



Financial Statements

July 31, 2025

Tidal Trust II

Grizzle Growth ETF | DARP | NYSE Arca, Inc.

Grizzle Growth ETF

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Schedule of Investments

Grizzle Growth ETF

July 31, 2025

COMMON STOCKS - 99.4%	Shares	Value
Auto Manufacturers - 0.9%		
Tesla, Inc. ^(a)	136 \$	41,925
Building Materials - 5.1%		
Trane Technologies PLC	570	249,706
Computers - 4.3%		
Apple, Inc.	1,029	213,589
Diversified Financial Services - 1.0%		
Galaxy Digital, Inc. - Class A ^(a)	1,653	46,988
Electric - 1.4%		
NextEra Energy, Inc.	985	69,994
Electronics - 2.4%		
Coherent Corp. ^(a)	1,115	119,974
Internet - 20.3%		
Alphabet, Inc. - Class A	1,769	339,471
Amazon.com, Inc. ^(a)	1,017	238,090
Meta Platforms, Inc. - Class A	375	290,040
Palo Alto Networks, Inc. ^(a)	289	50,170
Uber Technologies, Inc. ^(a)	886	77,747
		995,518
Machinery - Construction & Mining - 15.7%		
GE Vernova, Inc.	362	239,025
Vertiv Holdings Co. - Class A	3,649	531,294
		770,319
Mining - 5.1%		
Amerigo Resources Ltd.	20,580	32,004
Anfield Energy, Inc. ^(a)	462,188	35,102
Chilean Metals, Inc. ^{(a)(b)}	5,413	0
Ecora Resources PLC	36,363	35,507
Hot Chili Ltd. ^(a)	96,039	33,343
Kinross Gold Corp.	3,080	49,390
Lithium Royalty Corp. ^(a)	5,638	25,691
Patriot Battery Metals, Inc. ^(a)	8,329	22,712
Power Metallic Mines, Inc. ^(a)	20,354	17,519
		251,268
Miscellaneous Manufacturing - 1.8%		
Axon Enterprise, Inc. ^(a)	119	89,903

Schedule of Investments

Grizzle Growth ETF

July 31, 2025

Oil & Gas - 2.5%

Antero Resources Corp. ^(a)	1,036	36,188
Comstock Resources, Inc. ^(a)	2,414	43,138
Range Resources Corp.	1,224	44,945
		<u>124,271</u>

Oil & Gas Services - 0.2%

NOV, Inc.	896	<u>11,272</u>
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Semiconductors - 29.8%^(c)

Applied Materials, Inc.	270	48,616
ASML Holding NV	179	124,353
Intel Corp.	907	17,959
Micron Technology, Inc.	1,410	153,887
NVIDIA Corp.	5,374	955,873
Taiwan Semiconductor Manufacturing Co. Ltd. - ADR	664	160,436
		<u>1,461,124</u>

Software - 4.7%

Microsoft Corp.	430	<u>229,405</u>
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Telecommunications - 4.2%

Arista Networks, Inc. ^(a)	1,668	205,531
TOTAL COMMON STOCKS (Cost \$3,756,387)		<u>4,880,787</u>

SHORT-TERM INVESTMENTS

MONEY MARKET FUNDS - 0.7%

First American Government Obligations Fund - Class X, 4.23% ^(d)	33,363	33,363
TOTAL MONEY MARKET FUNDS (Cost \$33,363)		<u>33,363</u>

TOTAL INVESTMENTS - 100.1% (Cost \$3,789,750)		4,914,150
Liabilities in Excess of Other Assets - (0.1)%		(2,596)
TOTAL NET ASSETS - 100.0%		<u>\$ 4,911,554</u>

Percentages are stated as a percent of net assets.

ADR - American Depositary Receipt

PLC - Public Limited Company

(a) Non-income producing security.

(b) Fair value determined using significant unobservable inputs in accordance with procedures established by and under the supervision of the Adviser, acting as Valuation Designee. These securities represented \$0 or 0.0% of net assets as of July 31, 2025.

(c) To the extent that the Fund invests more heavily in a particular industry or sector of the economy, its performance will be especially sensitive to developments that significantly affect those industries or sectors.

(d) The rate shown represents the 7-day annualized effective yield as of July 31, 2025.

