Invesco PowerShares

powerSHARES™
xchange traded funds™

PowerShares Exchange-Traded Fund Trust

PowerShares Buyback Achievers™ Portfolio – PKW
PowerShares Dividend Achievers™ Portfolio – PFM
PowerShares Financial Preferred Portfolio – PGF
PowerShares High Yield Equity Dividend Achievers™ Portfolio – PEY
PowerShares International Dividend Achievers™ Portfolio – PID

PowerShares Exchange-Traded Fund Trust (the "Trust") is a registered investment company consisting of 62 separate exchange-traded index funds. Additional funds may be offered in the future. This Prospectus relates to the five funds of the Trust listed on the front cover (each a "Fund" and, together, the "Funds").

The shares (the "Shares") of the Funds are listed on NYSE Arca, Inc. ("NYSE Arca"). Market prices for Shares may be different from their net asset value ("NAV"). Each Fund issues and redeems Shares only in large blocks consisting of 50,000 Shares ("Creation Units"). Creation Units of each Fund are issued and redeemed principally in-kind for securities included in a specified index.

Except when aggregated in Creation Units, the Shares are not redeemable securities of the Funds.

Prospectus Dated August 31, 2009

Table of Contents

Introduction

PowerShares Exchange-Traded Fund Trust

The Trust is an investment company consisting of 62 separate exchange-traded "index funds." The investment objective of each of the Funds is to replicate as closely as possible, before fees and expenses, the price and yield of a specified market index. This Prospectus relates to the Funds listed on the cover page. Invesco PowerShares Capital Management LLC (the "Adviser") is the investment adviser for the Funds.

The Shares of the Funds are listed and traded on NYSE Arca. The market prices for the Shares may be different from their NAVs. Unlike conventional mutual funds, each Fund issues and redeems Shares on a continuous basis, at NAV, only in large specified blocks, each called a "Creation Unit." Creation Units of the Funds are issued and redeemed principally in-kind for securities included in a specified index. Except when aggregated in Creation Units, the Shares of the Funds are not redeemable securities of the Funds.

Who Should Invest in the Funds

The Funds are designed for investors who seek a relatively low-cost approach for investing in a portfolio of equity securities of companies in a specified index. The Funds may be suitable for long-term investment in the market represented in the relevant index and may also be used as an asset allocation tool or as a speculative trading instrument.

Tax Advantaged Product Structure

Unlike interests in conventional mutual funds, which are typically only bought and sold at closing NAVs, the Funds' Shares are traded throughout the day on a national securities exchange. The Shares have been designed to be tradable in the secondary market on a national securities exchange on an intra-day basis and to be created and redeemed principally in-kind in Creation Units at each day's next calculated NAV. These in-kind arrangements are designed to protect ongoing shareholders from adverse effects on the portfolio of each Fund that could arise from frequent cash creation and redemption transactions. In a conventional mutual fund, redemptions can have an adverse tax impact on taxable shareholders because of the mutual fund's need to sell portfolio securities to obtain cash to meet Fund redemptions. These sales may generate taxable gains for the shareholders of the mutual fund, whereas the Shares' in-kind redemption mechanism generally will not lead to a tax event for a Fund or its ongoing shareholders.

Certain Funds may recognize gains as a result of rebalancing their securities holdings to reflect changes in the securities included in such Fund's underlying index. Certain Funds may be required to distribute any such gains to their shareholders to avoid adverse federal income tax consequences. For further discussion of the distribution requirements that apply to such Funds, see "Taxes" in the Funds' Statement of Additional Information ("SAI"). For information concerning the tax consequences of distributions, see "Dividends, Distributions and Taxes" in this Prospectus.

The Funds may invest in derivatives, the use of which will generally result in the realization of short-term capital gains that will be taxable as ordinary income when distributed to investors.

PowerShares Buyback Achievers™ Portfolio

Ticker: PKW
Intraday NAV Ticker: PKW.IV

CUSIP: 73935X286
Underlying Index: Share BuyBack Achievers™ Index (Ticker: DRB)

Investment Objective, Strategies and Risks

Investment Objective

The Fund seeks investment results that correspond generally to the price and yield (before the Fund's fees and expenses) of an equity index called the Share BuyBack Achievers™ Index (the "Underlying Index").

Principal Investment Strategies

The Fund will normally invest at least 90% of its total assets in common stocks that comprise the BuyBack Achievers™ Index. The Underlying Index is currently comprised of stocks of approximately 332 companies selected by Mergent®, Inc. ("Mergent" or the "Index Provider") pursuant to a proprietary selection methodology. As of June 30, 2009, the Underlying Index included companies with a market capitalization range of between $45.5 million and $335.9 billion. To qualify as a stock included in the universe of "BuyBack Achievers™," an issuer must have repurchased at least 5% of its outstanding shares for the trailing 12 months. The Fund's 90% investment policy noted in the prior sentence is non-fundamental and requires 60 days' prior written notice to shareholders before it can be changed.

The Underlying Index is rebalanced on the last trading date of April, July and October based on the constituents' modified market capitalizations as of the last trading day in March, June and September, respectively.

The Fund, using an "indexing" investment approach, attempts to replicate, before fees and expenses, the performance of the Underlying Index. The Adviser seeks correlation over time of 0.95 or better between the Fund's performance and the performance of the Underlying Index; a figure of 1.00 would represent perfect correlation. The Fund generally invests in all of the stocks comprising the Underlying Index in proportion to their weightings in the Underlying Index. However, under various circumstances, it may not be possible or practicable to purchase all of those stocks in those weightings. In those circumstances, the Fund may purchase a sample of the stocks in the Underlying Index as a whole. There may also be instances in which the Adviser may choose to overweight another stock in the Underlying Index, purchase securities not in the Underlying Index which the Adviser believes are appropriate to substitute for certain securities in the Underlying Index or utilize various combinations of other available investment techniques, in seeking to track the Underlying Index. The Fund may sell stocks that are represented in the

Underlying Index in anticipation of their removal from the BuyBack Achievers™ Index or purchase stocks not represented in the Underlying Index in anticipation of their addition to the Underlying Index.

Mergent Index Methodology

The Underlying Index is designed to track the performance of companies that meet the requirements to be classified as "BuyBack Achievers™." To become eligible for inclusion in the BuyBack Achievers™ Index, a company must be incorporated in the United States or a U.S. territory, trade on the New York Stock Exchange ("NYSE"), NYSE Amex or The NASDAQ Stock Market LLC ("NASDAQ"), and must have repurchased at least 5% of its outstanding shares for the trailing 12 months.

Index Construction

The universe of companies is weighted according to a modified market capitalization, using each company's eligible shares outstanding and the closing price at the company's last trading day in December. No single company may exceed 5% of the Underlying Index as of either a reconstitution or rebalance date. Companies with market capitalizations that exceed 5% will have their Index weight modified to equal 5% of the Underlying Index. The excess amounts from companies whose initial market capitalizations exceeded 5% of the Underlying Index will be redistributed among the remaining companies in proportion to their initial weights until no company exceeds 5% of the Underlying Index. These modified weights will then become effective on the last trading day in January. In between the reconstitutions and rebalance dates, the Underlying Index weights of each company will float; thus it will be possible for a company to exceed 5% of the Underlying Index during these periods.

Principal Risks of Investing in the Fund

The following specific risk factors have been identified for the Fund. See also the section entitled "Additional Risks" later in this Prospectus for other risk factors.

Market Trading Risk

Risk is inherent in all investing. An investment in the Fund involves risks similar to those of investing in any fund of equity securities traded on an exchange. You should anticipate that the value of the Shares will decline, more or less, in correlation with any decline in value of the Underlying Index.

Market Risk

The Shares are subject to market fluctuations caused by such factors as economic, political, regulatory or market developments, changes in interest rates and perceived trends in stock prices. Overall stock values could decline generally or could underperform other investments.

Consumer Discretionary Sector Risk

To the extent the Underlying Index includes securities of issuers in the consumer discretionary sector, the Fund will invest in companies in such sector. Companies engaged in the consumer discretionary sector are subject to fluctuations in supply and demand. These companies may also be adversely affected by changes in consumer spending as a result of world events, political and economic conditions, commodity price volatility, changes in exchange rates, imposition of import controls, increased competition, depletion of resources and labor relations.

