i>                                |        |         |                                          |
| Return Before Taxes                                         | 31.06  | 13.34   | 16.01                                    |
| <b>Comparative Indexes</b>                                  |        |         |                                          |
| (reflect no deduction for fees, expenses, or taxes)         |        |         |                                          |
| S&P 500 Growth Index                                        | 31.13% | 13.52%  | 16.18%                                   |
| Dow Jones U.S. Total Stock Market Float Adjusted Index      | 30.90  | 11.18   | 14.46                                    |

Actual after-tax returns depend on your tax situation and may differ from those shown in the preceding table. When after-tax returns are calculated, it is assumed that the shareholder was in the highest individual federal marginal income tax bracket at the time of each distribution of income or capital gains or upon redemption. State and local income taxes are not reflected in the calculations. Please note that after-tax returns are not relevant for a shareholder who holds fund shares in a tax-deferred account, such as an individual retirement account or a 401(k) plan. Also, figures captioned *Return After Taxes on Distributions and Sale of Fund Shares* may be higher than other figures for the same period if a capital loss occurs upon redemption and results in an assumed tax deduction for the shareholder.

## **Investment Advisor**

The Vanguard Group, Inc. (Vanguard)

## **Portfolio Managers**

Donald M. Butler, CFA, Principal of Vanguard. He has co-managed the Fund since 2015.

Michelle Louie, CFA, Portfolio Manager at Vanguard. She has co-managed the Fund since 2017.

## **Purchase and Sale of Fund Shares**

ETF Shares may only be bought and sold in the secondary market through a brokerage firm. The price you pay or receive for ETF Shares will be the prevailing market price, which may be more (premium) or less (discount) than the NAV of the shares. The brokerage firm may charge you a commission to execute the transaction. Unless imposed by your brokerage firm, there is no minimum dollar amount you must invest and no minimum number of shares you must buy. ETF Shares of the Fund cannot be directly purchased from or redeemed with the Fund, except by certain authorized broker-dealers. These broker-dealers may purchase and redeem ETF Shares only in large blocks (Creation Units), typically in exchange for baskets of securities.

An investor may incur costs attributable to the difference between the highest price a buyer is willing to pay to purchase ETF Shares (bid) and the lowest price a seller is willing to accept for ETF Shares (ask) when buying or selling shares in the secondary market (bid-ask spread). Recent information, including information on the Fund's NAV, market price, premiums and discounts, and bid-ask spreads, is available online at [www.vanguard.com](http://www.vanguard.com).

## **Tax Information**

The Fund's distributions may be taxable as ordinary income or capital gain. If you are investing through a tax-advantaged account, such as an IRA or an employer-sponsored retirement or savings plan, special tax rules apply.

## **Payments to Financial Intermediaries**

The Fund and its investment advisor do not pay financial intermediaries for sales of Fund shares.

# Vanguard S&P Mid-Cap 400 ETF

## Investment Objective

The Fund seeks to track the performance of a benchmark index that measures the investment return of mid-capitalization stocks in the United States.

## Fees and Expenses

The following table describes the fees and expenses you may pay if you buy, hold, and sell ETF Shares of the Fund. You may pay other fees, such as brokerage commissions and other fees to financial intermediaries, which are not reflected in the table and example below.

### Shareholder Fees

(Fees paid directly from your investment)

|                                             |                                          |
|---------------------------------------------|------------------------------------------|
| Transaction Fee on Purchases and Sales      | None through Vanguard (Broker fees vary) |
| Transaction Fee on Reinvested Dividends     | None through Vanguard (Broker fees vary) |
| Transaction Fee on Conversion to ETF Shares | None through Vanguard (Broker fees vary) |

### Annual Fund Operating Expenses

(Expenses that you pay each year as a percentage of the value of your investment)

|                                      |       |
|--------------------------------------|-------|
| Management Fees                      | 0.09% |
| 12b-1 Distribution Fee               | None  |
| Other Expenses                       | 0.01% |
| Total Annual Fund Operating Expenses | 0.10% |

### Example

The following example is intended to help you compare the cost of investing in the Fund's ETF Shares with the cost of investing in other funds. It illustrates the hypothetical expenses that you would incur over various periods if you were to invest \$10,000 in the Fund's shares. This example assumes that the shares provide a return of 5% each year and that total annual fund operating expenses remain as stated in the preceding table. You would incur these hypothetical expenses whether or not you were to sell your shares at the end of the given period. Although your actual costs may be higher or lower, based on these assumptions your costs would be:

| 1 Year | 3 Years | 5 Years | 10 Years |
|--------|---------|---------|----------|
| \$10   | \$32    | \$56    | \$128    |

This example does not include the brokerage commissions that you may pay to buy and sell ETF Shares of the Fund.

## Portfolio Turnover

The Fund pays transaction costs, such as commissions, when it buys and sells securities (or “turns over” its portfolio). A higher portfolio turnover rate may indicate higher transaction costs and may result in more taxes when Fund shares are held in a taxable account. These costs, which are not reflected in annual fund operating expenses or in the previous expense example, reduce the Fund’s performance. During the most recent fiscal year, the Fund’s portfolio turnover rate was 17% of the average value of its portfolio.

## Principal Investment Strategies

The Fund employs an indexing investment approach designed to track the performance of the S&P MidCap 400® Index. The Index measures the performance of mid-size companies in the United States. The Fund attempts to replicate the target index by investing all, or substantially all, of its assets in the stocks that make up the Index, holding each stock in approximately the same proportion as its weighting in the Index.

## Principal Risks

An investment in the Fund could lose money over short or long periods of time. You should expect the Fund’s share price and total return to fluctuate within a wide range. The Fund is subject to the following risks, which could affect the Fund’s performance:

- *Stock market risk*, which is the chance that stock prices overall will decline. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices. The Fund’s target index tracks a subset of the U.S. stock market, which could cause the Fund to perform differently from the overall stock market. In addition, the Fund’s target index may, at times, become focused in stocks of a particular market sector, which would subject the Fund to proportionately higher exposure to the risks of that sector.
- *Investment style risk*, which is the chance that returns from the mid-capitalization stocks in which the Fund invests will trail returns from the overall stock market. Historically, mid-cap stocks have been more volatile in price than the large-cap stocks that dominate the overall market, and they often perform quite differently. The stock prices of mid-size companies tend to experience greater volatility because, among other things, these companies tend to be more sensitive to changing economic conditions.

Because ETF Shares are traded on an exchange, they are subject to additional risks:

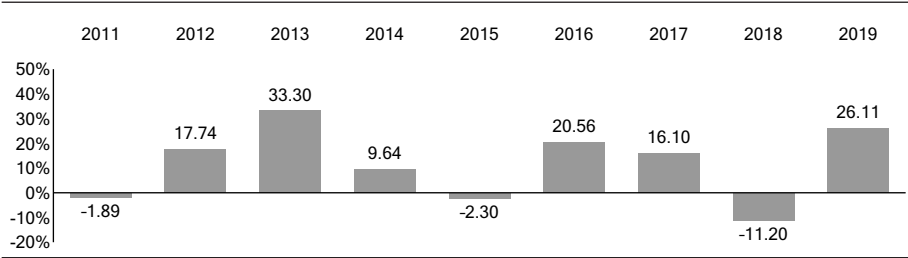
- The Fund's ETF Shares are listed for trading on NYSE Arca and are bought and sold on the secondary market at market prices. Although it is expected that the market price of an ETF Share typically will approximate its net asset value (NAV), there may be times when the market price and the NAV differ significantly. Thus, you may pay more or less than NAV when you buy ETF Shares on the secondary market, and you may receive more or less than NAV when you sell those shares.
- Although the Fund's ETF Shares are listed for trading on NYSE Arca, it is possible that an active trading market may not be maintained.
- Trading of the Fund's ETF Shares may be halted by the activation of individual or marketwide trading halts (which halt trading for a specific period of time when the price of a particular security or overall market prices decline by a specified percentage). Trading of the Fund's ETF Shares may also be halted if (1) the shares are delisted from NYSE Arca without first being listed on another exchange or (2) NYSE Arca officials determine that such action is appropriate in the interest of a fair and orderly market or for the protection of investors.

**An investment in the Fund is not a deposit of a bank and is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency.**

### **Annual Total Returns**

The following bar chart and table are intended to help you understand the risks of investing in the Fund. The bar chart shows how the performance of the Fund's ETF Shares (based on NAV) has varied from one calendar year to another over the periods shown. The table shows how the average annual total returns of the ETF Shares compare with those of the Fund's target index and another comparative index, which have investment characteristics similar to those of the Fund. Keep in mind that the Fund's past performance (before and after taxes) does not indicate how the Fund will perform in the future. Updated performance information is available on our website at [vanguard.com/performance](http://vanguard.com/performance) or by calling Vanguard toll-free at 800-662-7447.

Annual Total Returns — Vanguard S&P Mid-Cap 400 Index Fund ETF Shares<sup>1</sup>



1 The year-to-date return as of the most recent calendar quarter, which ended on September 30, 2020, was -8.70%. During the periods shown in the bar chart, the highest and lowest returns for a calendar quarter were:

|         | Total Return | Quarter            |
|---------|--------------|--------------------|
| Highest | 14.45%       | March 31, 2019     |
| Lowest  | -19.93%      | September 30, 2011 |

Average Annual Total Returns for Periods Ended December 31, 2019

|                                                             | 1 Year | 5 Years | Since Inception (Sept. 7, 2010) |
|-------------------------------------------------------------|--------|---------|---------------------------------|
| Vanguard S&P Mid-Cap 400 Index Fund ETF Shares              |        |         |                                 |
| Based on NAV                                                |        |         |                                 |
| Return Before Taxes                                         | 26.11% | 8.90%   | 12.99%                          |
| Return After Taxes on Distributions                         | 25.58  | 8.48    | 12.64                           |
| Return After Taxes on Distributions and Sale of Fund Shares | 15.70  | 6.93    | 10.75                           |
| Based on Market Price                                       |        |         |                                 |
| Return Before Taxes                                         | 26.18  | 8.90    | 12.99                           |
| Comparative Indexes                                         |        |         |                                 |
| (reflect no deduction for fees, expenses, or taxes)         |        |         |                                 |
| S&P MidCap 400 Index                                        | 26.20% | 9.03%   | 13.13%                          |
| Dow Jones U.S. Total Stock Market Float Adjusted Index      | 30.90  | 11.18   | 14.46                           |

Actual after-tax returns depend on your tax situation and may differ from those shown in the preceding table. When after-tax returns are calculated, it is assumed that the shareholder was in the highest individual federal marginal income tax bracket at the time of each distribution of income or capital gains or upon redemption. State and local income taxes are not reflected in the calculations. Please note that after-tax returns are not relevant for a shareholder who holds fund shares in a tax-deferred account, such as an individual retirement

account or a 401(k) plan. Also, figures captioned *Return After Taxes on Distributions and Sale of Fund Shares* may be higher than other figures for the same period if a capital loss occurs upon redemption and results in an assumed tax deduction for the shareholder.

## **Investment Advisor**

The Vanguard Group, Inc. (Vanguard)

## **Portfolio Managers**

William A. Coleman, CFA, Portfolio Manager at Vanguard. He has co-managed the Fund since 2015.

Awais Khan, CFA, Portfolio Manager at Vanguard. He has co-managed the Fund since 2017.

## **Purchase and Sale of Fund Shares**

ETF Shares may only be bought and sold in the secondary market through a brokerage firm. The price you pay or receive for ETF Shares will be the prevailing market price, which may be more (premium) or less (discount) than the NAV of the shares. The brokerage firm may charge you a commission to execute the transaction. Unless imposed by your brokerage firm, there is no minimum dollar amount you must invest and no minimum number of shares you must buy. ETF Shares of the Fund cannot be directly purchased from or redeemed with the Fund, except by certain authorized broker-dealers. These broker-dealers may purchase and redeem ETF Shares only in large blocks (Creation Units), typically in exchange for baskets of securities.

An investor may incur costs attributable to the difference between the highest price a buyer is willing to pay to purchase ETF Shares (bid) and the lowest price a seller is willing to accept for ETF Shares (ask) when buying or selling shares in the secondary market (bid-ask spread). Recent information, including information on the Fund's NAV, market price, premiums and discounts, and bid-ask spreads, is available online at [www.vanguard.com](http://www.vanguard.com).

## **Tax Information**

The Fund's distributions may be taxable as ordinary income or capital gain. If you are investing through a tax-advantaged account, such as an IRA or an employer-sponsored retirement or savings plan, special tax rules apply.

### **Payments to Financial Intermediaries**

The Fund and its investment advisor do not pay financial intermediaries for sales of Fund shares.

# Vanguard S&P Mid-Cap 400 Value ETF

## Investment Objective

The Fund seeks to track the performance of a benchmark index that measures the investment return of mid-capitalization value stocks in the United States.

## Fees and Expenses

The following table describes the fees and expenses you may pay if you buy, hold, and sell ETF Shares of the Fund. You may pay other fees, such as brokerage commissions and other fees to financial intermediaries, which are not reflected in the table and example below.

### Shareholder Fees

(Fees paid directly from your investment)

|                                             |                                          |
|---------------------------------------------|------------------------------------------|
| Transaction Fee on Purchases and Sales      | None through Vanguard (Broker fees vary) |
| Transaction Fee on Reinvested Dividends     | None through Vanguard (Broker fees vary) |
| Transaction Fee on Conversion to ETF Shares | None through Vanguard (Broker fees vary) |

### Annual Fund Operating Expenses

(Expenses that you pay each year as a percentage of the value of your investment)

|                                      |       |
|--------------------------------------|-------|
| Management Fees                      | 0.14% |
| 12b-1 Distribution Fee               | None  |
| Other Expenses                       | 0.01% |
| Total Annual Fund Operating Expenses | 0.15% |

### Example

The following example is intended to help you compare the cost of investing in the Fund's ETF Shares with the cost of investing in other funds. It illustrates the hypothetical expenses that you would incur over various periods if you were to invest \$10,000 in the Fund's shares. This example assumes that the shares provide a return of 5% each year and that total annual fund operating expenses remain as stated in the preceding table. You would incur these hypothetical expenses whether or not you were to sell your shares at the end of the given period. Although your actual costs may be higher or lower, based on these assumptions your costs would be:

| 1 Year | 3 Years | 5 Years | 10 Years |
|--------|---------|---------|----------|
| \$15   | \$49    | \$85    | \$193    |

This example does not include the brokerage commissions that you may pay to buy and sell ETF Shares of the Fund.

## Portfolio Turnover

The Fund pays transaction costs, such as commissions, when it buys and sells securities (or “turns over” its portfolio). A higher portfolio turnover rate may indicate higher transaction costs and may result in more taxes when Fund shares are held in a taxable account. These costs, which are not reflected in annual fund operating expenses or in the previous expense example, reduce the Fund’s performance. During the most recent fiscal year, the Fund’s portfolio turnover rate was 51 % of the average value of its portfolio.

## Principal Investment Strategies

The Fund employs an indexing investment approach designed to track the performance of the S&P MidCap 400<sup>®</sup> Value Index, which represents the value companies, as determined by the index sponsor, of the S&P MidCap 400 Index. The Index measures the performance of mid-size value companies in the United States. The Fund attempts to replicate the target index by investing all, or substantially all, of its assets in the stocks that make up the Index, holding each stock in approximately the same proportion as its weighting in the Index.