Statement of Assets and Liabilities

Grizzle Growth ETF

July 31, 2025

ASSETS:

Investments, at value (Note 2)	\$	4,914,150
Dividends receivable		426
Total assets		<u>4,914,576</u>

LIABILITIES:

Payable to adviser (Note 4)		3,022
Total liabilities		<u>3,022</u>

NET ASSETS

\$	4,911,554
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NET ASSETS CONSISTS OF:

Paid-in capital	\$	4,318,193
Total distributable earnings		593,361
Total net assets	\$	<u>4,911,554</u>

Net assets	\$	4,911,554
Shares issued and outstanding ^(a)		130,000
Net asset value per share	\$	37.78

COST:

Investments, at cost	\$	3,789,750
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(a) Unlimited shares authorized without par value.

Statement of Operations

Grizzle Growth ETF

For the Year Ended July 31, 2025

INVESTMENT INCOME:

Dividend income	\$	78,190
Less: Dividend withholding taxes		(5,950)
Less: Issuance fees		(226)
Total investment income		<u>72,014</u>

EXPENSES:

Investment advisory fee (Note 4)		<u>80,342</u>
Total expenses		<u>80,342</u>
NET INVESTMENT LOSS		<u>(8,328)</u>

REALIZED AND UNREALIZED GAIN (LOSS)

Net realized gain (loss) from:

Investments ^(a)		2,178,151
Foreign currency translation		(2,414)
Net realized gain (loss)		<u>2,175,737</u>

Net change in unrealized appreciation (depreciation) on:

Investments		(1,026,373)
Foreign currency translation		103
Net change in unrealized appreciation (depreciation)		<u>(1,026,270)</u>
Net realized and unrealized gain (loss)		<u>1,149,467</u>

NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS

\$	<u>1,141,139</u>
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(a) Includes realized gain (loss) as a result of in-kind redemptions (See Note 2 in the Notes to the Financial Statements).

Statements of Changes in Net Assets

Grizzle Growth ETF

	Year ended July 31, 2025	Year ended July 31, 2024
OPERATIONS:		
Net investment income (loss)	\$ (8,328)	\$ 22,140
Net realized gain (loss)	2,175,737	1,266,190
Net change in unrealized appreciation (depreciation)	(1,026,270)	1,930,186
Net increase (decrease) in net assets from operations	1,141,139	3,218,516
DISTRIBUTIONS TO SHAREHOLDERS:		
From earnings	(280,557)	(44,524)
Total distributions to shareholders	(280,557)	(44,524)
CAPITAL TRANSACTIONS:		
Shares sold	557,646	16,029,959
Shares redeemed	(11,243,415)	(5,788,929)
Net increase (decrease) in net assets from capital transactions	(10,685,769)	10,241,030
NET INCREASE (DECREASE) IN NET ASSETS	(9,825,187)	13,415,022
NET ASSETS:		
Beginning of the year	14,736,741	1,321,719
End of the year	\$ 4,911,554	\$ 14,736,741
SHARES TRANSACTIONS		
Shares sold	20,000	630,000
Shares redeemed	(370,000)	(200,000)
Total increase (decrease) in shares outstanding	(350,000)	430,000

Financial Highlights

Grizzle Growth ETF

For a share outstanding throughout the periods presented

	2025	Year ended July 31, 2024	2023	Period ended July 31, 2022 ^(a)
PER SHARE DATA:				
Net asset value, beginning of period	\$30.70	\$26.43	\$23.30	\$24.39
INVESTMENT OPERATIONS:				
Net investment income (loss) ^(b)	(0.02)	0.05	0.15	0.20
Net realized and unrealized gain (loss) on investments ^(c)	7.72	4.31	3.27	(1.29)
Total from investment operations	7.70	4.36	3.42	(1.09)
LESS DISTRIBUTIONS FROM:				
Net investment income	(0.62)	(0.09)	(0.29)	—
Total distributions	(0.62)	(0.09)	(0.29)	—
Net asset value, end of period	\$37.78	\$30.70	\$26.43	\$23.30
TOTAL RETURN^(d)	25.38%	16.52%	15.07%	-4.47%
SUPPLEMENTAL DATA AND RATIOS:				
Net assets, end of period (in thousands)	\$4,912	\$14,737	\$1,322	\$1,864
Ratio of expenses to average net assets ^(e)	0.75%	0.75%	0.75%	0.75%
Ratio of net investment income (loss) to average net assets ^(e)	(0.08)%	0.19%	0.66%	1.37%
Portfolio turnover rate ^{(d)(f)}	64%	85%	59%	102%

(a) Inception date of the Predecessor Fund was December 16, 2021.

(b) Net investment income per share has been calculated based on average shares outstanding during the periods.

(c) Realized and unrealized gains and losses per share in the caption are balancing amounts necessary to reconcile the change in net asset value per share for the periods, and may not reconcile with the aggregate gains and losses in the Statement of Operations due to share transactions for the periods.

(d) Not annualized for periods less than one year.