Technology Sector Risk

To the extent the Underlying Index includes securities of issuers in the technology sector, the Fund will invest in companies in such sector. The technology sector can be significantly affected by the failure to obtain, or delays in obtaining, financing or regulatory approval, intense competition, product compatibility, consumer preferences, corporate capital expenditure, rapid obsolescence and research and development of new products. Companies in the technology sector also face competition or potential competition with numerous alternative technologies. In addition, the highly competitive technology sector may cause the prices for these products and services to decline in the future. The technology sector is subject to rapid and significant changes in technology that are evidenced by the increasing pace of technological upgrades, evolving industry standards, ongoing improvements in the capacity and quality of digital technology, shorter development cycles for new products and enhancements, developments in emerging wireless transmission technologies and changes in customer requirements and preferences. The success of the sector participants depends in substantial part on the timely and successful introduction of new products.

Industrials Sector Risk

To the extent the Underlying Index includes securities of issuers in the industrials sector, the Fund will invest in companies in such sector. Companies in the industrials sector may be adversely affected by changes in government regulation, world events and economic conditions. In addition, these companies are at risk for environmental damage claims. Companies in this sector could be adversely affected by commodity price volatility, changes in exchange rates, imposition of import controls, increased competition, depletion of resources, technological developments and labor relations.

Non-Correlation Risk

The Fund's return may not match the return of the Underlying Index for a number of reasons. For example, the Fund incurs a number of operating expenses not applicable to the Underlying Index, and incurs costs in buying and selling securities, especially when rebalancing the Fund's securities holdings to reflect changes in the composition of the Underlying Index. In addition, the performance of the Fund and the Underlying Index may vary due to asset valuation differences and differences between the Fund's portfolio and the Underlying Index resulting from legal restrictions (such as diversification requirements that apply to the Fund but not to the Underlying Index).

Since the Underlying Index is not subject to the diversification requirements to which the Fund must adhere, the Fund may be required to deviate its investments from the securities and relative weightings of the Underlying Index. The Fund may not invest in certain securities included in the Underlying Index due to liquidity constraints. Liquidity constraints may delay the Fund's purchase or sale of securities included in the Underlying Index. For tax efficiency purposes, the Fund may sell certain securities to realize losses, causing it to deviate from the Underlying Index.

The Fund may not be fully invested at times, either as a result of cash flows into the Fund or reserves of cash held by the Fund to meet redemptions and expenses. If the Fund utilizes a sampling approach or futures or other derivative positions, its return may not correlate as well with the return on the Underlying Index, as would be the case if it purchased all of the securities in the Underlying Index with the same weightings as the Underlying Index.

Replication Management Risk

Unlike many investment companies, the Fund is not “actively” managed. That is, the Fund does not utilize an investing strategy that seeks returns in excess of the Underlying Index. Therefore, it would not necessarily sell a stock because the stock ’s issuer was in financial trouble unless that stock is removed from the Underlying Index.

Small and Medium Capitalization Company Risk

Investing in securities of small and medium capitalization companies involves greater risk than is customarily associated with investing in larger, more established companies. These companies’ securities may be more volatile and less liquid than those of more established companies. These securities may have returns that vary, sometimes significantly, from the overall securities market. Often small and medium capitalization companies and the industries in which they are focused are still evolving and this may make them more sensitive to changing market conditions.

Non-Diversified Fund Risk

The Fund is considered non-diversified and can invest a greater portion of its assets in securities of individual issuers than a diversified fund. As a result, changes in the market value of a single investment could cause greater fluctuations in share price than would occur in a diversified fund.

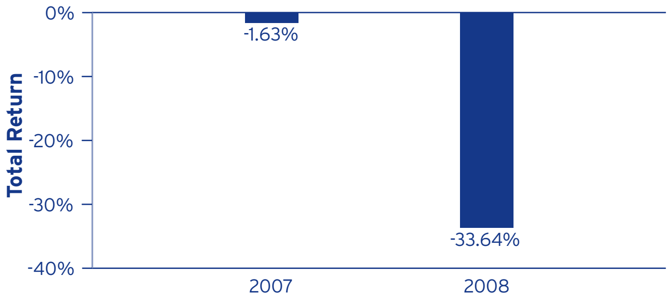
Issuer-Specific Changes

The value of an individual security or particular type of security can be more volatile than the market as a whole and can perform differently from the market as a whole.

The Fund’s Shares will change in value, and you could lose money by investing in the Fund. The Fund may not achieve its investment objective. An investment in the Fund is not a deposit with a bank and is not insured or guaranteed by the FDIC or any other government agency.

Performance Information*

The bar chart that follows shows how the Fund performed. The table below the bar chart shows the Fund’s average annual returns (before and after taxes). The bar chart and table provide an indication of the risks of investing in the Fund by comparing the Fund’s performance from year to year and by showing how the Fund’s average annual returns compared with a broad measure of market performance. All returns assume reinvestment of dividends and distributions. Of course, the Fund’s past performance (before and after taxes) is not necessarily indicative of how the Fund will perform in the future.



The Fund's year-to-date total return for the six months ended June 30, 2009 was 5.68%.

Best Quarter	Worst Quarter
6.19% (2nd Quarter 2007)	(20.64)% (4th Quarter 2008)

* *The bar chart includes only complete calendar years following inception. The best and worst quarters above include numbers from complete calendar years only.*

Average Annual Total Returns for the Periods Ended December 31, 2008

	Past One Year	Since Inception*
PowerShares Buyback Achievers™ Portfolio (return before taxes)	(33.64)%	(19.14)%
PowerShares Buyback Achievers™ Portfolio (return after taxes on distributions)	(33.95)%	(19.36)%
PowerShares Buyback Achievers™ Portfolio (return after taxes on distributions and sale of Fund Shares)	(21.83)%	(16.08)%
S&P 500® Index (reflects no deduction for fees, expenses or taxes)	(36.99)%	(18.47)%
Russell 1000® Index (reflects no deduction for fees, expenses or taxes)	(37.60)%	(18.44)%
Russell 3000® Value Index (reflects no deduction for fees, expenses or taxes)	(36.25)%	(20.56)%
Share BuyBack Achievers™ Index (reflects no deduction for fees, expenses or taxes)	(33.25)%	(18.54)%

* *The Fund commenced operations on December 20, 2006.*

The Fund's investment objective, risks and expenses should also be considered when comparing investment returns. The index performance results are hypothetical. The S&P 500® Index, Russell 1000® Index and Russell 3000® Value Index are unmanaged indices used as a measurement of change in stock market conditions based on the average performance of approximately 500, 1,000 and 1,896 common stocks, respectively. The S&P 500® Index and the Russell 3000® Value Index will be used for comparative purposes going forward as these represent the most appropriate market indices for the Fund.

Performance data quoted represents past performance. Past performance is not a guarantee of future results; current performance may be higher or lower than performance quoted. Investment returns and principal value will fluctuate and shares, when redeemed, may be worth more or less than their original cost. The Fund's performance reflects fee waivers, if any, absent which, performance would have been lower.

After-tax returns in the table above are calculated using the historical highest individual federal marginal income tax rates and do not reflect the impact of state and local taxes. Actual after-tax returns depend on an investor's tax situation and may differ from those shown, and after-tax returns shown are not relevant to investors who hold Shares through tax-deferred arrangements, such as 401(k) plans or individual retirement accounts. In the event of negative performance, the Fund's returns after taxes on distributions and sale of Fund Shares are calculated assuming that an investor has sufficient capital gains of the same character from other investments to offset any capital losses from the sale of Fund Shares. As a result, the Fund's returns after taxes on distributions and sale of Fund Shares may exceed the Fund's returns before taxes and/or returns after taxes on distributions.

What are the Costs of Investing?

This table describes the fees and expenses that you may pay if you buy and hold Shares of the Fund.

Shareholder Transaction Expenses(1)	
(fees paid directly from your investments)	None*
Annual Fund Operating Expenses(2) (expenses that are deducted from the Fund's assets)	
Management Fees	0.50%
Other Expenses	0.42%
Total Gross Annual Fund Operating Expenses	0.92%
Fee Waivers and Expense Assumption(3)	0.22%
Total Net Annual Fund Operating Expenses	0.70%

Example

This example is intended to help you compare the cost of investing in the Fund with the cost of investing in other funds. This example does not take into account brokerage commissions that you pay when purchasing or selling Shares of the Fund.