## Principal Risks

An investment in the Fund could lose money over short or long periods of time. You should expect the Fund’s share price and total return to fluctuate within a wide range. The Fund is subject to the following risks, which could affect the Fund’s performance:

- *Stock market risk*, which is the chance that stock prices overall will decline. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices. The Fund’s target index tracks a subset of the U.S. stock market, which could cause the Fund to perform differently from the overall stock market. In addition, the Fund’s target index may, at times, become focused in stocks of a particular market sector, which would subject the Fund to proportionately higher exposure to the risks of that sector.
- *Investment style risk*, which is the chance that returns from the mid-capitalization value stocks in which the Fund invests will trail returns from the overall stock market. Historically, mid-cap stocks have been more volatile in price than the large-cap stocks that dominate the overall market, and they often perform quite differently. The stock prices of mid-size companies tend to experience greater volatility because, among other things, these companies tend to be more sensitive to changing economic conditions.

Because ETF Shares are traded on an exchange, they are subject to additional risks:

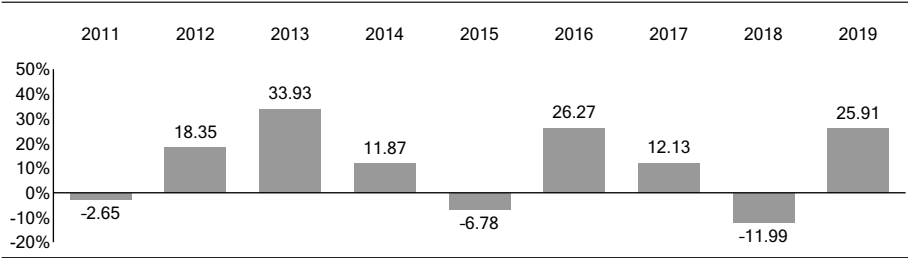
- The Fund's ETF Shares are listed for trading on NYSE Arca and are bought and sold on the secondary market at market prices. Although it is expected that the market price of an ETF Share typically will approximate its net asset value (NAV), there may be times when the market price and the NAV differ significantly. Thus, you may pay more or less than NAV when you buy ETF Shares on the secondary market, and you may receive more or less than NAV when you sell those shares.
- Although the Fund's ETF Shares are listed for trading on NYSE Arca, it is possible that an active trading market may not be maintained.
- Trading of the Fund's ETF Shares may be halted by the activation of individual or marketwide trading halts (which halt trading for a specific period of time when the price of a particular security or overall market prices decline by a specified percentage). Trading of the Fund's ETF Shares may also be halted if (1) the shares are delisted from NYSE Arca without first being listed on another exchange or (2) NYSE Arca officials determine that such action is appropriate in the interest of a fair and orderly market or for the protection of investors.

**An investment in the Fund is not a deposit of a bank and is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency.**

### **Annual Total Returns**

The following bar chart and table are intended to help you understand the risks of investing in the Fund. The bar chart shows how the performance of the Fund's ETF Shares (based on NAV) has varied from one calendar year to another over the periods shown. The table shows how the average annual total returns of the ETF Shares compare with those of the Fund's target index and another comparative index, which have investment characteristics similar to those of the Fund. Keep in mind that the Fund's past performance (before and after taxes) does not indicate how the Fund will perform in the future. Updated performance information is available on our website at [vanguard.com/performance](http://vanguard.com/performance) or by calling Vanguard toll-free at 800-662-7447.

Annual Total Returns — Vanguard S&P Mid-Cap 400 Value Index Fund ETF Shares<sup>1</sup>



1 The year-to-date return as of the most recent calendar quarter, which ended on September 30, 2020, was -19.43%.

During the periods shown in the bar chart, the highest and lowest returns for a calendar quarter were:

|         | Total Return | Quarter            |
|---------|--------------|--------------------|
| Highest | 15.79%       | December 31, 2011  |
| Lowest  | -20.98%      | September 30, 2011 |

Average Annual Total Returns for Periods Ended December 31, 2019

|                                                             | 1 Year | 5 Years | Since Inception (Sept. 7, 2010) |
|-------------------------------------------------------------|--------|---------|---------------------------------|
| Vanguard S&P Mid-Cap 400 Value Index Fund ETF Shares        |        |         |                                 |
| Based on NAV                                                |        |         |                                 |
| Return Before Taxes                                         | 25.91% | 7.90%   | 12.50%                          |
| Return After Taxes on Distributions                         | 25.36  | 7.46    | 12.10                           |
| Return After Taxes on Distributions and Sale of Fund Shares | 15.68  | 6.14    | 10.32                           |
| Based on Market Price                                       |        |         |                                 |
| Return Before Taxes                                         | 25.98  | 7.90    | 12.50                           |
| Comparative Indexes                                         |        |         |                                 |
| (reflect no deduction for fees, expenses, or taxes)         |        |         |                                 |
| S&P MidCap 400 Value Index                                  | 26.08% | 8.07%   | 12.70%                          |
| Dow Jones U.S. Total Stock Market Float Adjusted Index      | 30.90  | 11.18   | 14.46                           |

Actual after-tax returns depend on your tax situation and may differ from those shown in the preceding table. When after-tax returns are calculated, it is assumed that the shareholder was in the highest individual federal marginal income tax bracket at the time of each distribution of income or capital gains or upon redemption. State and local income taxes are not reflected in the calculations. Please note that after-tax returns are not relevant for a shareholder

who holds fund shares in a tax-deferred account, such as an individual retirement account or a 401(k) plan. Also, figures captioned *Return After Taxes on Distributions and Sale of Fund Shares* may be higher than other figures for the same period if a capital loss occurs upon redemption and results in an assumed tax deduction for the shareholder.

## **Investment Advisor**

The Vanguard Group, Inc. (Vanguard)

### **Portfolio Managers**

William A. Coleman, CFA, Portfolio Manager at Vanguard. He has co-managed the Fund since 2015.

Awais Khan, CFA, Portfolio Manager at Vanguard. He has co-managed the Fund since 2017.

## **Purchase and Sale of Fund Shares**

ETF Shares may only be bought and sold in the secondary market through a brokerage firm. The price you pay or receive for ETF Shares will be the prevailing market price, which may be more (premium) or less (discount) than the NAV of the shares. The brokerage firm may charge you a commission to execute the transaction. Unless imposed by your brokerage firm, there is no minimum dollar amount you must invest and no minimum number of shares you must buy. ETF Shares of the Fund cannot be directly purchased from or redeemed with the Fund, except by certain authorized broker-dealers. These broker-dealers may purchase and redeem ETF Shares only in large blocks (Creation Units), typically in exchange for baskets of securities.

An investor may incur costs attributable to the difference between the highest price a buyer is willing to pay to purchase ETF Shares (bid) and the lowest price a seller is willing to accept for ETF Shares (ask) when buying or selling shares in the secondary market (bid-ask spread). Recent information, including information on the Fund's NAV, market price, premiums and discounts, and bid-ask spreads, is available online at [www.vanguard.com](http://www.vanguard.com).

## **Tax Information**

The Fund's distributions may be taxable as ordinary income or capital gain. If you are investing through a tax-advantaged account, such as an IRA or an employer-sponsored retirement or savings plan, special tax rules apply.

**Payments to Financial Intermediaries**

The Fund and its investment advisor do not pay financial intermediaries for sales of Fund shares.

# Vanguard S&P Mid-Cap 400 Growth ETF

## Investment Objective

The Fund seeks to track the performance of a benchmark index that measures the investment return of mid-capitalization growth stocks in the United States.

## Fees and Expenses

The following table describes the fees and expenses you may pay if you buy, hold, and sell ETF Shares of the Fund. You may pay other fees, such as brokerage commissions and other fees to financial intermediaries, which are not reflected in the table and example below.

### Shareholder Fees

(Fees paid directly from your investment)

|                                             |                                          |
|---------------------------------------------|------------------------------------------|
| Transaction Fee on Purchases and Sales      | None through Vanguard (Broker fees vary) |
| Transaction Fee on Reinvested Dividends     | None through Vanguard (Broker fees vary) |
| Transaction Fee on Conversion to ETF Shares | None through Vanguard (Broker fees vary) |

### Annual Fund Operating Expenses

(Expenses that you pay each year as a percentage of the value of your investment)

|                                      |       |
|--------------------------------------|-------|
| Management Fees                      | 0.14% |
| 12b-1 Distribution Fee               | None  |
| Other Expenses                       | 0.01% |
| Total Annual Fund Operating Expenses | 0.15% |

### Example

The following example is intended to help you compare the cost of investing in the Fund's ETF Shares with the cost of investing in other funds. It illustrates the hypothetical expenses that you would incur over various periods if you were to invest \$10,000 in the Fund's shares. This example assumes that the shares provide a return of 5% each year and that total annual fund operating expenses remain as stated in the preceding table. You would incur these hypothetical expenses whether or not you were to sell your shares at the end of the given period. Although your actual costs may be higher or lower, based on these assumptions your costs would be:

| 1 Year | 3 Years | 5 Years | 10 Years |
|--------|---------|---------|----------|
| \$15   | \$48    | \$85    | \$192    |

This example does not include the brokerage commissions that you may pay to buy and sell ETF Shares of the Fund.

### Portfolio Turnover

The Fund pays transaction costs, such as commissions, when it buys and sells securities (or “turns over” its portfolio). A higher portfolio turnover rate may indicate higher transaction costs and may result in more taxes when Fund shares are held in a taxable account. These costs, which are not reflected in annual fund operating expenses or in the previous expense example, reduce the Fund’s performance. During the most recent fiscal year, the Fund’s portfolio turnover rate was 49% of the average value of its portfolio.

### Principal Investment Strategies

The Fund employs an indexing investment approach designed to track the performance of the S&P MidCap 400<sup>®</sup> Growth Index, which represents the growth companies, as determined by the index sponsor, of the S&P MidCap 400 Index. The Index measures the performance of mid-size growth companies in the United States. The Fund attempts to replicate the target index by investing all, or substantially all, of its assets in the stocks that make up the Index, holding each stock in approximately the same proportion as its weighting in the Index.

### Principal Risks

An investment in the Fund could lose money over short or long periods of time. You should expect the Fund’s share price and total return to fluctuate within a wide range. The Fund is subject to the following risks, which could affect the Fund’s performance:

- *Stock market risk*, which is the chance that stock prices overall will decline. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices. The Fund’s target index tracks a subset of the U.S. stock market, which could cause the Fund to perform differently from the overall stock market. In addition, the Fund’s target index may, at times, become focused in stocks of a particular market sector, which would subject the Fund to proportionately higher exposure to the risks of that sector.
- *Investment style risk*, which is the chance that returns from the mid-capitalization growth stocks in which the Fund invests will trail returns from the overall stock market. Historically, mid-cap stocks have been more volatile in price than the large-cap stocks that dominate the overall market, and they often perform quite differently. The stock prices of mid-size companies tend to experience greater volatility because, among other things, these companies tend to be more sensitive to changing economic conditions.

Because ETF Shares are traded on an exchange, they are subject to additional risks:

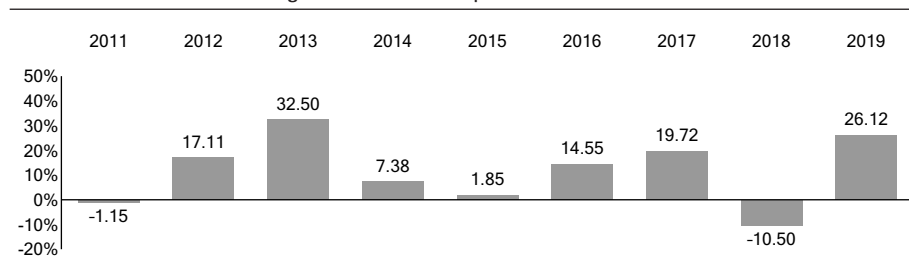
- The Fund's ETF Shares are listed for trading on NYSE Arca and are bought and sold on the secondary market at market prices. Although it is expected that the market price of an ETF Share typically will approximate its net asset value (NAV), there may be times when the market price and the NAV differ significantly. Thus, you may pay more or less than NAV when you buy ETF Shares on the secondary market, and you may receive more or less than NAV when you sell those shares.
- Although the Fund's ETF Shares are listed for trading on NYSE Arca, it is possible that an active trading market may not be maintained.
- Trading of the Fund's ETF Shares may be halted by the activation of individual or marketwide trading halts (which halt trading for a specific period of time when the price of a particular security or overall market prices decline by a specified percentage). Trading of the Fund's ETF Shares may also be halted if (1) the shares are delisted from NYSE Arca without first being listed on another exchange or (2) NYSE Arca officials determine that such action is appropriate in the interest of a fair and orderly market or for the protection of investors.

**An investment in the Fund is not a deposit of a bank and is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency.**

### **Annual Total Returns**

The following bar chart and table are intended to help you understand the risks of investing in the Fund. The bar chart shows how the performance of the Fund's ETF Shares (based on NAV) has varied from one calendar year to another over the periods shown. The table shows how the average annual total returns of the ETF Shares compare with those of the Fund's target index and another comparative index, which have investment characteristics similar to those of the Fund. Keep in mind that the Fund's past performance (before and after taxes) does not indicate how the Fund will perform in the future. Updated performance information is available on our website at [vanguard.com/performance](http://vanguard.com/performance) or by calling Vanguard toll-free at 800-662-7447.

## Annual Total Returns — Vanguard S&P Mid-Cap 400 Growth Index Fund ETF Shares<sup>1</sup>



<sup>1</sup> The year-to-date return as of the most recent calendar quarter, which ended on September 30, 2020, was 1.26%.

During the periods shown in the bar chart, the highest and lowest returns for a calendar quarter were:

|         | Total Return | Quarter            |
|---------|--------------|--------------------|
| Highest | 14.89%       | March 31, 2019     |
| Lowest  | -18.88%      | September 30, 2011 |

## Average Annual Total Returns for Periods Ended December 31, 2019

|                                                                  | 1 Year | 5 Years | Since Inception (Sept. 7, 2010) |
|------------------------------------------------------------------|--------|---------|---------------------------------|
| <b>Vanguard S&amp;P Mid-Cap 400 Growth Index Fund ETF Shares</b> |        |         |                                 |
| <i>Based on NAV</i>                                              |        |         |                                 |
| Return Before Taxes                                              | 26.12% | 9.54%   | 13.23%                          |
| Return After Taxes on Distributions                              | 25.71  | 9.23    | 12.98                           |
| Return After Taxes on Distributions and Sale of Fund Shares      | 15.65  | 7.47    | 11.00                           |
| <i>Based on Market Price</i>                                     |        |         |                                 |
| Return Before Taxes                                              | 26.24  | 9.53    | 13.23                           |
| <b>Comparative Indexes</b>                                       |        |         |                                 |
| (reflect no deduction for fees, expenses, or taxes)              |        |         |                                 |
| S&P MidCap 400 Growth Index                                      | 26.29% | 9.72%   | 13.43%                          |
| Dow Jones U.S. Total Stock Market Float Adjusted Index           | 30.90  | 11.18   | 14.46                           |

Actual after-tax returns depend on your tax situation and may differ from those shown in the preceding table. When after-tax returns are calculated, it is assumed that the shareholder was in the highest individual federal marginal income tax bracket at the time of each distribution of income or capital gains or upon redemption. State and local income taxes are not reflected in the calculations. Please note that after-tax returns are not relevant for a shareholder

who holds fund shares in a tax-deferred account, such as an individual retirement account or a 401(k) plan. Also, figures captioned *Return After Taxes on Distributions and Sale of Fund Shares* may be higher than other figures for the same period if a capital loss occurs upon redemption and results in an assumed tax deduction for the shareholder.

## **Investment Advisor**

The Vanguard Group, Inc. (Vanguard)

## **Portfolio Managers**

William A. Coleman, CFA, Portfolio Manager at Vanguard. He has co-managed the Fund since 2015.