(e) Annualized for periods less than one year.

(f) Portfolio turnover rate excludes in-kind transactions.

The accompanying notes are an integral part of these financial statements.

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NOTE 1 – ORGANIZATION

The Grizzle Growth ETF (the “Fund”) is a non-diversified series of Tidal Trust II (the “Trust”). The Trust was organized as a Delaware statutory trust on January 13, 2022. The Trust is registered with the Securities and Exchange Commission (“SEC”) under the Investment Company Act of 1940, as amended (the “1940 Act”), as an open-end management investment company and the offering of the Fund’s shares (“Shares”) is registered under the Securities Act of 1933, as amended. The Trust is governed by the Board of Trustees (the “Board”). Tidal Investments LLC (“Tidal Investments” or the “Adviser”), a Tidal Financial Group company, serves as investment adviser to the Fund. Grizzle Investment Management, LLC (“Grizzle” or a “Sub-Adviser”) and Cambria Investment Management, L.P. (“Cambria” or a “Sub-Adviser”) (collectively with Grizzle, the “Sub-Advisers”) serve as investment sub-advisers to the Fund. The Fund is an investment company and accordingly follows the investment company accounting and reporting guidance of the Financial Accounting Standards Board (“FASB”) Accounting Standards Codification Topic 946 “Financial Services – Investment Companies”. The Fund reorganized into Tidal Trust II on August 25, 2023. The Predecessor Fund commenced operations on December 16, 2021.

The investment objective of the Fund is to seek capital appreciation.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES

The following is a summary of significant accounting policies consistently followed by the Fund. These policies are in conformity with accounting principles generally accepted in the United States of America (“U.S. GAAP”).

- A. *Security Valuation.* Equity securities, which may include Real Estate Investment Trusts (“REITs”), listed on a securities exchange, market or automated quotation system for which quotations are readily available (except for securities traded on The Nasdaq Stock Market, LLC (the “NASDAQ”)), including securities traded over-the-counter, are valued at the last quoted sale price on the primary exchange or market (foreign or domestic) on which they are traded on the valuation date (or at approximately 4:00 p.m. EST if a security’s primary exchange is normally open at that time), or, if there is no such reported sale on the valuation date, at the most recent quoted bid price or mean between the most recent quoted bid and ask prices for long and short positions. For a security that trades on multiple exchanges, the primary exchange will generally be considered the exchange on which the security is generally most actively traded. For securities traded on NASDAQ, NASDAQ Official Closing Price will be used. Prices of securities traded on the securities exchange will be obtained from recognized independent pricing agents each day that the Fund is open for business.

Under Rule 2a-5 of the 1940 Act, a fair value will be determined for securities for which quotations are not readily available by the Valuation Designee (as defined in Rule 2a-5) in accordance with the Pricing and Valuation Policy and Fair Value Procedures, as applicable, of the Adviser, subject to oversight by the Board. When a security is “fair valued,” consideration is given to the facts and circumstances relevant to the particular situation, including a review of various factors set forth in the Adviser’s Pricing and Valuation Policy and Fair Value Procedures, as applicable. Fair value pricing is an inherently subjective process, and no single standard exists for determining fair value. Different funds could reasonably arrive at different values for the same security.

As described above, the Fund utilizes various methods to measure the fair value of its investments on a recurring basis. U.S. GAAP establishes a hierarchy that prioritizes inputs to valuation methods. The three levels of inputs are:

- Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities that the Fund has the ability to access.
- Level 2 – Observable inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly. These inputs may include quoted prices for the identical instrument on an inactive market, prices for similar instruments, interest rates, prepayment speeds, credit risk, yield curves, default rates and similar data.
- Level 3 – Unobservable inputs for the asset or liability, to the extent relevant observable inputs are not available; representing the Fund’s own assumptions about the assumptions a market participant would use in valuing the asset or liability and would be based on the best information available.

The availability of observable inputs can vary from security to security and is affected by a wide variety of factors, including, for example, the type of security, whether the security is new and not yet established in the marketplace, the liquidity of markets, and other characteristics particular to the security. To the extent that valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires more judgment. Accordingly, the degree of judgment exercised in determining fair value is greatest for instruments categorized in Level 3.

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The inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the level in the fair value hierarchy within which the fair value measurement falls in its entirety, is determined based on the lowest level input that is significant to the fair value measurement in its entirety.

The following is a summary of the inputs used to value the Fund's investments as of July 31, 2025:

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
<u>Investments:</u>				
Common Stocks	\$ 4,880,787	\$ —	\$ 0 ^(a)	\$ 4,880,787
Money Market Funds	33,363	—	—	33,363
Total Investments	<u>\$ 4,914,150</u>	<u>\$ —</u>	<u>\$ 0</u>	<u>\$ 4,914,150</u>

Refer to the Schedule of Investments for further disaggregation of investment categories.