The example assumes that you invest $10,000 in the Fund for the time periods indicated and then sell all of your Shares at the end of those periods. The example also assumes that your investment has a 5% return each year and that the Fund's gross operating expenses remain the same. Although your actual costs may be higher or lower, your costs‡, based on these assumptions, would be:

1 YEAR	3 YEARS	5 YEARS	10 YEARS
$72	$271	$488	$1,111

(1) *When buying or selling Shares through a broker, you will incur customary brokerage commissions and charges.*

(2) Expressed as a percentage of average net assets.

(3) The Trust and the Adviser have entered into an Amended and Restated Excess Expense Agreement (the "Expense Agreement") pursuant to which the Adviser has agreed to waive fees and/or pay Fund expenses to the extent necessary to prevent the operating expenses of the Fund (excluding interest expense, brokerage commissions, sub-licensing fees, offering costs and other trading expenses, taxes and extraordinary expenses) from exceeding 0.60% of average net assets per year (the "Expense Cap"), at least until August 31, 2010. Offering costs excluded from the Expense Cap are: (a) legal fees pertaining to the Fund's Shares offered for sale; (b) SEC and state registration fees; and (c) initial fees paid to be listed on an exchange. The Expense Agreement also provides that the expenses borne by the Adviser are subject to recapture by the Adviser for up to three years from the date the fee or expense was borne by the Adviser, but no recapture payment will be made by the Fund if it would result in the Fund exceeding its Expense Cap.

* *See "Creation Transaction Fees and Redemption Transaction Fees" below.*

‡ *The cost under the one-year example reflects the Adviser's agreement with the Fund to waive fees and/or reimburse expenses, if any, to the level specified in the fee table. The costs under the three-, five- and ten-year examples do not reflect this agreement after the first year.*

Creation Transaction Fees and Redemption Transaction Fees

The Fund issues and redeems Shares at NAV only in large blocks of 50,000 Shares (each block of 50,000 Shares called a "Creation Unit") or multiples thereof ("Creation Unit Aggregations"). As a practical matter, only broker-dealers or large institutional investors with creation and redemption agreements and called Authorized Participants ("APs") can purchase or redeem these Creation Units. Purchasers of Creation Units at NAV must pay a standard Creation Transaction Fee of $1,000 per transaction (assuming approximately 332 stocks in each Creation Unit). An AP who holds Creation Units and wishes to redeem at NAV would also pay a standard Redemption Transaction Fee of $1,000 for each redemption transaction (assuming approximately 332 stocks in each Creation Unit).* APs who hold Creation Units in inventory will also pay the Annual Fund Operating Expenses described in the table above. Assuming an investment in a Creation Unit of $2,500,000 and a 5% return each year, and assuming that the Fund's gross operating expenses remain the same, the total costs‡ would be $19,876, $69,832, $123,947 and $279,777 if the Creation Unit is redeemed after one, three, five and ten years, respectively.

If a Creation Unit is purchased or redeemed outside the usual process through the National Securities Clearing Corporation ("NSCC") or for cash, a variable fee of up to four times the standard Creation or Redemption Transaction Fee may be charged to the AP making the transaction. The Fund will charge a maximum fixed Creation/Redemption Transaction Fee of $4,000.

The Creation Transaction Fee, Redemption Transaction Fee and variable fee are not expenses of the Fund and do not impact the Fund's expense ratio.

---

* See "Creations, Redemptions and Transaction Fees" later in this Prospectus.

‡ The cost under the one-year example reflects the Adviser's agreement with the Fund to waive fees and/or reimburse expenses, if any, to the level specified in the fee table. The costs under the three-, five- and ten-year examples do not reflect this agreement after the first year.

PowerShares Dividend Achievers™ Portfolio

Ticker: PFM
Intraday NAV Ticker: FKO

CUSIP: 73935X716
Underlying Index: Broad Dividend Achievers™ Index (Ticker: DAA)

Investment Objective, Strategies and Risks

Investment Objective

The Fund seeks investment results that correspond generally to the price and yield (before the Fund's fees and expenses) of an equity index called the Broad Dividend Achievers™ Index (the "Underlying Index").

Principal Investment Strategies

The Fund will normally invest at least 80% of its total assets in common stocks of companies that have raised their annual regular cash dividend payments for at least each of the last 10 consecutive fiscal years. The Fund will normally invest at least 90% of its total assets in dividend paying common stocks that comprise the Underlying Index. The Underlying Index is currently comprised of approximately 282 stocks selected principally on the basis of their consecutive years of dividend growth as identified by "Mergent" (the "Index Provider") pursuant to a proprietary selection methodology. In tracking the Underlying Index, it is anticipated that a small portion of the stocks will include small and medium capitalization stocks. Since 1979, Mergent has tracked companies that have had a consistent record of dividend increases. To qualify as a stock included in the universe of "Dividend Achievers™," an issuer must have raised its annual regular cash dividend payments for at least each of the last 10 consecutive fiscal years. As of June 30, 2009, the Underlying Index included companies with a market capitalization range of between approximately $81.5 million and $335.9 billion. The Fund's 80% investment policy noted above is non-fundamental and requires 60 days' prior written notice to shareholders before it can be changed.

The Fund, using an "indexing" investment approach, attempts to replicate, before expenses, the performance of the Underlying Index. The Adviser seeks correlation over time of 0.95 or better between the Fund's performance and the performance of the Underlying Index; a figure of 1.00 would represent perfect correlation. The Fund generally invests in all of the stocks comprising the Underlying Index in proportion to their weightings in the Underlying Index. However, under various circumstances, it may not be possible or practicable to purchase all of those stocks in those weightings. In those circumstances, the Fund may purchase a sample of stocks in the Underlying Index as a whole. There may also be instances in which the Adviser may choose to overweight another stock in the Underlying Index, purchase securities not in the Underlying Index which the Adviser believes are appropriate to substitute for certain securities in the Underlying Index or utilize various combinations of other available investment techniques, in seeking to track the Underlying Index. The Fund may sell stocks that are represented in the Underlying Index in anticipation of their removal from the Underlying Index, or purchase stocks not represented in the Underlying Index in anticipation of their addition to the Underlying Index.

Mergent Index Methodology

The Underlying Index is designed to track the performance of companies that meet the requirements to be classified as "Dividend Achievers™." To become eligible for inclusion in the Underlying Index, a company must be incorporated in the United States or one of its territories, trade on the NYSE, the NASDAQ or NYSE Amex, and must have raised its annual regular cash dividend payments for at least each of the last 10 consecutive fiscal years.

Mergent uses the last available dividend payable date for the previous calendar or fiscal year to calculate the total annual regular dividend payment. Mergent reserves the authority to include companies with an off calendar year payment schedule or an off fiscal year as long as the payable date falls within the first 10 days of the fiscal or calendar year.

Index Construction

The Dividend Achievers™ companies are identified as those companies that have been incorporated in the United States or one of its territories and trade on the NYSE, the NASDAQ or NYSE Amex, with aggregate annual regular dividend payments that have increased consistently over the course of the last 10 or more fiscal years.

The universe of companies is weighted according to modified market capitalization, using each company's most recent shares outstanding and the closing price at the company's last trading day in December. No single company may exceed 5% of the Underlying Index as of either a reconstitution or rebalance date. Companies with market capitalizations that exceed 5% will have their index weight modified to equal 5% of the Underlying Index. The excess amounts from companies whose initial market capitalizations exceeded 5% of the Underlying Index will be redistributed among the remaining companies in proportion to their initial weights until no company exceeds 5% of the Underlying Index. These modified weights will then become effective on the last trading day in January. In between the reconstitution and rebalance dates, the Underlying Index weights of each company will float; thus it will be possible for a company to exceed 5% of the Underlying Index during this period.

Index Rebalancing

The Underlying Index is rebalanced on a quarterly basis using a modified market capitalization methodology. The modified market capitalizations are calculated using the company's most recent shares outstanding and the company's stock's closing price on the last trading day in March, June and September. These modified weights will then become effective on the company's stock's last trading days in April, July and October, respectively. The composition of the Fund's portfolio will therefore change to the extent necessary to replicate the Underlying Index.