Awais Khan, CFA, Portfolio Manager at Vanguard. He has co-managed the Fund since 2017.

## **Purchase and Sale of Fund Shares**

ETF Shares may only be bought and sold in the secondary market through a brokerage firm. The price you pay or receive for ETF Shares will be the prevailing market price, which may be more (premium) or less (discount) than the NAV of the shares. The brokerage firm may charge you a commission to execute the transaction. Unless imposed by your brokerage firm, there is no minimum dollar amount you must invest and no minimum number of shares you must buy. ETF Shares of the Fund cannot be directly purchased from or redeemed with the Fund, except by certain authorized broker-dealers. These broker-dealers may purchase and redeem ETF Shares only in large blocks (Creation Units), typically in exchange for baskets of securities.

An investor may incur costs attributable to the difference between the highest price a buyer is willing to pay to purchase ETF Shares (bid) and the lowest price a seller is willing to accept for ETF Shares (ask) when buying or selling shares in the secondary market (bid-ask spread). Recent information, including information on the Fund's NAV, market price, premiums and discounts, and bid-ask spreads, is available online at [www.vanguard.com](http://www.vanguard.com).

## **Tax Information**

The Fund's distributions may be taxable as ordinary income or capital gain. If you are investing through a tax-advantaged account, such as an IRA or an employer-sponsored retirement or savings plan, special tax rules apply.

### **Payments to Financial Intermediaries**

The Fund and its investment advisor do not pay financial intermediaries for sales of Fund shares.

# Vanguard S&P Small-Cap 600 ETF

## Investment Objective

The Fund seeks to track the performance of a benchmark index that measures the investment return of small-capitalization stocks in the United States.

## Fees and Expenses

The following table describes the fees and expenses you may pay if you buy, hold, and sell ETF Shares of the Fund. You may pay other fees, such as brokerage commissions and other fees to financial intermediaries, which are not reflected in the table and example below.

### Shareholder Fees

(Fees paid directly from your investment)

|                                             |                                          |
|---------------------------------------------|------------------------------------------|
| Transaction Fee on Purchases and Sales      | None through Vanguard (Broker fees vary) |
| Transaction Fee on Reinvested Dividends     | None through Vanguard (Broker fees vary) |
| Transaction Fee on Conversion to ETF Shares | None through Vanguard (Broker fees vary) |

### Annual Fund Operating Expenses

(Expenses that you pay each year as a percentage of the value of your investment)

|                                      |       |
|--------------------------------------|-------|
| Management Fees                      | 0.08% |
| 12b-1 Distribution Fee               | None  |
| Other Expenses                       | 0.02% |
| Total Annual Fund Operating Expenses | 0.10% |

### Example

The following example is intended to help you compare the cost of investing in the Fund's ETF Shares with the cost of investing in other funds. It illustrates the hypothetical expenses that you would incur over various periods if you were to invest \$10,000 in the Fund's shares. This example assumes that the shares provide a return of 5% each year and that total annual fund operating expenses remain as stated in the preceding table. You would incur these hypothetical expenses whether or not you were to sell your shares at the end of the given period. Although your actual costs may be higher or lower, based on these assumptions your costs would be:

| 1 Year | 3 Years | 5 Years | 10 Years |
|--------|---------|---------|----------|
| \$10   | \$32    | \$56    | \$128    |

This example does not include the brokerage commissions that you may pay to buy and sell ETF Shares of the Fund.

## Portfolio Turnover

The Fund pays transaction costs, such as commissions, when it buys and sells securities (or “turns over” its portfolio). A higher portfolio turnover rate may indicate higher transaction costs and may result in more taxes when Fund shares are held in a taxable account. These costs, which are not reflected in annual fund operating expenses or in the previous expense example, reduce the Fund’s performance. During the most recent fiscal year, the Fund’s portfolio turnover rate was 15% of the average value of its portfolio.

## Principal Investment Strategies

The Fund employs an indexing investment approach designed to track the performance of the S&P SmallCap 600<sup>®</sup> Index. The Index measures the performance of small-capitalization companies in the United States. The Fund attempts to replicate the target index by investing all, or substantially all, of its assets in the stocks that make up the Index, holding each stock in approximately the same proportion as its weighting in the Index.

## Principal Risks

An investment in the Fund could lose money over short or long periods of time. You should expect the Fund’s share price and total return to fluctuate within a wide range. The Fund is subject to the following risks, which could affect the Fund’s performance:

- *Stock market risk*, which is the chance that stock prices overall will decline. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices. The Fund’s target index tracks a subset of the U.S. stock market, which could cause the Fund to perform differently from the overall stock market. In addition, the Fund’s target index may, at times, become focused in stocks of a particular market sector, which would subject the Fund to proportionately higher exposure to the risks of that sector.
- *Investment style risk*, which is the chance that returns from the small-capitalization stocks in which the Fund invests will trail returns from the overall stock market. Historically, small-cap stocks have been more volatile in price than the large-cap stocks that dominate the overall market, and they often perform quite differently. The stock prices of small companies tend to experience greater volatility because, among other things, these companies tend to be more sensitive to changing economic conditions.

Because ETF Shares are traded on an exchange, they are subject to additional risks:

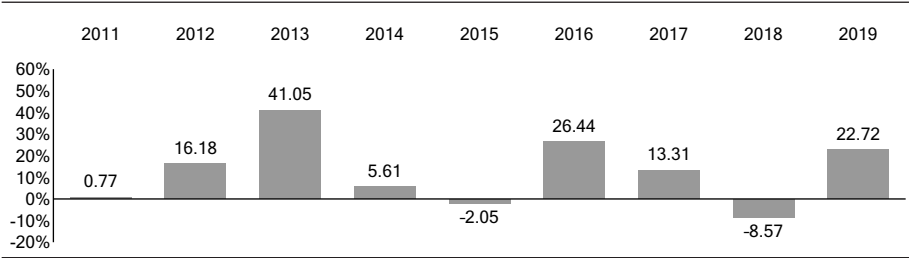
- The Fund's ETF Shares are listed for trading on NYSE Arca and are bought and sold on the secondary market at market prices. Although it is expected that the market price of an ETF Share typically will approximate its net asset value (NAV), there may be times when the market price and the NAV differ significantly. Thus, you may pay more or less than NAV when you buy ETF Shares on the secondary market, and you may receive more or less than NAV when you sell those shares.
- Although the Fund's ETF Shares are listed for trading on NYSE Arca, it is possible that an active trading market may not be maintained.
- Trading of the Fund's ETF Shares may be halted by the activation of individual or marketwide trading halts (which halt trading for a specific period of time when the price of a particular security or overall market prices decline by a specified percentage). Trading of the Fund's ETF Shares may also be halted if (1) the shares are delisted from NYSE Arca without first being listed on another exchange or (2) NYSE Arca officials determine that such action is appropriate in the interest of a fair and orderly market or for the protection of investors.

**An investment in the Fund is not a deposit of a bank and is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency.**

### **Annual Total Returns**

The following bar chart and table are intended to help you understand the risks of investing in the Fund. The bar chart shows how the performance of the Fund's ETF Shares (based on NAV) has varied from one calendar year to another over the periods shown. The table shows how the average annual total returns of the ETF Shares compare with those of the Fund's target index and another comparative index, which have investment characteristics similar to those of the Fund. Keep in mind that the Fund's past performance (before and after taxes) does not indicate how the Fund will perform in the future. Updated performance information is available on our website at [vanguard.com/performance](http://vanguard.com/performance) or by calling Vanguard toll-free at 800-662-7447.

Annual Total Returns — Vanguard S&P Small-Cap 600 Index Fund ETF Shares<sup>1</sup>



1 The year-to-date return as of the most recent calendar quarter, which ended on September 30, 2020, was -15.13%.

During the periods shown in the bar chart, the highest and lowest returns for a calendar quarter were:

|         | Total Return | Quarter           |
|---------|--------------|-------------------|
| Highest | 17.07%       | December 31, 2011 |
| Lowest  | -20.10%      | December 31, 2018 |

Average Annual Total Returns for Periods Ended December 31, 2019

|                                                             | 1 Year | 5 Years | Since Inception (Sept. 7, 2010) |
|-------------------------------------------------------------|--------|---------|---------------------------------|
| Vanguard S&P Small-Cap 600 Index Fund ETF Shares            |        |         |                                 |
| Based on NAV                                                |        |         |                                 |
| Return Before Taxes                                         | 22.72% | 9.50%   | 14.04%                          |
| Return After Taxes on Distributions                         | 22.24  | 9.15    | 13.71                           |
| Return After Taxes on Distributions and Sale of Fund Shares | 13.65  | 7.44    | 11.70                           |
| Based on Market Price                                       |        |         |                                 |
| Return Before Taxes                                         | 22.75  | 9.49    | 14.03                           |
| Comparative Indexes                                         |        |         |                                 |
| (reflect no deduction for fees, expenses, or taxes)         |        |         |                                 |
| S&P SmallCap 600 Index                                      | 22.78% | 9.56%   | 14.16%                          |
| Dow Jones U.S. Total Stock Market Float Adjusted Index      | 30.90  | 11.18   | 14.46                           |

Actual after-tax returns depend on your tax situation and may differ from those shown in the preceding table. When after-tax returns are calculated, it is assumed that the shareholder was in the highest individual federal marginal income tax bracket at the time of each distribution of income or capital gains or upon redemption. State and local income taxes are not reflected in the calculations. Please note that after-tax returns are not relevant for a shareholder who holds fund shares in a tax-deferred account, such as an individual retirement

account or a 401(k) plan. Also, figures captioned *Return After Taxes on Distributions and Sale of Fund Shares* may be higher than other figures for the same period if a capital loss occurs upon redemption and results in an assumed tax deduction for the shareholder.

## **Investment Advisor**

The Vanguard Group, Inc. (Vanguard)

## **Portfolio Managers**

Donald M. Butler, CFA, Principal of Vanguard. He has co-managed the Fund since 2015.

William A. Coleman, CFA, Portfolio Manager at Vanguard. He has managed the Fund since 2013 (co-managed since 2015).

## **Purchase and Sale of Fund Shares**

ETF Shares may only be bought and sold in the secondary market through a brokerage firm. The price you pay or receive for ETF Shares will be the prevailing market price, which may be more (premium) or less (discount) than the NAV of the shares. The brokerage firm may charge you a commission to execute the transaction. Unless imposed by your brokerage firm, there is no minimum dollar amount you must invest and no minimum number of shares you must buy. ETF Shares of the Fund cannot be directly purchased from or redeemed with the Fund, except by certain authorized broker-dealers. These broker-dealers may purchase and redeem ETF Shares only in large blocks (Creation Units), typically in exchange for baskets of securities.

An investor may incur costs attributable to the difference between the highest price a buyer is willing to pay to purchase ETF Shares (bid) and the lowest price a seller is willing to accept for ETF Shares (ask) when buying or selling shares in the secondary market (bid-ask spread). Recent information, including information on the Fund's NAV, market price, premiums and discounts, and bid-ask spreads, is available online at [www.vanguard.com](http://www.vanguard.com).

## **Tax Information**

The Fund's distributions may be taxable as ordinary income or capital gain. If you are investing through a tax-advantaged account, such as an IRA or an employer-sponsored retirement or savings plan, special tax rules apply.

### **Payments to Financial Intermediaries**

The Fund and its investment advisor do not pay financial intermediaries for sales of Fund shares.

# Vanguard S&P Small-Cap 600 Value ETF

## Investment Objective

The Fund seeks to track the performance of a benchmark index that measures the investment return of small-capitalization value stocks in the United States.

## Fees and Expenses

The following table describes the fees and expenses you may pay if you buy, hold, and sell ETF Shares of the Fund. You may pay other fees, such as brokerage commissions and other fees to financial intermediaries, which are not reflected in the table and example below.

### Shareholder Fees

(Fees paid directly from your investment)

|                                             |                                          |
|---------------------------------------------|------------------------------------------|
| Transaction Fee on Purchases and Sales      | None through Vanguard (Broker fees vary) |
| Transaction Fee on Reinvested Dividends     | None through Vanguard (Broker fees vary) |
| Transaction Fee on Conversion to ETF Shares | None through Vanguard (Broker fees vary) |

### Annual Fund Operating Expenses

(Expenses that you pay each year as a percentage of the value of your investment)

|                                      |       |
|--------------------------------------|-------|
| Management Fees                      | 0.12% |
| 12b-1 Distribution Fee               | None  |
| Other Expenses                       | 0.03% |
| Total Annual Fund Operating Expenses | 0.15% |

### Example

The following example is intended to help you compare the cost of investing in the Fund's ETF Shares with the cost of investing in other funds. It illustrates the hypothetical expenses that you would incur over various periods if you were to invest \$10,000 in the Fund's shares. This example assumes that the shares provide a return of 5% each year and that total annual fund operating expenses remain as stated in the preceding table. You would incur these hypothetical expenses whether or not you were to sell your shares at the end of the given period. Although your actual costs may be higher or lower, based on these assumptions your costs would be:

| 1 Year | 3 Years | 5 Years | 10 Years |
|--------|---------|---------|----------|
| \$15   | \$48    | \$85    | \$192    |

This example does not include the brokerage commissions that you may pay to buy and sell ETF Shares of the Fund.

### Portfolio Turnover

The Fund pays transaction costs, such as commissions, when it buys and sells securities (or “turns over” its portfolio). A higher portfolio turnover rate may indicate higher transaction costs and may result in more taxes when Fund shares are held in a taxable account. These costs, which are not reflected in annual fund operating expenses or in the previous expense example, reduce the Fund’s performance. During the most recent fiscal year, the Fund’s portfolio turnover rate was 46% of the average value of its portfolio.

### Principal Investment Strategies

The Fund employs an indexing investment approach designed to track the performance of the S&P SmallCap 600<sup>®</sup> Value Index, which represents the value companies, as determined by the index sponsor, of the S&P SmallCap 600 Index. The Index measures the performance of small-capitalization value companies in the United States. The Fund attempts to replicate the target index by investing all, or substantially all, of its assets in the stocks that make up the Index, holding each stock in approximately the same proportion as its weighting in the Index.

### Principal Risks

An investment in the Fund could lose money over short or long periods of time. You should expect the Fund’s share price and total return to fluctuate within a wide range. The Fund is subject to the following risks, which could affect the Fund’s performance:

- *Stock market risk*, which is the chance that stock prices overall will decline. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices. The Fund’s target index tracks a subset of the U.S. stock market, which could cause the Fund to perform differently from the overall stock market. In addition, the Fund’s target index may, at times, become focused in stocks of a particular market sector, which would subject the Fund to proportionately higher exposure to the risks of that sector.
- *Investment style risk*, which is the chance that returns from the small-capitalization value stocks in which the Fund invests will trail returns from the overall stock market. Historically, small-cap stocks have been more volatile in price than the large-cap stocks that dominate the overall market, and they often perform quite differently. The stock prices of small companies tend to experience

greater volatility because, among other things, these companies tend to be more sensitive to changing economic conditions.