- (a) The Level 3 securities are fair valued at \$0 due to a corporate spin-off resulting in no active trading market for the spun-off security.

The following is a reconciliation of the Fund's Level 3 assets for which significant unobservable inputs were used to determine fair value:

	<u>Common Stocks</u>
Balance as of July 31, 2024	<u>\$ —</u>
Accrued discounts/premiums	—
Realized gain (loss)	—
Change in unrealized appreciation (depreciation)	—
Corporate actions	0
Purchases	—
Sales	—
Transfer into and/or out of Level 3	—
Balance as of July 31, 2025	<u><u>\$ 0</u></u>

Change in unrealized appreciation (depreciation) during the period for Level 3 investments held at July 31, 2025: \$ —

No further disclosure is required due to the immaterial amount of Level 3 securities.

- B. *Federal Income Taxes.* The Fund has elected to be taxed as a regulated investment company ("RIC") and intends to distribute substantially all taxable income to its shareholders and otherwise comply with the provisions of the Internal Revenue Code applicable to RICs. Therefore, no provision for federal income taxes or excise taxes has been made.

In order to avoid imposition of the excise tax applicable to RICs, the Fund intends to declare as dividends in each calendar year at least 98% of its net investment income (earned during the calendar year) and at least 98.2% of its net realized capital gains (earned during the twelve months ended October 31) plus undistributed amounts, if any, from prior years. As a RIC, the Fund is subject to a 4% excise tax that is imposed if the Fund does not distribute by the end of any calendar year at least the sum of (i) 98% of its ordinary income (not taking into account any capital gain or loss) for the calendar year and (ii) 98.2% of its capital gain in excess of its capital loss (adjusted for certain ordinary losses) for a one year period generally ending on October 31 of the calendar year (unless an election is made to use the Fund's fiscal year). The Fund generally intends to distribute income and capital gains in the manner necessary to minimize (but not necessarily eliminate) the imposition of such excise tax. The Fund may retain income or capital gains and pay excise tax when it is determined that doing so is in the best interest of shareholders. Management evaluates the costs of the excise tax relative to the benefits of retaining income and capital gains, including that such undistributed amounts (net of the excise tax paid) remain available for investment by the Fund and are available to supplement future distributions. Tax expense is disclosed in the Statement of Operations, if applicable.

As of July 31, 2025, the Fund did not have any tax positions that did not meet the threshold of being sustained by the applicable tax authority. Generally, tax authorities can examine all the tax returns filed for the last three years. The Fund identifies its major tax jurisdiction as U.S. Federal and the Commonwealth of Delaware; however, the Fund is not aware of any tax positions for which it is reasonably possible that the total amounts of unrecognized tax benefits will change materially. The

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Fund recognizes interest and penalties, if any, related to unrecognized tax benefits on uncertain tax positions as income tax expense in the Statement of Operations.

- C. *Securities Transactions and Investment Income.* Investment securities transactions are accounted for on the trade date. Gains and losses realized on sales of securities are determined on a specific identification basis. Discounts/premiums on debt securities purchased are accreted/amortized over the life of the respective securities using the effective interest method. Dividend income is recorded on the ex-dividend date. Dividends received from REITs generally are comprised of ordinary income, capital gains, and may include return of capital. Interest income is recorded on an accrual basis. Other non-cash dividends are recognized as investment income at the fair value of the property received. Withholding taxes on foreign dividends have been provided for in accordance with the Fund's understanding of the applicable country's tax rules and rates.
- D. *Foreign Currency.* Investment securities and other assets and liabilities denominated in foreign currencies are translated into U.S. dollar amounts at the date of valuation. Purchases and sales of investment securities and income and expense items denominated in foreign currencies are translated into U.S. dollar amounts on the respective dates of such transactions.

The Fund does not isolate that portion of the results of operations resulting from changes in foreign exchange rates on investments from the fluctuations arising from changes in market prices of securities held. Such fluctuations are included with the net realized and unrealized gain or loss from investments.

The Fund reports net realized foreign exchange gains or losses that arise from sales of foreign currencies, currency gains or losses realized between the trade and settlement dates on securities transactions, and the difference between the amounts of dividends, interest, and foreign withholding taxes recorded on the Fund's books and the U.S. dollar equivalent of the amounts actually received or paid. Net unrealized foreign exchange gains and losses arise from changes in the fair values of assets and liabilities, other than investments in securities at period end, resulting from changes in exchange rates.