The Underlying Index is also reconstituted on an annual basis to incorporate a group of stocks identified by Mergent as "Dividend Achievers™" pursuant to a proprietary dividend growth methodology. Reconstitution is effective after the close of the last trading day in January.

Index Maintenance

Share adjustments to reflect a split, a reverse split or a stock dividend will be made on each action's effective date. Such changes do not require an adjustment to the divisor and are processed automatically. For changes in a company's shares outstanding due to a merger, acquisition or spin-off, an adjustment to the stocks in the Underlying Index will be made effective after the close on the effective date of the corporate action.

Dividend Payments

For total return calculations for the Underlying Index, dividend payments will be reinvested in the Underlying Index on the ex-date of the underlying securities.

Mergers

In the event of a merger between two companies included in the Underlying Index, the common shares of the surviving company will continue to be represented in the Underlying Index. In the event of a merger between a company in the Underlying Index and a company not in the Underlying Index, the surviving company will only be included in the Underlying Index if the company in the Underlying Index is the surviving company.

Acquisitions

A company will be dropped from the Underlying Index in the case of its acquisition. The Underlying Index divisor will be adjusted to reflect the acquisition.

Delisting of Portfolio Securities

A company will be dropped from the Underlying Index in the event the company ceases to be listed on the NYSE, the NASDAQ or NYSE Amex.

Bankruptcy or Prolonged Trading Suspension

In the event of bankruptcy, a company will be removed from the Underlying Index effective after the close on the date of the filing. In the event that trading in a company included in the Underlying Index is suspended, the Underlying Index calculation agent, in consultation with Mergent, shall decide whether the company will be removed from the Underlying Index as soon as applicable. For purposes of minimizing the impact to the Underlying Index, the company to be deleted will be removed at the value at which it last traded. The Underlying Index divisor will be adjusted to reflect the disposition.

Principal Risks of Investing in the Fund

The following specific risk factors have been identified for the Fund. See also the section entitled "Additional Risks" for other risk factors.

Market Trading Risk

Risk is inherent in all investing. An investment in the Fund involves risks similar to those of investing in any fund of equity securities traded on an exchange. You should anticipate that the value of the Shares will decline, more or less, in correlation with any decline in value of the Underlying Index.

Market Risk

The Shares are subject to market fluctuations caused by such factors as economic, political, regulatory or market developments, changes in interest rates and perceived trends in stock prices. Overall stock values could decline generally or could underperform other investments.

Consumer Staples Sector Risk

To the extent the Underlying Index includes securities of issuers in the consumer staples sector, the Fund will invest in companies in such sector. Companies in the consumer staples sector may be adversely affected by changes in the worldwide economy, consumer spending, competition, demographics and consumer preferences, exploration and production spending. Companies is this sector are also affected by changes in government regulation, world events and economic conditions.

Non-Correlation Risk

The Fund's return may not match the return of the Underlying Index for a number of reasons. For example, the Fund incurs a number of operating expenses not applicable to the Underlying Index, and incurs costs in buying and selling securities, especially when rebalancing the Fund's securities holdings to reflect changes in the composition of the Underlying Index. In addition, the performance of the Fund and the Underlying Index may vary due to asset valuation differences and differences between the Fund's portfolio and the Underlying Index resulting from legal restrictions (such as diversification requirements that apply to the Fund but not to the Underlying Index).

Since the Underlying Index is not subject to the diversification requirements to which the Fund must adhere, the Fund may be required to deviate its investments from the securities and relative weightings of the Underlying Index. The Fund may not invest in certain securities included in the Underlying Index due to liquidity constraints. Liquidity constraints may delay the Fund's purchase or sale of securities included in the Underlying Index. For tax efficiency purposes, the Fund may sell certain securities to realize losses, causing it to deviate from the Underlying Index.

The Fund may not be fully invested at times, either as a result of cash flows into the Fund or reserves of cash held by the Fund to meet redemptions and expenses. If the Fund utilizes a sampling approach or futures or other derivative positions, its return may not correlate as well with the return on the Underlying Index, as would be the case if it purchased all of the securities in the Underlying Index with the same weightings as the Underlying Index.

Replication Management Risk

Unlike many investment companies, the Fund is not "actively" managed. That is, the Fund does not utilize an investing strategy that seeks returns in excess of the Underlying Index. Therefore, it would not necessarily sell a stock because the stock's issuer was in financial trouble unless that stock is removed from the Underlying Index.

Dividend Achievers™ Universe Risk

At times, the segment of the equity markets represented by the Dividend Achievers™ universe (i.e., dividend paying stocks) may be out of favor and underperform other segments (e.g., growth stocks). A significant percentage of the Underlying Index may be comprised of issuers in a single industry or sector of the economy. If the Fund is focused in an industry or sector, it may present more risks than if it were broadly diversified over numerous industries and sectors of the economy.

Small and Medium Capitalization Company Risk

Investing in securities of small and medium capitalization companies involves greater risk than is customarily associated with investing in larger, more established companies. These companies' securities may be more volatile and less liquid than those of more established companies. These securities may have returns that vary, sometimes significantly, from the overall securities market. Often small and medium capitalization companies and the industries in which they are focused are still evolving and this may make them more sensitive to changing market conditions.

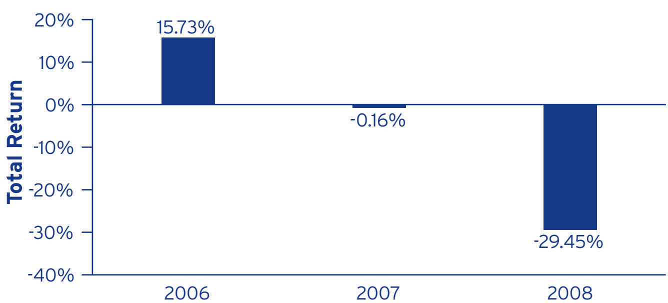
Issuer-Specific Changes

The value of an individual security or particular type of security can be more volatile than the market as a whole and can perform differently from the value of the market as a whole. The value of securities of smaller issuers can be more volatile than that of larger issuers.

The Fund's Shares will change in value, and you could lose money by investing in the Fund. The Fund may not achieve its investment objective. An investment in the Fund is not a deposit with a bank and is not insured or guaranteed by the FDIC or any other government agency.

Performance Information*

The bar chart that follows shows how the Fund performed. The table below the bar chart shows the Fund's average annual returns (before and after taxes). The bar chart and table provide an indication of the risks of investing in the Fund by comparing the Fund's performance from year to year and by showing how the Fund's average annual returns compared with a broad measure of market performance. All returns assume reinvestment of dividends and distributions. Of course, the Fund's past performance (before and after taxes) is not necessarily indicative of how the Fund will perform in the future.



The Fund's year-to-date total return for the six months ended June 30, 2009 was (7.09)%.

Best Quarter	Worst Quarter
6.73% (3rd Quarter 2006)	(19.15)% (4th Quarter 2008)

* *The bar chart above includes only complete calendar years following inception. The best and worst quarters above include numbers from complete calendar years only.*

Average Annual Total Returns for the Periods Ended December 31, 2008

	Past One Year	Since Inception*
PowerShares Dividend Achievers™ Portfolio (return before taxes)	(29.45)%	(5.47)%
PowerShares Dividend Achievers™ Portfolio (return after taxes on distributions)	(30.07)%	(6.17)%
PowerShares Dividend Achievers™ Portfolio (return after taxes on distributions and sale of Fund Shares)	(19.05)%	(4.91)%
S&P 500® Index (reflects no deduction for fees, expenses or taxes)	(36.99)%	(6.76)%
Russell 3000® Value Index (reflects no deduction for fees, expenses or taxes)	(36.25)%	(6.78)%
Dow Jones Industrial Average Index (reflects no deduction for fees, expenses or taxes)	(31.93)%	(3.32)%
Broad Dividend Achievers™ Index (reflects no deduction for fees, expenses or taxes)	(29.34)%	(5.11)%

* *The Fund commenced operations on September 15, 2005.*

The Fund's investment objective, risks and expenses should also be considered when comparing investment returns. The index performance results are hypothetical. The S&P 500® Index, Russell 3000® Value Index and Dow Jones Industrial Average Index are unmanaged indices used as a measurement of change in stock market conditions based on the average performance of approximately 500, 1,896 and 30 common stocks, respectively. The S&P 500® Index and the Russell 3000® Value Index will be used for comparative purposes going forward as these represent the most appropriate market indices for the Fund.