Because ETF Shares are traded on an exchange, they are subject to additional risks:

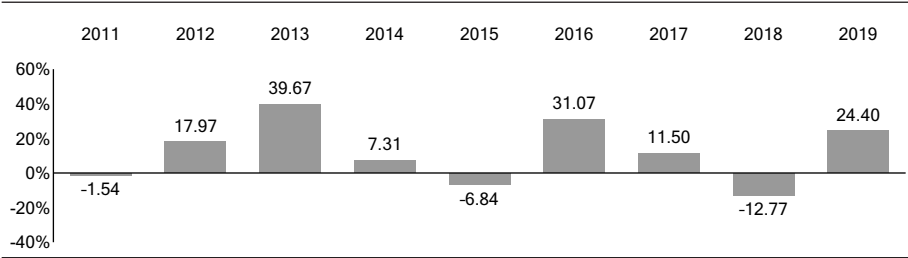
- The Fund’s ETF Shares are listed for trading on NYSE Arca and are bought and sold on the secondary market at market prices. Although it is expected that the market price of an ETF Share typically will approximate its net asset value (NAV), there may be times when the market price and the NAV differ significantly. Thus, you may pay more or less than NAV when you buy ETF Shares on the secondary market, and you may receive more or less than NAV when you sell those shares.
- Although the Fund’s ETF Shares are listed for trading on NYSE Arca, it is possible that an active trading market may not be maintained.
- Trading of the Fund’s ETF Shares may be halted by the activation of individual or marketwide trading halts (which halt trading for a specific period of time when the price of a particular security or overall market prices decline by a specified percentage). Trading of the Fund’s ETF Shares may also be halted if (1) the shares are delisted from NYSE Arca without first being listed on another exchange or (2) NYSE Arca officials determine that such action is appropriate in the interest of a fair and orderly market or for the protection of investors.

**An investment in the Fund is not a deposit of a bank and is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency.**

**Annual Total Returns**

The following bar chart and table are intended to help you understand the risks of investing in the Fund. The bar chart shows how the performance of the Fund’s ETF Shares (based on NAV) has varied from one calendar year to another over the periods shown. The table shows how the average annual total returns of the ETF Shares compare with those of the Fund’s target index and another comparative index, which have investment characteristics similar to those of the Fund. Keep in mind that the Fund’s past performance (before and after taxes) does not indicate how the Fund will perform in the future. Updated performance information is available on our website at [vanguard.com/performance](http://vanguard.com/performance) or by calling Vanguard toll-free at 800-662-7447.

Annual Total Returns — Vanguard S&P Small-Cap 600 Value Index Fund ETF Shares<sup>1</sup>



1 The year-to-date return as of the most recent calendar quarter, which ended on September 30, 2020, was -22.74%.

During the periods shown in the bar chart, the highest and lowest returns for a calendar quarter were:

|         | Total Return | Quarter           |
|---------|--------------|-------------------|
| Highest | 18.53%       | December 31, 2011 |
| Lowest  | -20.58%      | December 31, 2018 |

Average Annual Total Returns for Periods Ended December 31, 2019

|                                                             | 1 Year | 5 Years | Since Inception (Sept. 7, 2010) |
|-------------------------------------------------------------|--------|---------|---------------------------------|
| Vanguard S&P Small-Cap 600 Value Index Fund ETF Shares      |        |         |                                 |
| Based on NAV                                                |        |         |                                 |
| Return Before Taxes                                         | 24.40% | 8.12%   | 13.17%                          |
| Return After Taxes on Distributions                         | 23.82  | 7.70    | 12.79                           |
| Return After Taxes on Distributions and Sale of Fund Shares | 14.68  | 6.30    | 10.91                           |
| Based on Market Price                                       |        |         |                                 |
| Return Before Taxes                                         | 24.46  | 8.12    | 13.17                           |
| Comparative Indexes                                         |        |         |                                 |
| (reflect no deduction for fees, expenses, or taxes)         |        |         |                                 |
| S&P SmallCap 600 Value Index                                | 24.54% | 8.26%   | 13.35%                          |
| Dow Jones U.S. Total Stock Market Float Adjusted Index      | 30.90  | 11.18   | 14.46                           |

Actual after-tax returns depend on your tax situation and may differ from those shown in the preceding table. When after-tax returns are calculated, it is assumed that the shareholder was in the highest individual federal marginal income tax bracket at the time of each distribution of income or capital gains or upon redemption. State and local income taxes are not reflected in the calculations. Please note that after-tax returns are not relevant for a shareholder

who holds fund shares in a tax-deferred account, such as an individual retirement account or a 401(k) plan. Also, figures captioned *Return After Taxes on Distributions and Sale of Fund Shares* may be higher than other figures for the same period if a capital loss occurs upon redemption and results in an assumed tax deduction for the shareholder.

## **Investment Advisor**

The Vanguard Group, Inc. (Vanguard)

## **Portfolio Managers**

Donald M. Butler, CFA, Principal of Vanguard. He has co-managed the Fund since 2015.

William A. Coleman, CFA, Portfolio Manager at Vanguard. He has managed the Fund since 2013 (co-managed since 2015).

## **Purchase and Sale of Fund Shares**

ETF Shares may only be bought and sold in the secondary market through a brokerage firm. The price you pay or receive for ETF Shares will be the prevailing market price, which may be more (premium) or less (discount) than the NAV of the shares. The brokerage firm may charge you a commission to execute the transaction. Unless imposed by your brokerage firm, there is no minimum dollar amount you must invest and no minimum number of shares you must buy. ETF Shares of the Fund cannot be directly purchased from or redeemed with the Fund, except by certain authorized broker-dealers. These broker-dealers may purchase and redeem ETF Shares only in large blocks (Creation Units), typically in exchange for baskets of securities.

An investor may incur costs attributable to the difference between the highest price a buyer is willing to pay to purchase ETF Shares (bid) and the lowest price a seller is willing to accept for ETF Shares (ask) when buying or selling shares in the secondary market (bid-ask spread). Recent information, including information on the Fund's NAV, market price, premiums and discounts, and bid-ask spreads, is available online at [www.vanguard.com](http://www.vanguard.com).

## **Tax Information**

The Fund's distributions may be taxable as ordinary income or capital gain. If you are investing through a tax-advantaged account, such as an IRA or an employer-sponsored retirement or savings plan, special tax rules apply.

### **Payments to Financial Intermediaries**

The Fund and its investment advisor do not pay financial intermediaries for sales of Fund shares.

# Vanguard S&P Small-Cap 600 Growth ETF

## Investment Objective

The Fund seeks to track the performance of a benchmark index that measures the investment return of small-capitalization growth stocks in the United States.

## Fees and Expenses

The following table describes the fees and expenses you may pay if you buy, hold, and sell ETF Shares of the Fund. You may pay other fees, such as brokerage commissions and other fees to financial intermediaries, which are not reflected in the table and example below.

### Shareholder Fees

(Fees paid directly from your investment)

|                                             |                                          |
|---------------------------------------------|------------------------------------------|
| Transaction Fee on Purchases and Sales      | None through Vanguard (Broker fees vary) |
| Transaction Fee on Reinvested Dividends     | None through Vanguard (Broker fees vary) |
| Transaction Fee on Conversion to ETF Shares | None through Vanguard (Broker fees vary) |

### Annual Fund Operating Expenses

(Expenses that you pay each year as a percentage of the value of your investment)

|                                      |       |
|--------------------------------------|-------|
| Management Fees                      | 0.12% |
| 12b-1 Distribution Fee               | None  |
| Other Expenses                       | 0.03% |
| Total Annual Fund Operating Expenses | 0.15% |

### Example

The following example is intended to help you compare the cost of investing in the Fund's ETF Shares with the cost of investing in other funds. It illustrates the hypothetical expenses that you would incur over various periods if you were to invest \$10,000 in the Fund's shares. This example assumes that the shares provide a return of 5% each year and that total annual fund operating expenses remain as stated in the preceding table. You would incur these hypothetical expenses whether or not you were to sell your shares at the end of the given period. Although your actual costs may be higher or lower, based on these assumptions your costs would be:

| 1 Year | 3 Years | 5 Years | 10 Years |
|--------|---------|---------|----------|
| \$15   | \$48    | \$85    | \$192    |

This example does not include the brokerage commissions that you may pay to buy and sell ETF Shares of the Fund.

### Portfolio Turnover

The Fund pays transaction costs, such as commissions, when it buys and sells securities (or “turns over” its portfolio). A higher portfolio turnover rate may indicate higher transaction costs and may result in more taxes when Fund shares are held in a taxable account. These costs, which are not reflected in annual fund operating expenses or in the previous expense example, reduce the Fund’s performance. During the most recent fiscal year, the Fund’s portfolio turnover rate was 57% of the average value of its portfolio.

### Principal Investment Strategies

The Fund employs an indexing investment approach designed to track the performance of the S&P SmallCap 600<sup>®</sup> Growth Index, which represents the growth companies, as determined by the index sponsor, of the S&P SmallCap 600 Index. The Index measures the performance of small-capitalization growth companies in the United States. The Fund attempts to replicate the target index by investing all, or substantially all, of its assets in the stocks that make up the Index, holding each stock in approximately the same proportion as its weighting in the Index.

### Principal Risks

An investment in the Fund could lose money over short or long periods of time. You should expect the Fund’s share price and total return to fluctuate within a wide range. The Fund is subject to the following risks, which could affect the Fund’s performance:

- *Stock market risk*, which is the chance that stock prices overall will decline. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices. The Fund’s target index tracks a subset of the U.S. stock market, which could cause the Fund to perform differently from the overall stock market. In addition, the Fund’s target index may, at times, become focused in stocks of a particular market sector, which would subject the Fund to proportionately higher exposure to the risks of that sector.
- *Investment style risk*, which is the chance that returns from the small-capitalization growth stocks in which the Fund invests will trail returns from the overall stock market. Historically, small-cap stocks have been more volatile in price than the large-cap stocks that dominate the overall market, and they often perform quite differently. The stock prices of small companies tend to experience

greater volatility because, among other things, these companies tend to be more sensitive to changing economic conditions.

Because ETF Shares are traded on an exchange, they are subject to additional risks:

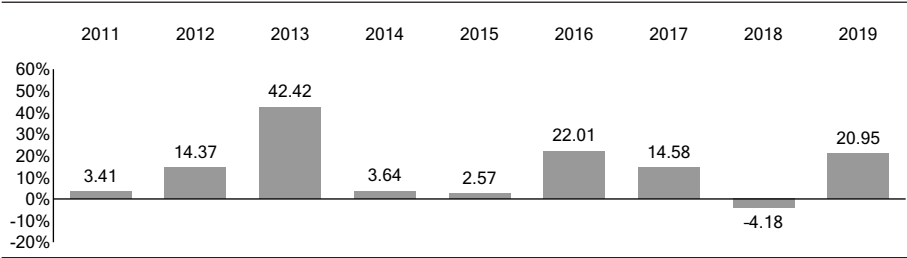
- The Fund’s ETF Shares are listed for trading on NYSE Arca and are bought and sold on the secondary market at market prices. Although it is expected that the market price of an ETF Share typically will approximate its net asset value (NAV), there may be times when the market price and the NAV differ significantly. Thus, you may pay more or less than NAV when you buy ETF Shares on the secondary market, and you may receive more or less than NAV when you sell those shares.
- Although the Fund’s ETF Shares are listed for trading on NYSE Arca, it is possible that an active trading market may not be maintained.
- Trading of the Fund’s ETF Shares may be halted by the activation of individual or marketwide trading halts (which halt trading for a specific period of time when the price of a particular security or overall market prices decline by a specified percentage). Trading of the Fund’s ETF Shares may also be halted if (1) the shares are delisted from NYSE Arca without first being listed on another exchange or (2) NYSE Arca officials determine that such action is appropriate in the interest of a fair and orderly market or for the protection of investors.

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**Annual Total Returns**

The following bar chart and table are intended to help you understand the risks of investing in the Fund. The bar chart shows how the performance of the Fund’s ETF Shares (based on NAV) has varied from one calendar year to another over the periods shown. The table shows how the average annual total returns of the ETF Shares compare with those of the Fund’s target index and another comparative index, which have investment characteristics similar to those of the Fund. Keep in mind that the Fund’s past performance (before and after taxes) does not indicate how the Fund will perform in the future. Updated performance information is available on our website at [vanguard.com/performance](http://vanguard.com/performance) or by calling Vanguard toll-free at 800-662-7447.

Annual Total Returns — Vanguard S&P Small-Cap 600 Growth Index Fund ETF Shares<sup>1</sup>



1 The year-to-date return as of the most recent calendar quarter, which ended on September 30, 2020, was -7.94%.

During the periods shown in the bar chart, the highest and lowest returns for a calendar quarter were:

|         | Total Return | Quarter            |
|---------|--------------|--------------------|
| Highest | 15.80%       | December 31, 2011  |
| Lowest  | -19.68%      | September 30, 2011 |

Average Annual Total Returns for Periods Ended December 31, 2019

|                                                             | 1 Year | 5 Years | Since Inception (Sept. 7, 2010) |
|-------------------------------------------------------------|--------|---------|---------------------------------|
| Vanguard S&P Small-Cap 600 Growth Index Fund ETF Shares     |        |         |                                 |
| Based on NAV                                                |        |         |                                 |
| Return Before Taxes                                         | 20.95% | 10.69%  | 14.79%                          |
| Return After Taxes on Distributions                         | 20.56  | 10.40   | 14.54                           |
| Return After Taxes on Distributions and Sale of Fund Shares | 12.55  | 8.43    | 12.40                           |
| Based on Market Price                                       |        |         |                                 |
| Return Before Taxes                                         | 21.02  | 10.68   | 14.79                           |
| Comparative Indexes                                         |        |         |                                 |
| (reflect no deduction for fees, expenses, or taxes)         |        |         |                                 |
| S&P SmallCap 600 Growth Index                               | 21.13% | 10.87%  | 14.99%                          |
| Dow Jones U.S. Total Stock Market Float Adjusted Index      | 30.90  | 11.18   | 14.46                           |

Actual after-tax returns depend on your tax situation and may differ from those shown in the preceding table. When after-tax returns are calculated, it is assumed that the shareholder was in the highest individual federal marginal income tax bracket at the time of each distribution of income or capital gains or upon redemption. State and local income taxes are not reflected in the calculations. Please note that after-tax returns are not relevant for a shareholder

who holds fund shares in a tax-deferred account, such as an individual retirement account or a 401(k) plan. Also, figures captioned *Return After Taxes on Distributions and Sale of Fund Shares* may be higher than other figures for the same period if a capital loss occurs upon redemption and results in an assumed tax deduction for the shareholder.

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## **Portfolio Managers**

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William A. Coleman, CFA, Portfolio Manager at Vanguard. He has managed the Fund since 2013 (co-managed since 2015).

## **Purchase and Sale of Fund Shares**

ETF Shares may only be bought and sold in the secondary market through a brokerage firm. The price you pay or receive for ETF Shares will be the prevailing market price, which may be more (premium) or less (discount) than the NAV of the shares. The brokerage firm may charge you a commission to execute the transaction. Unless imposed by your brokerage firm, there is no minimum dollar amount you must invest and no minimum number of shares you must buy. ETF Shares of the Fund cannot be directly purchased from or redeemed with the Fund, except by certain authorized broker-dealers. These broker-dealers may purchase and redeem ETF Shares only in large blocks (Creation Units), typically in exchange for baskets of securities.

An investor may incur costs attributable to the difference between the highest price a buyer is willing to pay to purchase ETF Shares (bid) and the lowest price a seller is willing to accept for ETF Shares (ask) when buying or selling shares in the secondary market (bid-ask spread). Recent information, including information on the Fund's NAV, market price, premiums and discounts, and bid-ask spreads, is available online at [www.vanguard.com](http://www.vanguard.com).

## **Tax Information**

The Fund's distributions may be taxable as ordinary income or capital gain. If you are investing through a tax-advantaged account, such as an IRA or an employer-sponsored retirement or savings plan, special tax rules apply.