- E. *Distributions to Shareholders.* Distributions to shareholders from net investment income, if any, for the Fund are declared and paid at least annually. Distributions to shareholders from net realized gains on securities, if any, for the Fund normally are declared and paid at least annually. Distributions are recorded on the ex-dividend date.
- F. *Use of Estimates.* The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of increases and decreases in net assets from operations during the reporting period. Actual results could differ from those estimates.
- G. *Share Valuation.* The net asset value ("NAV") per Share of the Fund is calculated by dividing the sum of the value of the securities held by the Fund, plus cash or other assets, minus all liabilities by the total number of Shares outstanding for the Fund, rounded to the nearest cent. Fund Shares will not be priced on the days on which the NYSE Arca, Inc. (the "Exchange") is closed for trading.
- H. *Guarantees and Indemnifications.* In the normal course of business, the Fund enters into contracts with service providers that contain general indemnification clauses. The Fund's maximum exposure under these arrangements is unknown as this would involve future claims that may be made against the Fund that have not yet occurred. However, based on experience, the Fund expects the risk of loss to be remote.
- I. *Illiquid Securities.* Pursuant to Rule 22e-4 under the 1940 Act, the Fund has adopted a Board-approved Liquidity Risk Management Program (the "Program") that requires, among other things, that the Fund limit its illiquid investments that are assets to no more than 15% of the value of the Fund's net assets. An illiquid investment is any security that the Fund reasonably expects cannot be sold or disposed of in current market conditions in seven calendar days or less without the sale or disposition significantly changing the market value of the investment. If the Fund should be in a position where the value of illiquid investments held by the Fund exceeds 15% of the Fund's net assets, the Fund will take such steps as set forth in the Program.
- J. *Reclassification of Capital Accounts.* U.S. GAAP requires that certain components of net assets relating to permanent differences be reclassified between financial and tax reporting. These reclassifications have no effect on net assets or NAV per Share. These differences are primarily due to adjustments for redemptions in-kind. For the year ended July 31, 2025, the following adjustments were made:

<u>Paid-In Capital</u>	<u>Total Distributable Earnings</u>
\$ 2,012,781	\$ (2,012,781)

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During the year ended July, 31, 2025, the Fund realized \$2,012,781 in net capital gains resulting from in-kind redemptions, in which Authorized Participants exchanged Fund Shares for securities held by the Fund rather than for cash. Because such gains are not taxable to the Fund, and are not distributed to shareholders, they have been reclassified from distributable (accumulated) earnings (losses) to paid-in capital.

NOTE 3 – PRINCIPAL INVESTMENT RISKS

Growth Investing Risk. Growth stocks can be volatile for several reasons. Since those companies usually invest a high portion of earnings in their businesses, they may lack the dividends of value stocks that can cushion stock prices in a falling market. The prices of growth stocks are based largely on projections of the issuer's future earnings and revenues. If a company's earnings or revenues fall short of expectations, its stock price may fall dramatically.

Non-Diversification Risk. Because the Fund is non-diversified, it may invest a greater percentage of its assets in the securities of a single issuer or a smaller number of issuers than if it was a diversified fund. As a result, a decline in the value of an investment in a single issuer or a smaller number of issuers could cause the Fund's overall value to decline to a greater degree than if the Fund held a more diversified portfolio. This may increase the Fund's volatility and cause the performance of a relatively smaller number of issuers to have a greater impact on the Fund's performance.

Style Risk. If at any time the market is not favoring the Fund's growth investment style, the Fund's gains may not be as big as, or its losses may be bigger than, those of other funds using different investment styles.

As with any investment, there is a risk that you could lose all or a portion of your principal investment in the Fund. The Fund is subject to the above principal risks, as well as other principal risks, which may adversely affect the Fund's NAV, trading price, yield, total return and/or ability to meet its objective. For more information about the risks of investing in the Fund, see the section in the Fund's Prospectus titled "Additional Information About the Fund — Principal Investment Risks."

NOTE 4 – COMMITMENTS AND OTHER RELATED PARTY TRANSACTIONS

The Adviser serves as investment adviser to the Fund pursuant to an investment advisory agreement between the Adviser and the Trust, on behalf of the Fund (the "Advisory Agreement"), and, pursuant to the Advisory Agreement, provides investment advice to the Fund and oversees the day-to-day operations of the Fund, subject to the direction and oversight of the Board. The Adviser is also responsible for trading portfolio securities for the Fund, including selecting broker-dealers to execute purchase and sale transactions, subject to the supervision of the Board. The Adviser provides oversight of the Sub-Advisers and review of the Sub-Advisers' performance.