Performance data quoted represents past performance. Past performance is not a guarantee of future results; current performance may be higher or lower than performance quoted. Investment returns and principal value will fluctuate and shares, when redeemed, may be worth more or less than their original cost. The Fund's performance reflects fee waivers, if any, absent which, performance would have been lower.

After-tax returns in the table above are calculated using the historical highest individual federal marginal income tax rates and do not reflect the impact of state and local taxes. Actual after-tax returns depend on an investor's tax situation and may differ from those shown, and after-tax returns shown are not relevant to investors who hold Shares through tax-deferred arrangements, such as 401(k) plans or individual retirement accounts. In the event of negative performance, the Fund's returns after taxes on distributions and sale of Fund Shares are calculated assuming that an investor has sufficient capital gains of the same character from other investments to offset any capital losses from the sale of Fund Shares. As a result, the Fund's returns after taxes on distributions and sale of Fund Shares may exceed the Fund's returns before taxes and/or returns after taxes on distributions.

What are the Costs of Investing?

This table describes the fees and expenses that you may pay if you buy and hold Shares of the Fund.

Shareholder Transaction Expenses(1)	
(fees paid directly from your investments)	None*
Annual Fund Operating Expenses(2) (expenses that are deducted from the Fund's assets)	
Management Fees	0.40%
Other Expenses	0.34%
Total Gross Annual Fund Operating Expenses	0.74%
Fee Waivers and Expense Assumption(3)	0.14%
Total Net Annual Fund Operating Expenses	0.60%

Example

This example is intended to help you compare the cost of investing in the Fund with the cost of investing in other funds. This example does not take into account brokerage commissions that you pay when purchasing or selling Shares of the Fund.

The example assumes that you invest $10,000 in the Fund for the time periods indicated and then sell all of your Shares at the end of those periods. The example also assumes that your investment has a 5% return each year and that the Fund's gross operating expenses remain the same. Although your actual costs may be higher or lower, your costs‡, based on these assumptions, would be:

1 YEAR	3 YEARS	5 YEARS	10 YEARS
$61	$222	$398	$905

(1) When buying or selling Shares through a broker, you will incur customary brokerage commissions and charges.

(2) Expressed as a percentage of average net assets.

(3) The Trust and the Adviser have entered into an Amended and Restated Excess Expense Agreement (the "Expense Agreement") pursuant to which the Adviser has agreed to waive fees and/or pay Fund expenses to the extent necessary to prevent the operating expenses of the Fund (excluding interest expense, brokerage commissions, sub-licensing fees, offering costs and other trading expenses, taxes and extraordinary expenses) from exceeding 0.50% of average net assets per year (the "Expense Cap"), at least until August 31, 2010. Offering costs excluded from the Expense Cap are: (a) legal fees pertaining to the Fund's Shares offered for sale; (b) SEC and state registration fees; and (c) initial fees paid to be listed on an exchange. The Expense Agreement also provides that the expenses borne by the Adviser are subject to recapture by the Adviser for up to three years from the date the fee or expense was borne by the Adviser, but no recapture payment will be made by the Fund if it would result in the Fund exceeding its Expense Cap.

* *See "Creation Transaction Fees and Redemption Transaction Fees" below.*

‡ *The cost under the one-year example reflects the Adviser's agreement with the Fund to waive fees and/or reimburse expenses, if any, to the level specified in the fee table. The costs under the three-, five- and ten-year examples do not reflect this agreement after the first year.*

Creation Transaction Fees and Redemption Transaction Fees

The Fund issues and redeems Shares at NAV only in large blocks of 50,000 Shares (each block of 50,000 Shares called a "Creation Unit") or multiples thereof ("Creation Unit Aggregations"). As a practical matter, only APs can purchase or redeem these Creation Units. Purchasers of Creation Units at NAV must pay a standard Creation Transaction Fee of $1,600 per transaction (assuming approximately 282 stocks in each Creation Unit). An AP who holds Creation Units and wishes to redeem at NAV would also pay a standard Redemption Transaction Fee of $1,600 for each redemption transaction (assuming approximately 282 stocks in each Creation Unit).* APs who hold Creation Units in inventory will also pay the Annual Fund Operating Expenses described in the table above. Assuming an investment in a Creation Unit of $1,500,000 and a 5% return each year, and assuming that the Fund's gross operating expenses remain the same, the total costs‡ would be $12,398, $36,573, $62,851 and $138,990 if the Creation Unit is redeemed after one, three, five and ten years, respectively.

If a Creation Unit is purchased or redeemed outside the usual process through the NSCC or for cash, a variable fee of up to four times the standard Creation or Redemption Transaction Fee may be charged to the AP making the transaction. The Fund will charge a maximum fixed Creation/Redemption Transaction Fee of $6,400.

The Creation Transaction Fee, Redemption Transaction Fee and variable fee are not expenses of the Fund and do not impact the Fund's expense ratio.

---

* See "Creations, Redemptions and Transaction Fees" later in this Prospectus.

‡ The cost under the one-year example reflects the Adviser's agreement with the Fund to waive fees and/or reimburse expenses, if any, to the level specified in the fee table. The costs under the three-, five- and ten-year examples do not reflect this agreement after the first year.

PowerShares Financial Preferred Portfolio

Ticker: PGF
Intraday NAV Ticker: PGF.IV

CUSIP: 73935X229
Underlying Index: Wells Fargo® Hybrid & Preferred Financial Index (Ticker: WHPSF)

Investment Objective, Strategies and Risks

Investment Objective

The Fund seeks investment results that correspond generally to the price and yield (before the Fund's fees and expenses) of an index called the Wells Fargo® Hybrid & Preferred Financial Index (the "Underlying Index").

Principal Investment Strategies

The Fund will normally invest at least 80% of its total assets in preferred securities of financial institutions. The Fund will normally invest at least 90% of its total assets in preferred securities that comprise the Underlying Index. The Underlying Index is a market capitalization weighted index designed to track the performance of preferred securities issued in the U.S. market by financial institutions. The Underlying Index is currently comprised of preferred securities of approximately 41 financial institutions that have received an industrial sector classification of "financial" from the Bloomberg Professional Service®. Securities in the Underlying Index are selected by Wells Fargo Securities, LLC (together with Wells Fargo & Company, the "Index Provider") pursuant to a proprietary selection methodology. As of June 30, 2009, the Underlying Index included companies with a market capitalization range of between approximately $100.1 million and $2.3 billion. Preferred securities have a payment priority over common stock in the payment of specified dividends and in the event of an issuer's liquidation. Dividends are paid on a fixed rate percentage of the fixed par value at which the preferred stock is issued, and preferred stocks generally have a liquidation value that equals the original purchase price of the stock at the time of issuance. The Fund's 80% investment policy noted above is non-fundamental and requires 60 days' prior written notice to shareholders before it can be changed.

The Underlying Index is adjusted monthly, and the Fund, using an "indexing" investment approach, attempts to replicate, before fees and expenses, the performance of the Underlying Index. The Adviser seeks correlation over time of 0.95% or better between the Fund's performance and the performance of the Underlying Index. Because the Underlying Index does not comply with the tax diversification requirements to which the Fund must adhere, the Adviser expects to use a "sampling" methodology in seeking to achieve the Fund's investment objective. Sampling involves the use of quantitative analysis to obtain a representative sample of securities and weightings of securities that have in the aggregate investment characteristics similar to the Underlying Index based on such factors as market capitalization and other financial characteristics. The Fund holds as many securities as the Adviser believes is necessary to achieve the Fund's investment objective.

Index Methodology

The Underlying Index attempts to portray a cross-section of the universe of preferred securities issued by financial institutions and tracks the performance of preferred stocks issued exclusively by financial institutions and listed on the NYSE or NYSE Amex, which meet certain criteria.