### **Payments to Financial Intermediaries**

The Fund and its investment advisor do not pay financial intermediaries for sales of Fund shares.

# Investing in Vanguard ETF<sup>®</sup> Shares

## What Are Vanguard ETF Shares?

Vanguard ETF Shares are an exchange-traded class of shares issued by certain Vanguard funds. ETF Shares represent an interest in the portfolio of stocks or bonds held by the issuing fund. The following ETF Shares are offered through this prospectus:

| Vanguard Fund                       | Vanguard ETF Shares          | Seeks to Track          |
|-------------------------------------|------------------------------|-------------------------|
| S&P 500 Value Index Fund            | S&P 500 Value ETF            | Large-cap value stocks  |
| S&P 500 Growth Index Fund           | S&P 500 Growth ETF           | Large-cap growth stocks |
| S&P Mid-Cap 400 Index Fund          | S&P Mid-Cap 400 ETF          | Mid-cap stocks          |
| S&P Mid-Cap 400 Value Index Fund    | S&P Mid-Cap 400 Value ETF    | Mid-cap value stocks    |
| S&P Mid-Cap 400 Growth Index Fund   | S&P Mid-Cap 400 Growth ETF   | Mid-cap growth stocks   |
| S&P Small-Cap 600 Index Fund        | S&P Small-Cap 600 ETF        | Small-cap stocks        |
| S&P Small-Cap 600 Value Index Fund  | S&P Small-Cap 600 Value ETF  | Small-cap value stocks  |
| S&P Small-Cap 600 Growth Index Fund | S&P Small-Cap 600 Growth ETF | Small-cap growth stocks |

In addition to ETF Shares, each Fund offers one conventional (not exchange-traded) class of shares. This prospectus, however, relates only to ETF Shares.

## How Are Vanguard ETF Shares Different From Conventional Mutual Fund Shares?

Conventional mutual fund shares can be directly purchased from and redeemed with the issuing fund for cash at the net asset value (NAV), typically calculated once a day. ETF Shares, by contrast, cannot be purchased directly from or redeemed directly with the issuing fund by an individual investor. Rather, ETF Shares can only be purchased or redeemed directly from the issuing fund by certain authorized broker-dealers. These broker-dealers may purchase and redeem ETF Shares only in large blocks (Creation Units), usually in exchange for baskets of securities and not for cash (although some funds issue and redeem Creation Units in exchange for cash or a combination of cash and securities).

An organized secondary trading market is expected to exist for ETF Shares, unlike conventional mutual fund shares, because ETF Shares are listed for trading on a national securities exchange. Individual investors can purchase and sell ETF Shares on the secondary market through a broker. Secondary-market transactions occur not at NAV, but at market prices that are subject to change throughout the day based on the supply of and demand for ETF Shares, changes in the prices of the fund's portfolio holdings, and other factors.

The market price of a fund's ETF Shares typically will differ somewhat from the NAV of those shares. The difference between market price and NAV is expected to be small most of the time, but in times of market disruption or extreme market volatility, the difference may become significant.

## **How Do I Buy and Sell Vanguard ETF Shares?**

ETF Shares of the Funds are listed for trading on NYSE Arca. You can buy and sell ETF Shares on the secondary market in the same way you buy and sell any other exchange-traded security—through a broker. Your broker may charge a commission to execute a transaction. You will also incur the cost of the “bid-ask spread,” which is the difference between the highest price a buyer is willing to pay to purchase ETF Shares (bid) and the lowest price a seller is willing to accept for ETF Shares (ask) when buying or selling shares in the secondary market. Because secondary-market transactions occur at market prices, you may pay more (premium) or less (discount) than NAV when you buy ETF Shares and receive more or less than NAV when you sell those shares. In times of severe market disruption, the bid-ask spread and premiums/discounts can increase significantly. Unless imposed by your broker, there is no minimum dollar amount you must invest and no minimum number of ETF Shares you must buy.

Your ownership of ETF Shares will be shown on the records of the broker through which you hold the shares. Vanguard will not have any record of your ownership. Your account information will be maintained by your broker, which will provide you with account statements, confirmations of your purchases and sales of ETF Shares, and tax information. Your broker also will be responsible for ensuring that you receive income and capital gains distributions, as well as shareholder reports and other communications from the fund whose ETF Shares you own. You will receive other services (e.g., dividend reinvestment and average cost information) only if your broker offers these services.

# Investing in Index Funds

## What Is Indexing?

Indexing is an investment strategy for tracking the performance of a specified market benchmark, or “index.” An index is a group of securities whose overall performance is used as a standard to measure the investment performance of a particular market. There are many types of indexes. Some represent entire markets—such as the U.S. stock market or the U.S. bond market. Other indexes cover market segments—such as small-capitalization stocks or short-term bonds. One cannot invest directly in an index.

The index sponsor determines the securities to include in the index and the weighting of each security in the index. Under normal circumstances, the index sponsor will rebalance an index on a regular schedule. An index sponsor may carry out additional ad hoc index rebalances or delay or cancel a scheduled rebalance. Generally, the index sponsor does not provide any warranty, or accept any liability, with respect to the quality, accuracy, or completeness of either the target index or its related data. Errors made by the index sponsor may occur from time to time and may not be identified by the index sponsor for a period of time or at all. Vanguard does not provide any warranty or guarantee against such errors. Therefore, the gains, losses, or costs associated with the index sponsor’s errors will generally be borne by the index fund and its shareholders.

An index fund seeks to hold all, or a representative sample, of the securities that make up its target index. Index funds attempt to mirror the performance of the target index, for better or worse. However, an index fund generally does not perform *exactly* like its target index. For example, index funds have operating expenses and transaction costs. Market indexes do not, and therefore they will usually have a slight performance advantage over funds that track them. The ability of an index fund to match its performance to that of its target index can also be impacted by, among other things, the timing and size of cash flows and the size of the fund. Market disruptions and regulatory restrictions could also have an adverse effect on a fund’s ability to adjust its exposure to the required levels in order to track the index.

Index funds typically have the following characteristics:

- *Variety of investments.* Index funds generally invest in the securities of a variety of companies, industries, and/or government entities.
- *Relative performance consistency.* Because they seek to track market benchmarks, index funds usually do not perform dramatically better or worse than their benchmarks.
- *Low cost.* Index funds are generally inexpensive to run compared with actively managed funds. They have low or no research costs and typically keep trading activity—and thus brokerage commissions and other transaction costs—to a minimum compared with actively managed funds.

## More on the Funds and ETF Shares

This prospectus describes the principal risks you would face as a Fund shareholder. It is important to keep in mind one of the main principles of investing: generally, the higher the risk of losing money, the higher the potential reward. The reverse, also, is generally true: the lower the risk, the lower the potential reward. As you consider an investment in any fund, you should take into account your personal tolerance for fluctuations in the securities markets. Look for this  symbol throughout the prospectus. It is used to mark detailed information about the more significant risks that you would confront as a Fund shareholder. To highlight terms and concepts important to fund investors, we have provided Plain Talk<sup>®</sup> explanations along the way. Reading the prospectus will help you decide whether a Fund is the right investment for you. We suggest that you keep this prospectus for future reference.

### Share Class Overview

This prospectus offers the Funds' ETF Shares, an exchange-traded class of shares. Separate prospectuses offer the Funds' Institutional Shares, which are generally for investors who invest a minimum of \$5 million.

Both share classes offered by a Fund have the same investment objective, strategies, and policies. However, different share classes have different expenses; as a result, their investment returns will differ.

### A Note to Investors

Vanguard ETF Shares can be purchased directly from the issuing Fund only by certain authorized broker-dealers in exchange for a basket of securities (or, in some cases, for cash or a combination of cash and securities). Individual investors generally will not be able to purchase ETF Shares directly from a Fund. Instead, these investors will purchase ETF Shares on the secondary market through a broker.

#### Plain Talk About Costs of Investing

Costs are an important consideration in choosing an ETF. That is because you, as a shareholder, pay a proportionate share of the costs of operating a fund and any transaction costs incurred when the fund buys or sells securities. These costs can erode a substantial portion of the gross income or the capital appreciation a fund achieves. Even seemingly small differences in expenses can, over time, have a dramatic effect on a fund's performance.

The following sections explain the principal investment strategies and policies that each Fund uses in pursuit of its objective. The Funds' board of trustees, which oversees each Fund's management, may change investment strategies or

policies in the interest of shareholders without a shareholder vote, unless those strategies or policies are designated as fundamental. Note that each Fund’s investment objective is not fundamental and may be changed without a shareholder vote. Under normal circumstances, each Fund will invest at least 80% of its assets in the stocks that make up its target index. A Fund may change its 80% policy only upon 60 days’ notice to shareholders.

Market Exposure

 *Each Fund is subject to stock market risk, which is the chance that stock prices overall will decline. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices. Each Fund’s target index tracks a subset of the U.S. stock market, which could cause the Fund to perform differently from the overall stock market. In addition, each Fund’s target index may, at times, become focused in stocks of a particular market sector, which would subject the Fund to proportionately higher exposure to the risks of that sector.*

Stocks of publicly traded companies are often classified according to market capitalization, which is the market value of a company’s outstanding shares. These classifications typically include small-cap, mid-cap, and large-cap. It is important to understand that there are no “official” definitions of small-, mid-, and large-cap, even among Vanguard fund advisors, and that market capitalization ranges can change over time.

The asset-weighted median market capitalization of each Fund’s stock holdings as of August 31, 2020, was:

| Vanguard Fund                       | Asset-Weighted Median<br>Market Capitalization |
|-------------------------------------|------------------------------------------------|
| S&P 500 Value Index Fund            | \$83.4 billion                                 |
| S&P 500 Growth Index Fund           | 247.6                                          |
| S&P Mid-Cap 400 Index Fund          | 5.4                                            |
| S&P Mid-Cap 400 Value Index Fund    | 4.2                                            |
| S&P Mid-Cap 400 Growth Index Fund   | 6.7                                            |
| S&P Small-Cap 600 Index Fund        | 1.2                                            |
| S&P Small-Cap 600 Value Index Fund  | 1.4                                            |
| S&P Small-Cap 600 Growth Index Fund | 2.1                                            |

 *Each Fund is subject to investment style risk, which is the chance that returns from the types of stocks in which the Fund invests will trail returns from the overall stock market. Specific types of stocks tend to go through cycles of doing better—or worse—than other segments of the stock market or the stock market in general. These periods have, in the past, lasted for as long as several years.*

## Plain Talk About Growth Funds and Value Funds

Growth investing and value investing are two styles employed by stock-fund managers. Growth funds generally invest in stocks of companies believed to have above-average potential for growth in revenue, earnings, cash flow, or other similar criteria. These stocks typically have low dividend yields, if any, and above-average prices in relation to measures such as earnings and book value. Value funds typically invest in stocks whose prices are below average in relation to those measures; these stocks often have above-average dividend yields. Value stocks also may remain undervalued by the market for long periods of time. Growth and value stocks have historically produced similar long-term returns, though each category has periods when it outperforms the other.

Market disruptions can adversely affect local and global markets as well as normal market conditions and operations. Any such disruptions could have an adverse impact on the value of a Fund's investments and Fund performance.

## Security Selection

Each Fund attempts to track the investment performance of a benchmark index that measures the return of a particular market segment. Each Fund uses the *replication method* of indexing, meaning that each Fund generally holds the same stocks as its target index and in approximately the same proportions.

 *The S&P 500 Growth Index Fund is subject to nondiversification risk. In order to closely track the composition of the Fund's target index, the Fund's total assets are invested in multiple issuers representing more than 5% of the Fund's total assets. As a result, the Fund may become nondiversified under the Investment Company Act of 1940, although it continues to hold multiple stocks across a number of sectors. The Fund's performance may be hurt disproportionately by the poor performance of relatively few stocks, or even a single stock, and the Fund's shares may experience significant fluctuations in value.*



*The S&P 500 Growth Index Fund is subject to sector risk, which is the chance that significant problems will affect a particular sector, or that returns from that sector will trail returns from the overall stock market. Daily fluctuations in specific market sectors are often more extreme or volatile than fluctuations in the overall market. Because a significant portion of the Fund's assets are invested in the information technology sector, the Fund's performance is impacted by the general condition of that sector. Companies in the information technology sector could be affected by, among other things, overall economic conditions, short product cycles, rapid obsolescence of products, competition, and government regulation. Sector risk is expected to be high for the Fund.*

## **Other Investment Policies and Risks**

Each Fund reserves the right to substitute a different index for the index it currently tracks if the current index is discontinued, if the Fund's agreement with the sponsor of its target index is terminated, or for any other reason determined in good faith by the Fund's board of trustees. In any such instance, the substitute index would represent the same market segment as the current index.

Each Fund may invest in foreign securities to the extent necessary to carry out its investment strategy of holding all, or substantially all, of the stocks that make up the index it tracks. It is not expected that any Fund will invest more than 5% of its assets in foreign securities.

To track their target indexes as closely as possible, the Funds attempt to remain fully invested in stocks. To help stay fully invested and to reduce transaction costs, the Funds may invest, to a limited extent, in derivatives, including equity futures. The Funds may also use derivatives such as total return swaps to obtain exposure to a stock, a basket of stocks, or an index. Generally speaking, a derivative is a financial contract whose value is based on the value of a financial asset (such as a stock, a bond, or a currency), a physical asset (such as gold, oil, or wheat), a market index, or a reference rate. Investments in derivatives may subject the Funds to risks different from, and possibly greater than, those of investments directly in the underlying securities or assets. The Funds will not use derivatives for speculation or for the purpose of leveraging (magnifying) investment returns.

## **Cash Management**

Each Fund's daily cash balance may be invested in Vanguard Market Liquidity Fund and/or Vanguard Municipal Cash Management Fund (each, a CMT Fund), which are low-cost money market funds. When investing in a CMT Fund, each Fund bears its proportionate share of the expenses of the CMT Fund in which it invests. Vanguard receives no additional revenue from Fund assets invested in a CMT Fund.

## Methods Used to Meet Redemption Requests

Redemptions of ETF Shares are typically met through a combination of cash and securities held by each Fund; see “How Are Vanguard ETF Shares Different From Conventional Mutual Fund Shares?” If cash is used to meet redemptions, the Fund typically obtains such cash through positive cash flows or the sale of Fund holdings consistent with the Fund’s investment objective and strategy. Please consult the Funds’ *Statement of Additional Information* for further information on redemptions of ETF Shares.

Under certain circumstances, a Fund may borrow money (subject to certain regulatory conditions and if available under board-approved procedures) through an interfund lending facility, through a bank line-of-credit, including a joint committed credit facility, or through an uncommitted line-of-credit from Vanguard in order to meet redemption requests.

## Temporary Investment Measures

Each Fund may temporarily depart from its normal investment policies and strategies when the advisor believes that doing so is in the Fund’s best interest, so long as the strategy or policy employed is consistent with the Fund’s investment objective. For instance, the Fund may invest beyond its normal limits in derivatives or exchange-traded funds that are consistent with the Fund’s investment objective when those instruments are more favorably priced or provide needed liquidity, as might be the case when the Fund receives large cash flows that it cannot prudently invest immediately.

## Special Risks of Exchange-Traded Shares



**ETF Shares are not individually redeemable.** They can be redeemed with the issuing Fund at NAV only by certain authorized broker-dealers and only in large blocks known as Creation Units. Consequently, if you want to liquidate some or all of your ETF Shares, you must sell them on the secondary market at prevailing market prices.