Pursuant to the Advisory Agreement, the Fund pays the Adviser a unitary management fee (the "Investment Advisory Fee") based on the average daily net assets of the Fund at the annualized rate of 0.75%. Out of the Investment Advisory Fee, the Adviser is obligated to pay or arrange for the payment of substantially all expenses of the Fund, including the cost of sub-advisory, transfer agency, custody, fund administration, and all other related services necessary for the Fund to operate. Under the Advisory Agreement, the Adviser has agreed to pay, or require the Sub-Advisers to pay, all expenses incurred by the Fund except for interest charges on any borrowings, dividends and other expenses on securities sold short, taxes, brokerage commissions and other expenses incurred in placing orders for the purchase and sale of securities and other investment instruments, acquired fund fees and expenses, accrued deferred tax liability, extraordinary expenses, distribution fees and expenses paid by the Fund under any distribution plan adopted pursuant to Rule 12b-1 under the 1940 Act (collectively, "Excluded Expenses"), and the Investment Advisory Fee payable to the Adviser. The Investment Advisory Fees incurred are paid monthly to the Adviser. Investment Advisory Fees for the year ended July 31, 2025 are disclosed in the Statement of Operations.

The Sub-Advisers serve as investment sub-advisers to the Fund pursuant to the sub-advisory agreement between the Adviser and the Sub-Advisers with respect to the Fund (the "Sub-Advisory Agreement"). Pursuant to the Sub-Advisory Agreement, Grizzle is responsible for the day-to-day management of the Fund's portfolio, including determining the securities purchased and sold by the Fund, subject to the supervision of the Adviser and the Board. For its services, Grizzle is paid a fee by the Adviser, which is calculated daily and paid monthly at an annual rate of 0.04% of the Fund's average daily net assets (the "Grizzle Sub-Advisory Fee"). Cambria is responsible for providing investment research to Grizzle, subject to the supervision of the Adviser and the Board. For its services, Cambria is paid a fee by the Adviser, which is calculated daily and paid monthly at an annual rate of 0.04% of the Fund's average daily

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net assets (the "Cambria Sub-Advisory Fee" and collectively the "Sub-Advisory Fees"). The Sub-Advisers have agreed to assume a portion of the Adviser's obligation to pay all expenses incurred by the Fund, except for the Sub-Advisory Fees payable to the Sub-Advisers and Excluded Expenses. For assuming the payment obligation, the Adviser has agreed to pay the Sub-Advisers a portion of the profits, if any, generated by the Fund's Investment Advisory Fees, less a contractual fee retained by the Adviser. Expenses incurred by the Fund and paid by the Sub-Advisers include fees charged by Tidal (defined below), which is an affiliate of the Adviser.

Tidal ETF Services LLC ("Tidal"), a Tidal Financial Group company and an affiliate of the Adviser, serves as the Fund's administrator and, in that capacity, performs various administrative and management services for the Fund. Tidal coordinates the payment of Fund-related expenses and manages the Trust's relationships with its various service providers. As compensation for the services it provides, Tidal receives a fee based on the Fund's average daily net assets, subject to a minimum annual fee. Tidal also is entitled to certain out-of-pocket expenses for the services mentioned above.

U.S. Bancorp Fund Services, LLC, doing business as U.S. Bank Global Fund Services ("Fund Services"), serves as the Fund's sub-administrator, fund accountant and transfer agent. In those capacities, Fund Services performs various administrative and accounting services for the Fund. Fund Services prepares various federal and state regulatory filings, reports and returns for the Fund, including regulatory compliance monitoring and financial reporting; prepares reports and materials to be supplied to the Board; and monitors the activities of the Fund's custodian. U.S. Bank N.A. (the "Custodian"), an affiliate of Fund Services, serves as the Fund's custodian.

Foreside Fund Services, LLC (the "Distributor") acts as the Fund's principal underwriter in a continuous public offering of the Fund's Shares.

Certain officers and a trustee of the Trust are affiliated with the Adviser. Neither the affiliated trustee nor the Trust's officers receive compensation from the Fund.

The Board has adopted a Distribution (Rule 12b-1) Plan (the "Plan") pursuant to Rule 12b-1 under the 1940 Act. In accordance with the Plan, the Fund is authorized to pay an amount up to 0.25% of its average daily net assets each year to pay distribution fees for the sale and distribution of its Shares. No Rule 12b-1 fees are currently paid by the Fund, and there are no plans to impose these fees. However, in the event Rule 12b-1 fees are charged in the future, because the fees are paid out of the Fund's assets on an ongoing basis, over time these fees will increase the cost of your investment and may cost you more than certain other types of sales charges.