Index Construction

(1) Eligible securities that will be included in the Underlying Index must meet the following criteria:

- Preferred stock or securities functionally equivalent to preferred stock that are issued exclusively by financial institutions.
- An industrial sector classification of "financial" from the Bloomberg Professional Service®.
- Rated at least "B3" by Moody's Investors Service, Inc. or "B-" by Standard & Poor's, a division of The McGraw-Hill Companies, Inc.
- U.S. dollar-denominated and publicly issued in the U.S. domestic market.
- Par amount of $25.
- Perpetual with no stated or legal maturity.
- Maintain a minimum par value of $250 million outstanding.
- Fixed dividends/coupons that are "qualified dividend income" eligible.
- Liquidity requirements.
    - Constituent securities representing at least 90% of the market value of the Underlying Index must have a minimum monthly trading volume during each of the last six months of at least 250,000 trading units. New issue securities listed on the NYSE or NYSE Amex for less than six months must have a minimum monthly trading volume of at least 250,000 trading units during each month following the date on which the securities were listed. Trading volume for any period less than one month shall be pro-rated for each day based on daily trading volume. If securities representing 90% of the market value of the Underlying Index do not meet the liquidity requirements set forth above, the Underlying Index will be rebalanced by removing the least liquid securities from the Underlying Index until the 90% liquidity requirement is satisfied. Underlying Index liquidity will be tested and rebalancing will occur on each Monthly Rebalancing Date.

(2) The Underlying Index does not include trust preferred securities, convertible preferred shares, securities subject to sinking fund provisions, shares in closed-end funds, municipal securities, sovereign securities or repackaged securities linked to a security, a basket of securities or an index.

(3) The Underlying Index is calculated using a market capitalization weighting methodology applied in conjunction with the monthly adjustments. The weight of any component stock may not account for more than 20% of the total value of the

Underlying Index. Component stocks greater than 20% of the Underlying Index are reduced to individually represent 20% of the value of the Underlying Index. The aggregate amount by which all components over 20% is reduced is redistributed proportionately across the remaining components that represent less than 20% of the Underlying Index value. After this redistribution, if any other component exceeds 20%, the component is set to 20% of the Underlying Index value and the redistribution is repeated.

(4) The Underlying Index is subject to monthly rebalancing adjustments. All outstanding preferred stocks are tested for suitability based on eligibility criteria. Stocks that are deemed qualified are added to the Underlying Index as constituents whereas those that are deemed inappropriate are excluded from the reconstitution of the Underlying Index. Rebalancing can occur following specific events such as redemption, tenders, greenshoes and overallotments, reopenings, stock splits and suspension from trading on an exchange. These events will require a daily adjustment or directly influence the next monthly adjustments.

Principal Risks of Investing in the Fund

The following specific risk factors have been identified for the Fund. See also the section entitled "Additional Risks" for other risk factors.

Market Trading Risk

Risk is inherent in all investing. An investment in the Fund involves risks similar to those of investing in any fund of equity securities traded on an exchange. You should anticipate that the value of the Shares will decline, more or less, in correlation with any decline in value of the Underlying Index.

Market Risk

The Shares are subject to market fluctuations caused by such factors as economic, political, regulatory or market developments, changes in interest rates and perceived trends in stock prices. Overall stock values could decline generally or could underperform other investments.

Financial Industry Risk

To the extent the Underlying Index includes securities of issuers in the financial sector, the Fund will invest in companies in such sector. The Fund therefore may be susceptible to adverse economic or regulatory occurrences affecting the financial industry. Investing in the financial industry involves risks, including the following: financial services companies are subject to extensive government regulation and, as a result, their profitability may be affected by new regulations or regulatory interpretations; unstable interest rates can have a disproportionate effect on the financial services industry; financial services companies whose securities the Fund may purchase may themselves have concentrated portfolios which makes them vulnerable to economic conditions that affect that industry; and financial services companies have been affected by increased competition, which could adversely affect the profitability or viability of such companies. In addition, the financial industry is undergoing numerous changes, including continuing consolidations, development of new products and structures and changes to its regulatory framework. Increased government involvement in financial institutions, including measures such as taking ownership positions in such institutions, could result in a dilution in the value of the shares held by shareholders in such institutions. The recent deterioration of the credit markets has caused an adverse impact on a broad range of financial markets, thereby causing certain financial services companies to incur large losses. Certain financial services companies have experienced declines in the valuation of their assets and even ceased operations.

Insurance Industry Risk

To the extent the Underlying Index includes securities of issuers in the industrials sector, the Fund will invest in companies in such sector. Companies involved in the insurance industry can be significantly affected by many factors, including changes in interest rates, general economic conditions, the imposition of premium rate caps, competition and pressure to compete globally, including price and marketing competition, and other changes in government regulation or tax law. In addition, different segments of the insurance industry can be significantly affected by mortality and morbidity rates, environmental clean-up costs and catastrophic events such as earthquakes, hurricanes and terrorist acts.

Non-Correlation Risk

The Fund's return may not match the return of the Underlying Index for a number of reasons. For example, the Fund incurs a number of operating expenses not applicable to the Underlying Index, and incurs costs in buying and selling securities, especially when rebalancing the Fund's securities holdings to reflect changes in the composition of the Underlying Index. In addition, the performance of the Fund and the Underlying Index may vary due to asset valuation differences and differences between the Fund's portfolio and the Underlying Index resulting from legal restrictions (such as diversification requirements that apply to the Fund but not to the Underlying Index).

The Underlying Index does not meet the tax diversification requirements to which the Fund must adhere. Therefore, the Fund expects to utilize a sampling approach and deviate its investments from the securities and relative weightings of the Underlying Index. Because the Fund may utilize a sampling approach, its return may not correlate as well with the return on the Underlying Index, as would be the case if it purchased all of the stocks in the Underlying Index. In addition, the Fund may not invest in certain securities included in the Underlying Index due to liquidity constraints. Liquidity constraints may delay the Fund's purchase or sale of securities included in the Underlying Index. For tax efficiency purposes, the Fund may sell certain securities to realize losses, causing it to deviate from the Underlying Index.

The Fund may not be fully invested at times, either as a result of cash flows into the Fund or reserves of cash held by the Fund to meet redemptions and expenses. Because the Fund may utilize a sampling approach or if the Fund utilizes futures or other derivative positions, its return may not correlate as well with the return on the Underlying Index as would be the case if it purchased all of the stocks in the Underlying Index with the same weightings as the Underlying Index.

Preferred Securities Risk

There are special risks associated with investing in preferred securities. Preferred securities may include provisions that permit the issuer, in its discretion, to defer or omit distributions for a certain period of time. If the Fund owns a security that is deferring or omitting its distributions, the Fund may be required to report the distribution on its tax returns, even though it may not have received this income. Further, preferred securities may lose substantial value due to the omission or deferment of dividend payments. Preferred securities may be less liquid than many other securities, such as common stocks, and generally offer no voting rights with respect to the issuer. Preferred securities may also be subordinated to bonds or other debt instruments in an issuer's capital structure, subjecting them to a greater risk of non-payment than more senior securities. In addition, in certain circumstances, an issuer of preferred securities may redeem the securities prior to a specified date, and this may negatively impact the return of the security.

High Yield Securities Risk

High yield securities generally offer a higher current yield than that available from higher grade issues, but typically involve greater risk. Securities rated below investment grade are commonly referred to as "junk bonds." The ability of issuers of high yield securities to make timely payments of interest and principal may be adversely impacted by adverse changes in general economic conditions, changes in the financial condition of their issuers and price fluctuations in response to changes in interest rates. High yield securities are less liquid than investment grade securities and may be difficult to price or sell, particularly in times of negative sentiment toward high yield securities. Issuers of high yield securities may have a larger amount of outstanding debt relative to their assets than issuers of investment grade securities. Periods of economic downturn or rising interest rates may cause the issuers of high yield securities to experience financial distress, which could adversely impact their ability to make timely payments of principal and interest and increase the possibility of default. The market value and liquidity of high yield securities may be negatively impacted by adverse publicity and investor perceptions, whether or not based on fundamental analysis, especially in a market characterized by a low volume of trading.

Financial Institutions Risk

Investments in financial institutions may be subject to certain risks, including, but not limited to, the risk of regulatory actions, changes in interest rates and concentration of loan portfolios in an industry or sector. Financial institutions are highly regulated and may suffer setbacks should regulatory rules under which they operate change. Likewise, there is a high level of competition among financial institutions which could adversely affect the viability of an institution. Increased government involvement in financial institutions, including measures such as taking ownership positions in such institutions, could result in a dilution in the value of the shares held by shareholders in such institutions. The recent deterioration of the credit markets has caused an adverse impact on a broad range of financial markets, thereby causing certain financial services companies to incur large losses. Certain financial services companies have experienced declines in the valuation of their assets and even ceased operations.