 **The market price of ETF Shares may differ from NAV.** Although it is expected that the market price of an ETF Share typically will approximate its NAV, there may be times when the market price and the NAV differ significantly. Thus, you may pay more (premium) or less (discount) than NAV when you buy ETF Shares on the secondary market, and you may receive more or less than NAV when you sell those shares. These discounts and premiums are likely to be greatest during times of market disruption or extreme market volatility.

Vanguard's website at [vanguard.com](http://vanguard.com) shows the previous day's closing NAV and closing market price for each Fund's ETF Shares. The website also discloses, in the **Premium/Discount Analysis** section of the ETF Shares' Price & Performance page, how frequently each Fund's ETF Shares traded at a premium or discount to NAV (based on closing NAVs and market prices) and the magnitudes of such premiums and discounts.

 **An active trading market may not exist.** Although Vanguard ETF Shares are listed on a national securities exchange, it is possible that an active trading market may not be maintained. Although this could happen at any time, it is more likely to occur during times of severe market disruption. If you attempt to sell your ETF Shares when an active trading market is not functioning, you may have to sell at a significant discount to NAV. In extreme cases, you may not be able to sell your shares at all.

 **Trading may be halted.** Trading of Vanguard ETF Shares on an exchange may be halted by the activation of individual or marketwide trading halts (which halt trading for a specific period of time when the price of a particular security or overall market prices decline by a specified percentage). Trading of ETF Shares may also be halted if (1) the shares are delisted from the listing exchange without first being listed on another exchange or (2) exchange officials determine that such action is appropriate in the interest of a fair and orderly market or for the protection of investors.

## Conversion Privilege

Owners of conventional shares issued by a Fund may convert those shares to ETF Shares of equivalent value of the same fund. Please note that investors who own conventional shares through a 401(k) plan or other employer-sponsored retirement or benefit plan generally may not convert those shares to ETF Shares and should check with their plan sponsor or recordkeeper. ETF Shares, whether acquired through a conversion or purchased on the secondary market, cannot be converted to conventional shares by a shareholder. Also, ETF Shares of one fund cannot be exchanged for ETF Shares of another fund.

You must hold ETF Shares in a brokerage account. Thus, before converting conventional shares to ETF Shares, you must have an existing, or open a new, brokerage account. This account may be with Vanguard Brokerage Services® or with any other brokerage firm. To initiate a conversion of conventional shares to ETF Shares, please contact your broker.

Vanguard Brokerage Services does not impose a fee on conversions from Vanguard conventional shares to Vanguard ETF Shares. However, other brokerage firms may charge a fee to process a conversion. Vanguard reserves the right, in the future, to impose a transaction fee on conversions or to limit, temporarily suspend, or terminate the conversion privilege.

Converting conventional shares to ETF Shares is generally accomplished as follows. First, after your broker notifies Vanguard of your request to convert, Vanguard will transfer your conventional shares from your account to the broker's omnibus account with Vanguard (an account maintained by the broker on behalf of all its customers who hold conventional Vanguard fund shares through the broker). After the transfer, Vanguard's records will reflect your broker, not you, as the owner of the shares. Next, your broker will instruct Vanguard to convert the appropriate number or dollar amount of conventional shares in its omnibus account to ETF Shares of equivalent value, based on the respective NAVs of the two share classes.

Your Fund's transfer agent will reflect ownership of all ETF Shares in the name of the Depository Trust Company (DTC). The DTC will keep track of which ETF Shares belong to your broker, and your broker, in turn, will keep track of which ETF Shares belong to you.

Because the DTC is unable to handle fractional shares, only whole shares can be converted. For example, if you owned 300.25 conventional shares, and this was equivalent in value to 90.75 ETF Shares, the DTC account would receive 90 ETF Shares. Conventional shares with a value equal to 0.75 ETF Shares (in this example, that would be 2.481 conventional shares) would remain in the broker's omnibus account with Vanguard. Your broker then could either (1) credit your account with 0.75 ETF Shares or (2) redeem the 2.481 conventional shares for cash at NAV and deliver that cash to your account. If your broker chose to redeem your conventional shares, you would realize a gain or loss on the redemption that must be reported on your tax return (unless you hold the shares in an IRA or other tax-deferred account). Please consult your broker for information on how it will handle the conversion process, including whether it will impose a fee to process a conversion.

If you convert your conventional shares to ETF Shares through Vanguard Brokerage Services, *all* conventional shares for which you request conversion will be converted to ETF Shares of equivalent value. Because no fractional shares will have to be sold, the transaction will not be taxable.

Here are some important points to keep in mind when converting conventional shares of a Vanguard fund to ETF Shares:

- The conversion process can take anywhere from several days to several weeks, depending on your broker. Vanguard generally will process conversion requests either on the day they are received or on the next business day. Vanguard imposes conversion blackout windows around the dates when a fund with ETF Shares declares dividends. This is necessary to prevent a shareholder from collecting a dividend from both the conventional share class currently held and also from the ETF share class to which the shares will be converted.
- Until the conversion process is complete, you will remain fully invested in a fund's conventional shares, and your investment will increase or decrease in value in tandem with the NAV of those shares.
- The conversion transaction is nontaxable except, if applicable, to the very limited extent previously described.

**A precautionary note to investment companies:** Vanguard ETF Shares are issued by registered investment companies, and therefore the acquisition of such shares by other investment companies is subject to the restrictions of Section 12(d)(1) of the Investment Company Act of 1940. Vanguard has obtained an SEC exemptive order that allows registered investment companies to invest in the issuing funds beyond the limits of Section 12(d)(1), subject to certain terms and conditions, including the requirement to enter into a participation agreement with Vanguard.

## **Frequent Trading and Market-Timing**

Unlike frequent trading of a Vanguard fund's conventional (i.e., not exchange-traded) classes of shares, frequent trading of ETF Shares does not disrupt portfolio management or otherwise harm fund shareholders. The vast majority of trading in ETF Shares occurs on the secondary market. Because these trades do not involve the issuing fund, they do not harm the fund or its shareholders. Certain broker-dealers are authorized to purchase and redeem ETF Shares directly with the issuing fund. Because these trades typically are effected in kind (i.e., for securities and not for cash), or are assessed a transaction fee when effected in cash, they do not cause any of the harmful effects to the issuing fund (as previously noted) that may result from frequent trading. For

these reasons, the board of trustees of each fund that issues ETF Shares has determined that it is not necessary to adopt policies and procedures to detect and deter frequent trading and market-timing of ETF Shares.

## Portfolio Holdings

Please consult the Funds' *Statement of Additional Information* or our website for a description of the policies and procedures that govern disclosure of a Fund's portfolio holdings.

## Turnover Rate

Although the Funds generally seek to invest for the long term, each Fund may sell securities regardless of how long they have been held. Generally, an index fund sells securities in response to redemption requests from shareholders of conventional (not exchange-traded) shares or to changes in the composition of its target index. Turnover rates for large-cap stock index funds tend to be low because large-cap indexes typically do not change significantly from year to year. Turnover rates for mid-cap and small-cap stock index funds tend to be higher than for large-cap stock index funds (although still relatively low, compared with actively managed stock funds) because the indexes they track are more likely to change as a result of companies merging, growing, or failing. The **Financial Highlights** section of this prospectus shows historical turnover rates for each Fund. A turnover rate of 100%, for example, would mean that a Fund had sold and replaced securities valued at 100% of its net assets within a one-year period. In general, the greater the turnover rate, the greater the impact transaction costs will have on a fund's return. Also, funds with high turnover rates may be more likely to generate capital gains, including short-term capital gains, that must be distributed to shareholders and will be taxable to shareholders investing through a taxable account.

## The Funds and Vanguard

Each Fund is a member of The Vanguard Group, a family of over 200 funds. All of the funds that are members of The Vanguard Group (other than funds of funds) share in the expenses associated with administrative services and business operations, such as personnel, office space, and equipment.

Vanguard Marketing Corporation provides marketing services to the funds. Although fund shareholders do not pay sales commissions or 12b-1 distribution fees, each fund (other than a fund of funds) or each share class of a fund (in the case of a fund with multiple share classes) pays its allocated share of the Vanguard funds' marketing costs.

## Plain Talk About Vanguard's Unique Corporate Structure

The Vanguard Group is owned jointly by the funds it oversees and thus indirectly by the shareholders in those funds. Most other mutual funds are operated by management companies that are owned by third parties—either public or private stockholders—and not by the funds they serve.

### Investment Advisor

The Vanguard Group, Inc., P.O. Box 2600, Valley Forge, PA 19482, which began operations in 1975, serves as advisor to the Funds through its Equity Index Group. As of August 31, 2020, Vanguard served as advisor for approximately \$5.4 trillion in assets. Vanguard provides investment advisory services to the Funds pursuant to the Funds' Service Agreement and subject to the supervision and oversight of the trustees and officers of the Funds.

For the fiscal year ended August 31, 2020, the advisory expenses represented an effective annual rate of each Fund's average net assets as follows: for the S&P 500 Value Index, S&P 500 Growth Index, S&P Small-Cap 600 Value Index, S&P Mid-Cap 400 Index, S&P Mid-Cap 400 Growth Index, and S&P Mid-Cap 400 Value Index Funds, 0.01%; for the S&P Small-Cap 600 Index Funds, 0.02%.

Under the terms of an SEC exemption (except with respect to the S&P Small-Cap 600 Index Fund and the S&P Small-Cap 600 Growth Index Fund), the Funds' board of trustees may, without prior approval from shareholders, change the terms of an advisory agreement with a third-party investment advisor or hire a new third-party investment advisor—either as a replacement for an existing advisor or as an additional advisor. Any significant change in a Fund's advisory arrangements will be communicated to shareholders in writing. As the Funds' sponsor and overall manager, Vanguard may provide investment advisory services to a Fund at any time. Vanguard may also recommend to the board of trustees that an advisor be hired, terminated, or replaced or that the terms of an existing advisory agreement be revised. The Funds have filed an application seeking a similar SEC exemption with respect to investment advisors that are wholly owned subsidiaries of Vanguard. If the exemption is granted, the Funds (other than the S&P Small-Cap 600 Index Fund and the S&P Small-Cap 600 Growth Index Fund) may rely on the new SEC relief.

For a discussion of why the board of trustees approved each Fund's investment advisory arrangement, see the most recent annual reports to shareholders covering the fiscal year ended August 31.

The managers primarily responsible for the day-to-day management of the Funds are:

**Donald M. Butler**, CFA, Principal of Vanguard. He has been with Vanguard since 1992; has managed investment portfolios since 1997; and has co-managed the S&P 500 Value Index, S&P 500 Growth Index, S&P Small-Cap 600 Index, S&P Small-Cap 600 Value Index, and S&P Small-Cap 600 Growth Index Funds since 2015. Education: B.S.B.A., Shippensburg University.

**William A. Coleman**, CFA, Portfolio Manager at Vanguard. He has worked in investment management since joining Vanguard in 2006; has managed the S&P Small-Cap 600 Index, S&P Small-Cap 600 Value Index, and S&P Small-Cap 600 Growth Index Funds since 2013 (co-managed since 2015); and has co-managed the S&P Mid-Cap 400 Index, S&P Mid-Cap 400 Value Index, and S&P Mid-Cap 400 Growth Index Funds since 2015. Education: B.S., King's College; M.S., Saint Joseph's University.

**Awais Khan**, CFA, Portfolio Manager at Vanguard. He has been with Vanguard since 2010; has worked in investment management since 2012; and has co-managed the S&P Mid-Cap 400 Index, S&P Mid-Cap 400 Value Index, and S&P Mid-Cap 400 Growth Index Funds since 2017. Education: B.S./B.S.B.A., University of North Carolina.

**Michelle Louie**, CFA, Portfolio Manager at Vanguard. She has been with Vanguard since 2010, has worked in investment management since 2011, has managed investment portfolios since 2016, and has co-managed the S&P 500 Value Index and S&P 500 Growth Index Funds since 2017. Education: B.S., The American University; M.B.A., Georgia Institute of Technology.

The Funds' *Statement of Additional Information* provides information about each portfolio manager's compensation, other accounts under management, and ownership of shares of the Funds.

## Dividends, Capital Gains, and Taxes

### Fund Distributions

Each Fund distributes to shareholders virtually all of its net income (interest and dividends, less expenses) as well as any net short-term or long-term capital gains realized from the sale of its holdings. Income dividends for the S&P Mid-Cap 400 Index, S&P 500 Value Index, S&P 500 Growth Index, S&P Small-Cap 600 Value Index, and S&P Small-Cap 600 Growth Index Funds generally are distributed quarterly in March, June, September, and December; income dividends for the S&P Mid-Cap 400 Value Index, S&P Mid-Cap 400 Growth Index, and S&P Small-Cap 600 Index Funds generally are distributed annually in December. Capital gains distributions, if any, generally occur annually in December. In addition, each Fund may occasionally make a supplemental distribution at some other time during the year.

#### Plain Talk About Distributions

As a shareholder, you are entitled to your portion of a fund's income from interest and dividends as well as capital gains from the fund's sale of investments. Income consists of both the dividends that the fund earns from any stock holdings and the interest it receives from any money market and bond investments. Capital gains are realized whenever the fund sells securities for higher prices than it paid for them. These capital gains are either short-term or long-term, depending on whether the fund held the securities for one year or less or for more than one year.

### Reinvestment of Distributions

In order to reinvest dividend and capital gains distributions, investors in a Fund's ETF Shares must hold their shares at a broker that offers a reinvestment service. This can be the broker's own service or a service made available by a third party, such as the broker's outside clearing firm or the Depository Trust Company (DTC). If a reinvestment service is available, distributions of income and capital gains can automatically be reinvested in additional whole and fractional ETF Shares of the Fund. If a reinvestment service is not available, investors will receive their distributions in cash. To determine whether a reinvestment service is available and whether there is a commission or other charge for using this service, consult your broker.

As with all exchange-traded funds, reinvestment of dividend and capital gains distributions in additional ETF Shares will occur four business days or more after the ex-dividend date (the date when a distribution of dividends or capital gains is

deducted from the price of a Fund's shares). The exact number of days depends on your broker. During that time, the amount of your distribution will not be invested in the Fund and therefore will not share in the Fund's income, gains, and losses.

## **Basic Tax Points**

Investors in taxable accounts should be aware of the following basic federal income tax points:

- Distributions are taxable to you whether or not you reinvest these amounts in additional ETF Shares.
- Distributions declared in December—if paid to you by the end of January—are taxable as if received in December.
- Any dividend distribution or short-term capital gains distribution that you receive is taxable to you as ordinary income. If you are an individual and meet certain holding-period requirements with respect to your ETF Shares, you may be eligible for reduced tax rates on "qualified dividend income," if any, distributed by the Fund.
- Any distribution of net long-term capital gains is taxable to you as long-term capital gains, no matter how long you have owned ETF Shares.
- Capital gains distributions may vary considerably from year to year as a result of the Funds' normal investment activities and cash flows.
- A sale of ETF Shares is a taxable event. This means that you may have a capital gain to report as income, or a capital loss to report as a deduction, when you complete your tax return.

Individuals, trusts, and estates whose income exceeds certain threshold amounts are subject to a 3.8% Medicare contribution tax on "net investment income." Net investment income takes into account distributions paid by the Fund and capital gains from any sale of ETF Shares.

Dividend distributions and capital gains distributions that you receive, as well as your gains or losses from any sale of ETF Shares, may be subject to state and local income taxes.

This prospectus provides general tax information only. If you are investing through a tax-advantaged account, such as an IRA or an employer-sponsored retirement or savings plan, special tax rules apply. Please consult your tax advisor for detailed information about any tax consequences for you.