NOTE 5 – SEGMENT REPORTING

In accordance with the FASB Accounting Standards Update (ASU) 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, the Fund has evaluated its business activities and determined that it operates as a single reportable segment.

The Fund's investment activities are managed by the Adviser, which serves as the Chief Operating Decision Maker ("CODM"). The Adviser is responsible for assessing the Fund's financial performance and allocating resources. In making these assessments, the Adviser evaluates the Fund's financial results on an aggregated basis, rather than by separate segments. As such, the Fund does not allocate operating expenses or assets to multiple segments, and accordingly, no additional segment disclosures are required. There were no intra-entity sales or transfers during the reporting period.

The Fund primarily generates income through dividends, interest, and realized/unrealized gains on its investment portfolio. Expenses incurred, including management fees, Fund operating expenses, and transaction costs, are considered general Fund-level expenses and are not allocated to specific segments or business lines.

Management has determined that the Fund does not meet the criteria for disaggregated segment reporting under ASU 2023-07 and will continue to evaluate its reporting requirements in accordance with applicable accounting standards.

NOTE 6 – PURCHASES AND SALES OF SECURITIES

For the year ended July 31, 2025, the cost of purchases and proceeds from the sales or maturities of securities, excluding short-term investments, U.S. government securities, and in-kind transactions were \$6,630,207 and \$7,127,522, respectively.

For the year ended July 31, 2025, there were no purchases or sales of long-term U.S. government securities.

July 31, 2025

For the year ended July 31, 2025, in-kind transactions associated with creations and redemptions for the Fund were as follows:

	<u>Purchases</u>	<u>Sales and Maturities</u>
Grizzle Growth ETF \$	542,846 \$	10,904,347

NOTE 7 – INCOME TAXES AND DISTRIBUTIONS TO SHAREHOLDERS

The tax character of distributions paid during the fiscal year ended July 31, 2025 and the prior fiscal year ended July 31, 2024 were as follows:

<u>Distributions paid from:</u>	<u>July 31, 2025</u>	<u>July 31, 2024</u>
Ordinary Income	\$ 280,557	\$ 44,524

As of July 31, 2025, the components of distributable earnings on a tax basis were as follows:

Investments, at cost ^(a)	\$ 3,821,424
Gross tax unrealized appreciation	1,282,878
Gross tax unrealized depreciation	(191,938)
Net tax unrealized appreciation (depreciation)	1,090,940
Undistributed ordinary income (loss)	46,061
Undistributed long-term capital gain (loss)	-
Total distributable earnings	46,061
Other accumulated gain (loss)	(543,640)
Total distributable earnings	\$ 593,361

- ^(a) The difference between book and tax-basis unrealized appreciation was attributable primarily to the treatment of wash sales and mark-to-market adjustments for passive foreign investment companies.

Net capital losses incurred after October 31 (post-October losses) and net investment losses incurred after December 31 (late-year losses), and within the taxable year, may be elected to be deferred to the first business day of the Fund's next taxable year. As of the fiscal year ended July 31, 2025, the Fund had not elected to defer any post-October or late-year losses.

As of the fiscal year ended July 31, 2025, the Fund had long-term and short-term capital loss carryovers of \$158,658 and \$384,982, respectively, which do not expire.

NOTE 8 – SHARES TRANSACTIONS

Shares of the Fund are listed and traded on the NYSE Arca, Inc. Market prices for the shares may be different from their NAV. The Fund issues and redeems shares on a continuous basis at NAV generally in large blocks of shares, called Creation Units. Creation Units are issued and redeemed principally in-kind for securities included in a specified universe. Once created, shares generally trade in the secondary market at market prices that change throughout the day. Except when aggregated in Creation Units, shares are not redeemable securities of the Fund. Creation Units may only be purchased or redeemed by Authorized Participants. An Authorized Participant is either (i) a broker-dealer or other participant in the clearing process through the Continuous Net Settlement System of the National Securities Clearing Corporation or (ii) a Depository Trust Company participant and, in each case, must have executed a Participant Agreement with the Distributor. Most retail investors do not qualify as Authorized Participants nor have the resources to buy and sell whole Creation Units. Therefore, they are unable to purchase or redeem the shares directly from the Fund. Rather, most retail investors may purchase shares in the secondary market with the assistance of a broker and are subject to customary brokerage commissions or fees.