Sampling Risk

The Fund's use of a representative sampling approach will result in its holding a smaller number of securities than are in the Underlying Index. As a result, an adverse development respecting an issuer of securities held by the Fund could result in a greater decline in NAV than would be the case if the Fund held all of the securities in the Underlying Index. To the extent the assets in the Fund are smaller, these risks will be greater.

Replication Management Risk

Unlike many investment companies, the Fund is not "actively" managed. That is, the Fund does not utilize an investing strategy that seeks returns in excess of the

Underlying Index. Therefore, it would not necessarily sell a stock because the stock's issuer was in financial trouble unless that stock is removed from the Underlying Index.

Non-Diversified Fund Risk

The Fund is considered non-diversified and can invest a greater portion of assets in securities of individual issuers than a diversified fund. As a result, changes in the market value of a single investment could cause greater fluctuations in share price than would occur in a diversified fund.

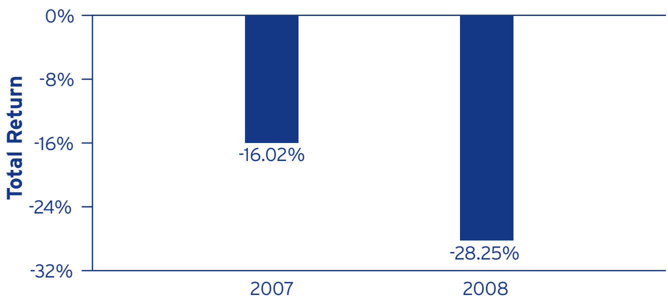
Issuer-Specific Changes

The value of an individual security or particular type of security can be more volatile than the market as a whole and can perform differently from the value of the market as a whole.

The Fund's Shares will change in value, and you could lose money by investing in the Fund. The Fund may not achieve its investment objective. An investment in the Fund is not a deposit with a bank and is not insured or guaranteed by the FDIC or any other government agency.

Performance Information*

The bar chart that follows shows how the Fund performed. The table below the bar chart shows the Fund's average annual returns (before and after taxes). The bar chart and table provide an indication of the risks of investing in the Fund by showing the Fund's performance from year to year and by showing how the Fund's average annual returns compared with a broad measure of market performance. All returns assume reinvestment of dividends and distributions. Of course, the Fund's past performance (before and after taxes) is not necessarily indicative of how the Fund will perform in the future.



The Fund's year-to-date total return for the six months ended June 30, 2009 was 19.27%.

Best Quarter	Worst Quarter
9.20% (1st Quarter 2008)	(30.31)% (3rd Quarter 2008)

* *The bar chart includes only complete calendar years following inception. The best and worst quarters above include numbers from complete calendar years only.*

Average Annual Total Returns for the Periods Ended December 31, 2008

	Past One Year	Since Inception*
PowerShares Financial Preferred Portfolio (return before taxes)	(28.25)%	(21.59)%
PowerShares Financial Preferred Portfolio (return after taxes on distributions)	(30.48)%	(23.65)%
PowerShares Financial Preferred Portfolio (return after taxes on distributions and sale of Fund Shares)	(18.03)%	(18.75)%
S&P Preferred Stock Index (reflects no deduction for fees, expenses or taxes)	(25.76)%	(18.28)%
S&P 500® Index (reflects no deduction for fees, expenses or taxes)	(36.99)%	(17.10)%
Barclays Capital U.S. Corporate Bond Index** (reflects no deduction for fees, expenses or taxes)	(10.48)%	(3.73)%
Wells Fargo® Hybrid & Preferred Financial Index** (reflects no deduction for fees, expenses or taxes)	(29.33)%	(20.67)%

* *The Fund commenced operations on December 1, 2006.*

** *The Lehman Brothers Indexes have been rebranded as Barclays Capital Indexes and the Wachovia Indices have been rebranded as Wells Fargo® Indices.*

The Fund's investment objective, risks and expenses should also be considered when comparing investment returns. The index performance results are hypothetical. The S&P Preferred Stock Index and S&P 500® Index and the Barclays Capital U.S. Corporate Bond Index are unmanaged indices used as a measurement of change in stock market conditions based on the average performance of approximately 44 and 500 common stocks and 1,500 bonds, respectively. The S&P Preferred Stock Index will be used for comparative purposes going forward as it represents a more appropriate market index for the Fund.

Performance data quoted represents past performance. Past performance is not a guarantee of future results; current performance may be higher or lower than performance quoted. Investment returns and principal value will fluctuate and shares, when redeemed, may be worth more or less than their original cost. The Fund's performance reflects fee waivers, if any, absent which, performance would have been lower.

After-tax returns in the table above are calculated using the historical highest individual federal marginal income tax rates and do not reflect the impact of state and local taxes. Actual after-tax returns depend on an investor's tax situation and may differ from those shown, and after-tax returns shown are not relevant to investors who hold Shares through tax-deferred arrangements, such as 401(k) plans or individual retirement accounts. In the event of negative performance, the Fund's returns after taxes on distributions and sale of Fund Shares are calculated assuming that an investor has sufficient capital gains of the same character from other investments to offset any capital losses from the sale of Fund Shares. As a result, the Fund's returns after taxes on distributions and sale of Fund Shares may exceed the Fund's returns before taxes and/or returns after taxes on distributions.

What are the Costs of Investing?

This table describes the fees and expenses that you may pay if you buy and hold Shares of the Fund.

Shareholder Transaction Expenses(1)	
(fees paid directly from your investments)	None*
Annual Fund Operating Expenses(2) (expenses that are deducted from the Fund's assets)	
Management Fees	0.50%
Other Expenses	0.18%
Total Gross Annual Fund Operating Expenses	0.68%
Amounts Recaptured by the Adviser(3)	0.01%
Total Net Annual Fund Operating Expenses	0.69%

Example

This example is intended to help you compare the cost of investing in the Fund with the cost of investing in other funds. This example does not take into account brokerage commissions that you pay when purchasing or selling Shares of the Fund.

The example assumes that you invest $10,000 in the Fund for the time periods indicated and then sell all of your Shares at the end of those periods. The example also assumes that your investment has a 5% return each year and that the Fund's gross operating expenses remain the same. Although your actual costs may be higher or lower, your costs‡, based on these assumptions, would be:

1 YEAR	3 YEARS	5 YEARS	10 YEARS
$70	$219	$380	$847

(1) When buying or selling Shares through a broker, you will incur customary brokerage commissions and charges.

(2) Expressed as a percentage of average net assets.

(3) The Trust and the Adviser have entered into an Amended and Restated Excess Expense Agreement (the "Expense Agreement") pursuant to which the Adviser has agreed to waive fees and/or pay Fund expenses to the extent necessary to prevent the operating expenses of the Fund (excluding interest expense, brokerage commissions, sub-licensing fees, offering costs and other trading expenses, taxes and extraordinary expenses) from exceeding 0.60% of average net assets per year (the "Expense Cap"), at least until August 31, 2010. Offering costs excluded from the Expense Cap are: (a) legal fees pertaining to the Fund's Shares offered for sale; (b) SEC and state registration fees; and (c) initial fees paid to be listed on an exchange. The Expense Agreement also provides that the expenses borne by the Adviser are subject to recapture by the Adviser for up to three years from the date the fee or expense was borne by the Adviser, but no recapture payment will be made by the Fund if it would result in the Fund exceeding its Expense Cap.

** See "Creation Transaction Fees and Redemption Transaction Fees" below.*

‡ The cost under the one-year example reflects the Adviser's agreement with the Fund to waive fees and/or reimburse expenses, if any, to the level specified in the fee table. The costs under the three-, five- and ten-year examples do not reflect this agreement after the first year.

Creation Transaction Fees and Redemption Transaction Fees

The Fund issues and redeems Shares at NAV only in large blocks of 50,000 Shares (each block of 50,000 Shares called a "Creation Unit") or multiples thereof ("Creation Unit Aggregations"). As a practical matter, only APs can purchase or redeem these Creation Units. Purchasers of Creation Units at NAV must pay a standard Creation Transaction Fee of $500 per transaction (assuming approximately 41 stocks in each Creation Unit). An AP who holds Creation Units and wishes to redeem at NAV would also pay a standard Redemption Transaction Fee of $500 for each redemption transaction (assuming approximately 41 stocks in each Creation Unit).* APs who hold Creation Units in inventory will also pay the Annual Fund Operating Expenses described in the table above. Assuming an investment in a Creation Unit of $2,500,000 and a 5% return each year, and assuming that the Fund's gross operating expenses remain the same, the total costs‡ would be $18,622, $55,636, $95,917 and $212,869 if the Creation Unit is redeemed after one, three, five and ten years, respectively.