## Share Price and Market Price

Share price, also known as *net asset value* (NAV), is calculated as of the close of regular trading on the New York Stock Exchange (NYSE), generally 4 p.m., Eastern time, on each day that the NYSE is open for business (a business day). In the rare event the NYSE experiences unanticipated disruptions and is unavailable at the close of the trading day, NAVs will be calculated as of the close of regular trading on the Nasdaq (or another alternate exchange if the Nasdaq is unavailable, as determined at Vanguard's discretion), generally 4 p.m., Eastern time. Each share class has its own NAV, which is computed by dividing the total assets, minus liabilities, allocated to the share class by the number of Fund shares outstanding for that class. On U.S. holidays or other days when the NYSE is closed, the NAV is not calculated, and the Funds do not sell or redeem shares. However, on those days the value of a Fund's assets may be affected to the extent that the Fund holds securities that change in value on those days (such as foreign securities that trade on foreign markets that are open).

Remember: If you buy or sell ETF Shares on the secondary market, you will pay or receive the market price, which may be higher or lower than NAV. Your transaction will be priced at NAV only if you purchase or redeem your ETF Shares in Creation Unit blocks (an option available only to certain authorized broker-dealers) or if you convert your conventional fund shares to ETF Shares.

Stocks held by a Vanguard fund are valued at their *market value* when reliable market quotations are readily available from the principal exchange or market on which they are traded. Such securities are generally valued at their official closing price, the last reported sales price, or if there were no sales that day, the mean between the closing bid and asking prices. When a fund determines that market quotations either are not readily available or do not accurately reflect the value of a security, the security is priced at its *fair value* (the amount that the owner might reasonably expect to receive upon the current sale of the security).

The values of any foreign securities held by a fund are converted into U.S. dollars using an exchange rate obtained from an independent third party as of the close of regular trading on the NYSE. The values of any mutual fund shares, including institutional money market fund shares, held by a fund are based on the NAVs of the shares. The values of any ETF shares or closed-end fund shares held by a fund are based on the market value of the shares.

A fund also will use fair-value pricing if the value of a security it holds has been materially affected by events occurring before the fund's pricing time but after the close of the principal exchange or market on which the security is traded. This most commonly occurs with foreign securities, which may trade on foreign exchanges that close many hours before the fund's pricing time. Intervening

events might be company-specific (e.g., earnings report, merger announcement) or country-specific or regional/global (e.g., natural disaster, economic or political news, act of terrorism, interest rate change). Intervening events include price movements in U.S. markets that exceed a specified threshold or that are otherwise deemed to affect the value of foreign securities.

Fair-value pricing may be used for domestic securities—for example, if (1) trading in a security is halted and does not resume before the fund’s pricing time or a security does not trade in the course of a day and (2) the fund holds enough of the security that its price could affect the NAV.

Fair-value prices are determined by Vanguard according to procedures adopted by the board of trustees. When fair-value pricing is employed, the prices of securities used by a fund to calculate the NAV may differ from quoted or published prices for the same securities.

Vanguard’s website will show the previous day’s closing NAV and closing market price for each Fund’s ETF Shares.

## Additional Information

|                                                | Inception Date | Vanguard<br>Fund<br>Number | CUSIP<br>Number |
|------------------------------------------------|----------------|----------------------------|-----------------|
| <b>S&amp;P 500 Value Index Fund</b>            |                |                            |                 |
| ETF Shares                                     | 9/7/2010       | 3340                       | 921932703       |
| <b>S&amp;P 500 Growth Index Fund</b>           |                |                            |                 |
| ETF Shares                                     | 9/7/2010       | 3341                       | 921932505       |
| <b>S&amp;P Mid-Cap 400 Index Fund</b>          |                |                            |                 |
| ETF Shares                                     | 9/7/2010       | 3342                       | 921932885       |
| <b>S&amp;P Mid-Cap 400 Value Index Fund</b>    |                |                            |                 |
| ETF Shares                                     | 9/7/2010       | 3344                       | 921932844       |
| <b>S&amp;P Mid-Cap 400 Growth Index Fund</b>   |                |                            |                 |
| ETF Shares                                     | 9/7/2010       | 3343                       | 921932869       |
| <b>S&amp;P Small-Cap 600 Index Fund</b>        |                |                            |                 |
| ETF Shares                                     | 9/7/2010       | 3345                       | 921932828       |
| <b>S&amp;P Small-Cap 600 Value Index Fund</b>  |                |                            |                 |
| ETF Shares                                     | 9/7/2010       | 3346                       | 921932778       |
| <b>S&amp;P Small-Cap 600 Growth Index Fund</b> |                |                            |                 |
| ETF Shares                                     | 9/7/2010       | 3347                       | 921932794       |

Certain affiliates of the Funds and the advisor may purchase and resell ETF Shares pursuant to the prospectus.

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# Financial Highlights

Financial highlights information is intended to help you understand a fund's performance for the past five years (or, if shorter, its period of operations). Certain information reflects financial results for a single fund share. Total return represents the rate that an investor would have earned or lost each period on an investment in a fund or share class (assuming reinvestment of all distributions). This information has been obtained from the financial statements audited by PricewaterhouseCoopers LLP, an independent registered public accounting firm, whose report, along with fund financial statements, is included in a fund's most recent annual report to shareholders. You may obtain a free copy of a fund's latest annual or semiannual report, which is available upon request.

## Vanguard S&P 500 Value Index Fund ETF Shares

|                                                        | Year Ended August 31, |                    |                    |                    |                |
|--------------------------------------------------------|-----------------------|--------------------|--------------------|--------------------|----------------|
| For a Share Outstanding Throughout Each Period         | 2020                  | 2019               | 2018               | 2017               | 2016           |
| <b>Net Asset Value, Beginning of Period</b>            | <b>\$111.46</b>       | <b>\$111.93</b>    | <b>\$101.33</b>    | <b>\$92.41</b>     | <b>\$83.75</b> |
| <b>Investment Operations</b>                           |                       |                    |                    |                    |                |
| Net Investment Income                                  | 2.984 <sup>1</sup>    | 2.694 <sup>1</sup> | 2.558 <sup>1</sup> | 2.422 <sup>1</sup> | 2.125          |
| Net Realized and Unrealized Gain (Loss) on Investments | 0.683                 | (0.511)            | 10.535             | 8.726              | 8.605          |
| Total from Investment Operations                       | 3.667                 | 2.183              | 13.093             | 11.148             | 10.730         |
| <b>Distributions</b>                                   |                       |                    |                    |                    |                |
| Dividends from Net Investment Income                   | (2.837)               | (2.653)            | (2.493)            | (2.228)            | (2.070)        |
| Distributions from Realized Capital Gains              | —                     | —                  | —                  | —                  | —              |
| Total Distributions                                    | (2.837)               | (2.653)            | (2.493)            | (2.228)            | (2.070)        |
| <b>Net Asset Value, End of Period</b>                  | <b>\$112.29</b>       | <b>\$111.46</b>    | <b>\$111.93</b>    | <b>\$101.33</b>    | <b>\$92.41</b> |
| <b>Total Return</b>                                    | <b>3.33%</b>          | <b>2.05%</b>       | <b>13.08%</b>      | <b>12.19%</b>      | <b>13.03%</b>  |
| <b>Ratios/Supplemental Data</b>                        |                       |                    |                    |                    |                |
| Net Assets, End of Period (Millions)                   | \$1,244               | \$984              | \$873              | \$768              | \$487          |
| Ratio of Total Expenses to Average Net Assets          | 0.10%                 | 0.10%              | 0.15%              | 0.15%              | 0.15%          |
| Ratio of Net Investment Income to Average Net Assets   | 2.66%                 | 2.48%              | 2.38%              | 2.46%              | 2.64%          |
| Portfolio Turnover Rate <sup>2</sup>                   | 31%                   | 28%                | 20%                | 16%                | 22%            |

1 Calculated based on average shares outstanding.

2 Excludes the value of portfolio securities received or delivered as a result of in-kind purchases or redemptions of the fund's capital shares, including ETF Creation Units.

## Vanguard S&P 500 Growth Index Fund ETF Shares

| For a Share Outstanding Throughout Each Period         | Year Ended August 31, |                    |                    |                    |                 |
|--------------------------------------------------------|-----------------------|--------------------|--------------------|--------------------|-----------------|
|                                                        | 2020                  | 2019               | 2018               | 2017               | 2016            |
| <b>Net Asset Value, Beginning of Period</b>            | <b>\$161.81</b>       | <b>\$158.27</b>    | <b>\$127.78</b>    | <b>\$109.12</b>    | <b>\$99.21</b>  |
| <b>Investment Operations</b>                           |                       |                    |                    |                    |                 |
| Net Investment Income                                  | 2.111 <sup>1</sup>    | 2.156 <sup>1</sup> | 1.833 <sup>1</sup> | 1.841 <sup>1</sup> | 1.565           |
| Net Realized and Unrealized Gain (Loss) on Investments | 57.589                | 3.437              | 30.442             | 18.527             | 9.857           |
| Total from Investment Operations                       | 59.700                | 5.593              | 32.275             | 20.368             | 11.422          |
| <b>Distributions</b>                                   |                       |                    |                    |                    |                 |
| Dividends from Net Investment Income                   | (2.190)               | (2.053)            | (1.785)            | (1.708)            | (1.512)         |
| Distributions from Realized Capital Gains              | —                     | —                  | —                  | —                  | —               |
| Total Distributions                                    | (2.190)               | (2.053)            | (1.785)            | (1.708)            | (1.512)         |
| <b>Net Asset Value, End of Period</b>                  | <b>\$219.32</b>       | <b>\$161.81</b>    | <b>\$158.27</b>    | <b>\$127.78</b>    | <b>\$109.12</b> |
| <b>Total Return</b>                                    | <b>37.29%</b>         | <b>3.60%</b>       | <b>25.48%</b>      | <b>18.85%</b>      | <b>11.62%</b>   |
| <b>Ratios/Supplemental Data</b>                        |                       |                    |                    |                    |                 |
| Net Assets, End of Period (Millions)                   | \$4,485               | \$2,755            | \$2,327            | \$1,664            | \$1,031         |
| Ratio of Total Expenses to Average Net Assets          | 0.10%                 | 0.10%              | 0.15%              | 0.15%              | 0.15%           |
| Ratio of Net Investment Income to Average Net Assets   | 1.20%                 | 1.41%              | 1.29%              | 1.57%              | 1.59%           |
| Portfolio Turnover Rate <sup>2</sup>                   | 24%                   | 23%                | 18%                | 19%                | 20%             |

1 Calculated based on average shares outstanding.

2 Excludes the value of portfolio securities received or delivered as a result of in-kind purchases or redemptions of the fund's capital shares, including ETF Creation Units.

## Vanguard S&P Mid-Cap 400 Index Fund ETF Shares

|                                                        | Year Ended August 31, |                    |                    |                    |                 |
|--------------------------------------------------------|-----------------------|--------------------|--------------------|--------------------|-----------------|
| For a Share Outstanding Throughout Each Period         | 2020                  | 2019               | 2018               | 2017               | 2016            |
| <b>Net Asset Value, Beginning of Period</b>            | <b>\$127.18</b>       | <b>\$138.01</b>    | <b>\$116.74</b>    | <b>\$105.51</b>    | <b>\$95.87</b>  |
| <b>Investment Operations</b>                           |                       |                    |                    |                    |                 |
| Net Investment Income                                  | 1.959 <sup>1</sup>    | 1.880 <sup>1</sup> | 1.778 <sup>1</sup> | 1.510 <sup>1</sup> | 1.393           |
| Net Realized and Unrealized Gain (Loss) on Investments | 3.205                 | (10.864)           | 21.199             | 11.294             | 10.091          |
| Total from Investment Operations                       | 5.164                 | (8.984)            | 22.977             | 12.804             | 11.484          |
| <b>Distributions</b>                                   |                       |                    |                    |                    |                 |
| Dividends from Net Investment Income                   | (2.034)               | (1.846)            | (1.707)            | (1.574)            | (1.844)         |
| Distributions from Realized Capital Gains              | —                     | —                  | —                  | —                  | —               |
| Total Distributions                                    | (2.034)               | (1.846)            | (1.707)            | (1.574)            | (1.844)         |
| <b>Net Asset Value, End of Period</b>                  | <b>\$130.31</b>       | <b>\$127.18</b>    | <b>\$138.01</b>    | <b>\$116.74</b>    | <b>\$105.51</b> |
| <b>Total Return</b>                                    | <b>4.11%</b>          | <b>-6.50%</b>      | <b>19.82%</b>      | <b>12.22%</b>      | <b>12.19%</b>   |
| <b>Ratios/Supplemental Data</b>                        |                       |                    |                    |                    |                 |
| Net Assets, End of Period (Millions)                   | \$890                 | \$919              | \$973              | \$727              | \$485           |
| Ratio of Total Expenses to Average Net Assets          | 0.10%                 | 0.10%              | 0.15%              | 0.15%              | 0.15%           |
| Ratio of Net Investment Income to Average Net Assets   | 1.57%                 | 1.47%              | 1.38%              | 1.34%              | 1.56%           |
| Portfolio Turnover Rate <sup>2</sup>                   | 17%                   | 10%                | 12%                | 13%                | 11%             |

1 Calculated based on average shares outstanding.

2 Excludes the value of portfolio securities received or delivered as a result of in-kind purchases or redemptions of the fund's capital shares, including ETF Creation Units.

## Vanguard S&P Mid-Cap 400 Value Index Fund ETF Shares

|                                                        | Year Ended August 31, |                 |                 |                 |                 |
|--------------------------------------------------------|-----------------------|-----------------|-----------------|-----------------|-----------------|
| For a Share Outstanding Throughout Each Period         | 2020                  | 2019            | 2018            | 2017            | 2016            |
| <b>Net Asset Value, Beginning of Period</b>            | <b>\$117.53</b>       | <b>\$130.06</b> | <b>\$112.31</b> | <b>\$101.70</b> | <b>\$91.40</b>  |
| <b>Investment Operations</b>                           |                       |                 |                 |                 |                 |
| Net Investment Income <sup>1</sup>                     | 2.423                 | 2.061           | 2.090           | 1.767           | 1.891           |
| Net Realized and Unrealized Gain (Loss) on Investments | (8.078)               | (12.629)        | 17.548          | 10.344          | 9.880           |
| Total from Investment Operations                       | (5.655)               | (10.568)        | 19.638          | 12.111          | 11.771          |
| <b>Distributions</b>                                   |                       |                 |                 |                 |                 |
| Dividends from Net Investment Income                   | (2.275)               | (1.962)         | (1.888)         | (1.501)         | (1.471)         |
| Distributions from Realized Capital Gains              | —                     | —               | —               | —               | —               |
| Total Distributions                                    | (2.275)               | (1.962)         | (1.888)         | (1.501)         | (1.471)         |
| <b>Net Asset Value, End of Period</b>                  | <b>\$109.60</b>       | <b>\$117.53</b> | <b>\$130.06</b> | <b>\$112.31</b> | <b>\$101.70</b> |
| <b>Total Return</b>                                    | <b>-5.10%</b>         | <b>-8.04%</b>   | <b>17.60%</b>   | <b>11.91%</b>   | <b>13.13%</b>   |
| <b>Ratios/Supplemental Data</b>                        |                       |                 |                 |                 |                 |
| Net Assets, End of Period (Millions)                   | \$501                 | \$685           | \$735           | \$632           | \$460           |
| Ratio of Total Expenses to Average Net Assets          | 0.15%                 | 0.15%           | 0.20%           | 0.20%           | 0.20%           |
| Ratio of Net Investment Income to Average Net Assets   | 2.13%                 | 1.72%           | 1.72%           | 1.61%           | 1.97%           |
| Portfolio Turnover Rate <sup>2</sup>                   | 51%                   | 38%             | 36%             | 39%             | 26%             |

1 Calculated based on average shares outstanding.

2 Excludes the value of portfolio securities received or delivered as a result of in-kind purchases or redemptions of the fund's capital shares, including ETF Creation Units.