The Fund currently offers one class of shares, which has no front-end sales load, no deferred sales charge, and no redemption fee. A fixed transaction fee is imposed for the transfer and other transaction costs associated with the purchase or sale of Creation Units. The

July 31, 2025

standard fixed transaction fee for the Fund is \$300, payable to the Custodian. The fixed transaction fee may be waived on certain orders if the Fund's Custodian has determined to waive some or all of the costs associated with the order or another party, such as the Adviser, has agreed to pay such fee. In addition, a variable fee may be charged on all cash transactions or substitutes for Creation Units and Redemption Units of up to a maximum of 2% of the value of the Creation Units and Redemption Units subject to the transaction. Variable fees are imposed to compensate the Fund for transaction costs associated with the cash transactions. Variable fees received by the Fund, if any, are disclosed in the capital shares transactions section of the Statements of Changes in Net Assets. The Fund may issue an unlimited number of shares of beneficial interest, with no par value. All shares of the Fund have equal rights and privileges.

NOTE 9 – RECENT MARKET EVENTS

U.S. and international markets have experienced and may continue to experience significant periods of volatility in recent years and months due to a number of economic, political and global macro factors including uncertainty regarding inflation and central banks' interest rate changes, the possibility of a national or global recession, trade tensions and tariffs, political events, armed conflict, war, and geopolitical conflict. These developments, as well as other events, could result in further market volatility and negatively affect financial asset prices, the liquidity of certain securities and the normal operations of securities exchanges and other markets, despite government efforts to address market disruptions. As a result, the risk environment remains elevated. The Adviser and Sub-Advisers will monitor developments and seek to manage the Fund in a manner consistent with achieving the Fund's investment objective, but there can be no assurance that they will be successful in doing so.

NOTE 10 – SUBSEQUENT EVENTS

In preparing these financial statements, management has evaluated events and transactions for potential recognition or disclosure through the date the financial statements were issued. Management has determined that there are no subsequent events that would need to be recognized or disclosed in the Fund's financial statements.

Report of Independent Registered Public Accounting Firm

Grizzle Growth ETF

To the Shareholders of Grizzle Growth ETF and
Board of Trustees of Tidal Trust II

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the schedule of investments, of Grizzle Growth ETF (the “Fund”), a series of Tidal Trust II, as of July 31, 2025, the related statement of operations for the year then ended, the statements of changes in net assets for each of the two years in the period then ended, the financial highlights for each of the three years in the period then ended and for the period of December 16, 2021 (commencement of operations) through July 31, 2022, and the related notes (collectively referred to as the “financial statements”). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Fund as of July 31, 2025, the results of its operations, the changes in net assets, and the financial highlights for each of the periods indicated above, in conformity with accounting principles generally accepted in the United States of America.

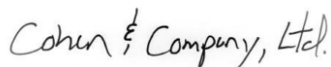
Basis for Opinion

These financial statements are the responsibility of the Fund’s management. Our responsibility is to express an opinion on the Fund’s financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (“PCAOB”) and are required to be independent with respect to the Fund in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our procedures included confirmation of securities owned as of July 31, 2025, by correspondence with the custodian. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

We have served as the auditor of one or more Tidal Investments LLC investment companies since 2020.



COHEN & COMPANY, LTD.
Philadelphia, Pennsylvania
September 29, 2025

July 31, 2025

QUALIFIED DIVIDEND INCOME/DIVIDENDS RECEIVED DEDUCTION

For the year ended July 31, 2025, certain dividends paid by the Fund may be subject to a maximum tax rate of 23.8%, as provided for by the Jobs and Growth Tax Relief Reconciliation Act of 2003 and the Tax Cuts and Jobs Act of 2017. The percentage of dividends declared from ordinary income designated as qualified dividend income was as follows:

Grizzle Growth ETF	48.85%
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For corporate shareholders, the percent of ordinary income distributions qualifying for the corporate dividends received deduction for the year ended July 31, 2025, was as follows:

Grizzle Growth ETF	23.94%
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The percentage of taxable ordinary income distributions that are designated as short-term capital gain distribution under Internal Revenue Section 871(k)(2)(c) for the year ended July 31, 2025, was as follows:

Grizzle Growth ETF	0.00%
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Item 8. Changes in and Disagreements with Accountants for Open-End Investment Companies.

There have been no changes in or disagreements with the Fund's accountants.

Item 9. Proxy Disclosure for Open-End Investment Companies.

There were no matters submitted to a vote of shareholders during the period covered by the report.

Item 10. Remuneration Paid to Directors, Officers, and Others of Open-End Investment Companies.

See Item 7(a). Under the Investment Advisory Agreement, in exchange for a single unitary management fee from the Fund, the Adviser has agreed to pay all expenses incurred by the Fund, including Trustee compensation, except for certain excluded expenses.

Item 11. Statement Regarding Basis for Approval of Investment Advisory Contract.

Not Applicable.