## Vanguard S&P Mid-Cap 400 Growth Index Fund ETF Shares

|                                                        | Year Ended August 31, |                    |                    |                    |                 |
|--------------------------------------------------------|-----------------------|--------------------|--------------------|--------------------|-----------------|
| For a Share Outstanding Throughout Each Period         | 2020                  | 2019               | 2018               | 2017               | 2016            |
| <b>Net Asset Value, Beginning of Period</b>            | <b>\$137.70</b>       | <b>\$146.46</b>    | <b>\$121.33</b>    | <b>\$109.76</b>    | <b>\$99.88</b>  |
| <b>Investment Operations</b>                           |                       |                    |                    |                    |                 |
| Net Investment Income                                  | 1.359 <sup>1</sup>    | 1.519 <sup>1</sup> | 1.268 <sup>1</sup> | 1.152 <sup>1</sup> | 0.954           |
| Net Realized and Unrealized Gain (Loss) on Investments | 15.183                | (9.084)            | 25.098             | 11.576             | 9.960           |
| Total from Investment Operations                       | 16.542                | (7.565)            | 26.366             | 12.728             | 10.914          |
| <b>Distributions</b>                                   |                       |                    |                    |                    |                 |
| Dividends from Net Investment Income                   | (1.722)               | (1.195)            | (1.236)            | (1.158)            | (1.034)         |
| Distributions from Realized Capital Gains              | —                     | —                  | —                  | —                  | —               |
| Total Distributions                                    | (1.722)               | (1.195)            | (1.236)            | (1.158)            | (1.034)         |
| <b>Net Asset Value, End of Period</b>                  | <b>\$152.52</b>       | <b>\$137.70</b>    | <b>\$146.46</b>    | <b>\$121.33</b>    | <b>\$109.76</b> |
| <b>Total Return</b>                                    | <b>12.08%</b>         | <b>-5.08%</b>      | <b>21.83%</b>      | <b>11.67%</b>      | <b>11.04%</b>   |
| <b>Ratios/Supplemental Data</b>                        |                       |                    |                    |                    |                 |
| Net Assets, End of Period (Millions)                   | \$774                 | \$737              | \$831              | \$686              | \$513           |
| Ratio of Total Expenses to Average Net Assets          | 0.15%                 | 0.15%              | 0.20%              | 0.20%              | 0.20%           |
| Ratio of Net Investment Income to Average Net Assets   | 0.98%                 | 1.13%              | 0.94%              | 0.99%              | 1.08%           |
| Portfolio Turnover Rate <sup>2</sup>                   | 49%                   | 40%                | 43%                | 40%                | 38%             |

1 Calculated based on average shares outstanding.

2 Excludes the value of portfolio securities received or delivered as a result of in-kind purchases or redemptions of the fund's capital shares, including ETF Creation Units.

## Vanguard S&P Small-Cap 600 Index Fund ETF Shares

|                                                        | Year Ended August 31, |                 |                 |                 |                 |
|--------------------------------------------------------|-----------------------|-----------------|-----------------|-----------------|-----------------|
| For a Share Outstanding Throughout Each Period         | 2020                  | 2019            | 2018            | 2017            | 2016            |
| <b>Net Asset Value, Beginning of Period</b>            | <b>\$138.09</b>       | <b>\$164.67</b> | <b>\$125.83</b> | <b>\$112.23</b> | <b>\$100.42</b> |
| <b>Investment Operations</b>                           |                       |                 |                 |                 |                 |
| Net Investment Income <sup>1</sup>                     | 1.946                 | 1.941           | 1.784           | 1.573           | 1.375           |
| Net Realized and Unrealized Gain (Loss) on Investments | (2.340)               | (26.858)        | 38.598          | 13.212          | 11.683          |
| Total from Investment Operations                       | (0.394)               | (24.917)        | 40.382          | 14.785          | 13.058          |
| <b>Distributions</b>                                   |                       |                 |                 |                 |                 |
| Dividends from Net Investment Income                   | (2.086)               | (1.663)         | (1.542)         | (1.185)         | (1.248)         |
| Distributions from Realized Capital Gains              | —                     | —               | —               | —               | —               |
| Total Distributions                                    | (2.086)               | (1.663)         | (1.542)         | (1.185)         | (1.248)         |
| <b>Net Asset Value, End of Period</b>                  | <b>\$135.61</b>       | <b>\$138.09</b> | <b>\$164.67</b> | <b>\$125.83</b> | <b>\$112.23</b> |
| <b>Total Return</b>                                    | <b>-0.43%</b>         | <b>-15.09%</b>  | <b>32.32%</b>   | <b>13.18%</b>   | <b>13.17%</b>   |
| <b>Ratios/Supplemental Data</b>                        |                       |                 |                 |                 |                 |
| Net Assets, End of Period (Millions)                   | \$987                 | \$991           | \$1,107         | \$683           | \$342           |
| Ratio of Total Expenses to Average Net Assets          | 0.10%                 | 0.10%           | 0.15%           | 0.15%           | 0.15%           |
| Ratio of Net Investment Income to Average Net Assets   | 1.46%                 | 1.36%           | 1.23%           | 1.27%           | 1.36%           |
| Portfolio Turnover Rate <sup>2</sup>                   | 15%                   | 9%              | 13%             | 22%             | 15%             |

1 Calculated based on average shares outstanding.

2 Excludes the value of portfolio securities received or delivered as a result of in-kind purchases or redemptions of the fund's capital shares, including ETF Creation Units.

## Vanguard S&P Small-Cap 600 Value Index Fund ETF Shares

|                                                        | Year Ended August 31, |                    |                    |                    |                 |
|--------------------------------------------------------|-----------------------|--------------------|--------------------|--------------------|-----------------|
| For a Share Outstanding Throughout Each Period         | 2020                  | 2019               | 2018               | 2017               | 2016            |
| <b>Net Asset Value, Beginning of Period</b>            | <b>\$123.23</b>       | <b>\$149.05</b>    | <b>\$118.23</b>    | <b>\$106.98</b>    | <b>\$94.66</b>  |
| <b>Investment Operations</b>                           |                       |                    |                    |                    |                 |
| Net Investment Income                                  | 2.182 <sup>1</sup>    | 2.141 <sup>1</sup> | 2.087 <sup>1</sup> | 1.749 <sup>1</sup> | 1.352           |
| Net Realized and Unrealized Gain (Loss) on Investments | (10.786)              | (25.811)           | 30.593             | 11.165             | 12.736          |
| Total from Investment Operations                       | (8.604)               | (23.670)           | 32.680             | 12.914             | 14.088          |
| <b>Distributions</b>                                   |                       |                    |                    |                    |                 |
| Dividends from Net Investment Income                   | (2.116)               | (2.150)            | (1.860)            | (1.664)            | (1.768)         |
| Distributions from Realized Capital Gains              | —                     | —                  | —                  | —                  | —               |
| Total Distributions                                    | (2.116)               | (2.150)            | (1.860)            | (1.664)            | (1.768)         |
| <b>Net Asset Value, End of Period</b>                  | <b>\$112.51</b>       | <b>\$123.23</b>    | <b>\$149.05</b>    | <b>\$118.23</b>    | <b>\$106.98</b> |
| <b>Total Return</b>                                    | <b>-7.08%</b>         | <b>-15.93%</b>     | <b>27.84%</b>      | <b>12.11%</b>      | <b>15.14%</b>   |
| <b>Ratios/Supplemental Data</b>                        |                       |                    |                    |                    |                 |
| Net Assets, End of Period (Millions)                   | \$501                 | \$373              | \$410              | \$210              | \$126           |
| Ratio of Total Expenses to Average Net Assets          | 0.15%                 | 0.15%              | 0.20%              | 0.20%              | 0.20%           |
| Ratio of Net Investment Income to Average Net Assets   | 1.90%                 | 1.66%              | 1.54%              | 1.49%              | 1.49%           |
| Portfolio Turnover Rate <sup>2</sup>                   | 46%                   | 39%                | 34%                | 46%                | 42%             |

1 Calculated based on average shares outstanding.

2 Excludes the value of portfolio securities received or delivered as a result of in-kind purchases or redemptions of the fund's capital shares, including ETF Creation Units.

## Vanguard S&P Small-Cap 600 Growth Index Fund ETF Shares

|                                                        | Year Ended August 31, |                    |                    |                    |                 |
|--------------------------------------------------------|-----------------------|--------------------|--------------------|--------------------|-----------------|
| For a Share Outstanding Throughout Each Period         | 2020                  | 2019               | 2018               | 2017               | 2016            |
| <b>Net Asset Value, Beginning of Period</b>            | <b>\$152.33</b>       | <b>\$179.42</b>    | <b>\$132.10</b>    | <b>\$117.25</b>    | <b>\$106.99</b> |
| <b>Investment Operations</b>                           |                       |                    |                    |                    |                 |
| Net Investment Income                                  | 1.464 <sup>1</sup>    | 1.475 <sup>1</sup> | 1.222 <sup>1</sup> | 1.222 <sup>1</sup> | 1.180           |
| Net Realized and Unrealized Gain (Loss) on Investments | 6.656                 | (27.154)           | 47.288             | 14.762             | 10.685          |
| Total from Investment Operations                       | 8.120                 | (25.679)           | 48.510             | 15.984             | 11.865          |
| <b>Distributions</b>                                   |                       |                    |                    |                    |                 |
| Dividends from Net Investment Income                   | (1.490)               | (1.411)            | (1.190)            | (1.134)            | (1.605)         |
| Distributions from Realized Capital Gains              | —                     | —                  | —                  | —                  | —               |
| Total Distributions                                    | (1.490)               | (1.411)            | (1.190)            | (1.134)            | (1.605)         |
| <b>Net Asset Value, End of Period</b>                  | <b>\$158.96</b>       | <b>\$152.33</b>    | <b>\$179.42</b>    | <b>\$132.10</b>    | <b>\$117.25</b> |
| <b>Total Return</b>                                    | <b>5.37%</b>          | <b>-14.32%</b>     | <b>36.92%</b>      | <b>13.67%</b>      | <b>11.24%</b>   |
| <b>Ratios/Supplemental Data</b>                        |                       |                    |                    |                    |                 |
| Net Assets, End of Period (Millions)                   | \$326                 | \$392              | \$547              | \$264              | \$132           |
| Ratio of Total Expenses to Average Net Assets          | 0.15%                 | 0.16%              | 0.20%              | 0.20%              | 0.20%           |
| Ratio of Net Investment Income to Average Net Assets   | 0.97%                 | 0.94%              | 0.80%              | 0.95%              | 1.15%           |
| Portfolio Turnover Rate <sup>2</sup>                   | 57%                   | 47%                | 37%                | 48%                | 48%             |

1 Calculated based on average shares outstanding.

2 Excludes the value of portfolio securities received or delivered as a result of in-kind purchases or redemptions of the fund's capital shares, including ETF Creation Units.

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# Glossary of Investment Terms

**Authorized Participant.** Institutional investors that are permitted to purchase Creation Units directly from, and redeem Creation Units directly with, the issuing fund. To be an Authorized Participant, an entity must be a participant in the Depository Trust Company and must enter into an agreement with the fund's Distributor.

**Bid-Ask Spread.** The difference between the highest price a buyer is willing to pay to purchase ETF Shares (bid) and the lowest price a seller is willing to accept for ETF Shares (ask) when buying or selling shares in the secondary market.

**Capital Gains Distributions.** Payments to fund shareholders of gains realized on securities that a fund has sold at a profit, minus any realized losses.

**Common Stock.** A security representing ownership rights in a corporation.

**Creation Unit.** A large block of a specified number of ETF Shares. Certain broker-dealers known as "Authorized Participants" may purchase and redeem ETF Shares from the issuing fund in Creation Unit size blocks.

**Dividend Distributions.** Payments to fund shareholders of income from interest or dividends generated by a fund's investments.

**Dow Jones U.S. Total Stock Market Float Adjusted Index.** An index that represents the entire U.S. stock market and tracks more than 5,000 stocks, excluding shares of securities not available for public trading.

**Ex-Dividend Date.** The date when a distribution of dividends and/or capital gains is deducted from the share price of a mutual fund, ETF, or stock. On the ex-dividend date, the share price drops by the amount of the distribution per share (plus or minus any market activity).

**Expense Ratio.** A fund's total annual operating expenses expressed as a percentage of the fund's average net assets. The expense ratio includes management and administrative expenses, but it does not include the transaction costs of buying and selling portfolio securities.

**Inception Date.** The date on which the assets of a fund (or one of its share classes) are first invested in accordance with the fund's investment objective. For funds with a subscription period, the inception date is the day after that period ends. Investment performance is generally measured from the inception date.

**Indexing.** A low-cost investment strategy in which a fund attempts to track—rather than outperform—a specified market benchmark, or “index.”

**Joint Committed Credit Facility.** Each Fund participates, along with other funds managed by Vanguard, in a committed credit facility provided by a syndicate of lenders pursuant to a credit agreement that may be renewed annually; each Vanguard fund is individually liable for its borrowings, if any, under the credit facility. The amount and terms of the committed credit facility are subject to approval by the Funds’ board of trustees and renegotiation with the lender syndicate on an annual basis.

**Median Market Capitalization.** An indicator of the size of companies in which a fund invests; the midpoint of market capitalization (market price x shares outstanding) of a fund’s stocks, weighted by the proportion of the fund’s assets invested in each stock. Stocks representing half of the fund’s assets have market capitalizations above the median, and the rest are below it.

**Mutual Fund.** An investment company that pools the money of many people and invests it in a variety of securities in an effort to achieve a specific objective over time.

**New York Stock Exchange (NYSE).** A stock exchange based in New York City that is open for regular trading on business days, Monday through Friday, from 9:30 a.m. to 4 p.m., Eastern time.

**Securities.** Stocks, bonds, money market instruments, and other investments.

**Total Return.** A percentage change, over a specified time period, in a fund’s net asset value, assuming the reinvestment of all distributions of dividends and capital gains.

**Volatility.** The fluctuations in value of a mutual fund or other security. The greater a fund’s volatility, the wider the fluctuations in its returns.

**Yield.** Income (interest or dividends) earned by an investment, expressed as a percentage of the investment’s price.

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#### **For More Information**

If you would like more information about Vanguard S&P ETFs, the following documents are available free upon request:

#### **Annual/Semiannual Reports to Shareholders**

Additional information about the Funds' investments is available in the Funds' annual and semiannual reports to shareholders. In the annual report, you will find a discussion of the market conditions and investment strategies that significantly affected the Funds' performance during their last fiscal year.

#### **Statement of Additional Information (SAI)**

The SAI provides more detailed information about the Funds' ETF Shares and is incorporated by reference into (and thus legally a part of) this prospectus.

To receive a free copy of the latest annual or semiannual report or the SAI, or to request additional information about Vanguard ETF Shares, please visit [vanguard.com](https://vanguard.com) or contact us as follows:

Telephone: 866-499-8473; Text telephone for people with hearing impairment: 800-749-7273

#### **Information Provided by the Securities and Exchange Commission (SEC)**

Reports and other information about the Funds are available in the EDGAR database on the SEC's website at [www.sec.gov](https://www.sec.gov), or you can receive copies of this information, for a fee, by electronic request at the following email address: [publicinfo@sec.gov](mailto:publicinfo@sec.gov).

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