If a Creation Unit is purchased or redeemed outside the usual process through the NSCC or for cash, a variable fee of up to four times the standard Creation or Redemption Transaction Fee may be charged to the AP making the transaction. The Fund will charge a maximum fixed Creation/Redemption Transaction Fee of $2,000.

The Creation Transaction Fee, Redemption Transaction Fee and variable fee are not expenses of the Fund and do not impact the Fund's expense ratio.

---

* See "Creations, Redemptions and Transaction Fees" later in this Prospectus.

‡ The cost under the one-year example reflects the Adviser's agreement with the Fund to waive fees and/or reimburse expenses, if any, to the level specified in the fee table. The costs under the three-, five- and ten-year examples do not reflect this agreement after the first year.

PowerShares High Yield Equity Dividend Achievers™ Portfolio

Ticker: PEY
Intraday NAV Ticker: HEY

CUSIP: 73935X302
Underlying Index: Mergent Dividend Achievers™ 50 Index (Ticker: DAY)

Investment Objective, Strategies and Risks

Investment Objective

The Fund seeks investment results that correspond generally to the price and yield (before the Fund's fees and expenses) of an equity index called the Mergent Dividend Achievers™ 50 Index (the "Underlying Index").

Principal Investment Strategies

The Fund will normally invest at least 80% of its total assets in common stocks of companies that have a consistent record of dividend increases. The Fund will normally invest at least 90% of its total assets in dividend paying common stocks that comprise the Underlying Index. The Underlying Index is comprised of 50 stocks selected principally on the basis of dividend yield and consistent growth in dividends. The Underlying Index contains only stocks and no debt or fixed income securities. Since 1979, Mergent has tracked companies that have had a consistent record of dividend increases. To qualify as a stock included in the universe of "Dividend Achievers™," an issuer must have raised its annual regular cash dividend, on a pre-tax basis, for at least each of the last ten consecutive fiscal years. As of June 30, 2009, the Underlying Index included companies with a market capitalization range of between approximately $81.5 million and $146.5 billion. The Fund's 80% investment policy noted above is non-fundamental and requires 60 days' prior written notice to shareholders before it can be changed.

The Fund, using an "indexing" investment approach, attempts to replicate, before fees and expenses, the performance of the Underlying Index. The Adviser seeks correlation over time of 0.95 or better between the Fund's performance and the performance of the Underlying Index; a figure of 1.00 would represent perfect correlation. The Fund generally invests in all of the stocks comprising the Underlying Index in proportion to their weightings in the Underlying Index. However, under various circumstances, it may not be possible or practicable to purchase all of those stocks in those weightings. In those circumstances, the Fund may purchase a sample of stocks in the Underlying Index as a whole. There may also be instances in which the Adviser may choose to overweight another stock in the Underlying Index, purchase securities not in the Underlying Index which the Adviser believes are appropriate to substitute for certain securities in the Underlying Index or utilize various combinations of other available investment techniques, in seeking to track the Underlying Index. The Fund may sell stocks that are represented in the Underlying Index in anticipation of their removal from the Underlying Index, or purchase securities not represented in the Underlying Index in anticipation of their addition to the Underlying Index.

Index Methodology

The Underlying Index is designed to track the performance of the 50 companies with the highest dividend yield, chosen from the universe of companies which meet the requirements to be classified as Dividend Achievers™. A Dividend Achievers™ company must have, among other things, experienced growth in dividends consistently over the last 10 or more fiscal years.

Index Construction

(1) The Dividend Achievers™ are identified as companies incorporated in the United States, with aggregate annual regular dividend payments that have increased consistently over the course of the last 10 or more fiscal years. Depending on the industry, the company's asset value must be equal to or greater than $2 billion and the company must have a minimum of 200 shareholders on the ex-date closest to the reconstitution date.

(2) The universe of companies is ranked according to yield, using the annualized current dividend and the closing price at the reconstitution date, the last trading day in January.

(3) The highest 50 yielding companies are selected for inclusion in the Underlying Index.

Index Rebalancing and Reconstitution

The Underlying Index is rebalanced on a quarterly basis using a modified equal weighting methodology incorporating current dividend yield. Adjustments are effective after the close of the last trading day of January, April, July and October.

The Underlying Index is reconstituted on an annual basis to incorporate the 50 highest yielding stocks among the Dividend Achievers™.

Index Maintenance

Share adjustments to reflect a split, a reverse split or stock dividend will be made on the action's effective date. Such changes do not require an adjustment to the divisor and are processed automatically.

For changes in a company's shares outstanding due to a merger, acquisition or spin-off, an adjustment to the stock's Index shares will be made effective after the close on the effective date of the corporate action.

Dividend Payments

Dividend payments will be reinvested in the Underlying Index on the ex-date.

Mergers

In the event of a merger between two companies included in the Underlying Index, the common shares of the surviving issuer will continue to be represented in the Index. In the event of a merger between a company in the Underlying Index and a company not in the Underlying Index, the common shares of the surviving issuer will continue to be represented in the Underlying Index until further evaluation on the reconstitution date.

Acquisitions

A company will be dropped from the Underlying Index in the case of its acquisition. The next highest yielding company in the Dividend Achievers™ not currently included in the Underlying Index and as identified at reconstitution will replace the acquired company.

Bankruptcy or Prolonged Trading Suspension

In the event of a bankruptcy, a company will be removed from the Underlying Index effective after the close on the date of the filing. In the event that trading in a company included in the Underlying Index is suspended, the Index calculation agent in consultation with Mergent shall decide whether the company will be removed from the Index as soon as applicable. For purposes of minimizing the impact to the Underlying Index, the company to be deleted will be removed at the value at which it last traded. The next highest yielding company in the Underlying Index not currently included in the Underlying Index and as identified at reconstitution will replace the company.

Principal Risks of Investing in the Fund

The following specific risk factors have been identified for the Fund. See also the section entitled "Additional Risks" for other risk factors.

Market Trading Risk

Risk is inherent in all investing. An investment in the Fund involves risks similar to those of investing in any fund of equity securities traded on an exchange. You should anticipate that the value of the Shares will decline, more or less, in correlation with any decline in value of the Underlying Index.

Market Risk

The Shares are subject to market fluctuations caused by such factors as economic, political, regulatory or market developments, changes in interest rates and perceived trends in stock prices. Overall stock values could decline generally or could underperform other investments.

Banking Industry Risk

To the extent the Underlying Index includes securities of issuers in the banking industry, the Fund will invest in companies in such industry. The Fund therefore may be susceptible to adverse economic or regulatory occurrences affecting the banking industry. Banks are subject to extensive government regulation that may affect the scope of their activities, their profitability, the prices that they can charge and the amount of capital that they must maintain. In addition, unstable interest rates can have a disproportionate effect on the banking industry; banks whose securities the Fund may purchase may themselves have concentrated portfolios which makes them vulnerable to economic conditions that affect that industry; and banks have been affected by increased competition, which could adversely affect the profitability or viability of such companies. In addition, the banking industry is undergoing numerous changes, including continuing consolidations, development of new products and structures and changes to its regulatory framework. Increased government involvement in the banking industry, including measures such as taking ownership positions in such institutions, could result in a dilution in the value of the shares held by shareholders in such institutions. The recent deterioration of the credit markets has caused an adverse impact on a broad range of financial markets, thereby causing certain banking institutions to incur large losses. Certain banking institutions have experienced declines in the valuation of their assets and even ceased operations.

Non-Correlation Risk

The Fund's return may not match the return of the Underlying Index for a number of reasons. For example, the Fund incurs a number of operating expenses not applicable to the Underlying Index, and incurs costs in buying and selling securities, especially when rebalancing the Fund's securities holdings to reflect changes in the composition of the Underlying Index. In addition, the performance of the Fund and the Underlying Index may vary due to asset valuation differences and differences between the Fund's portfolio and the Underlying Index resulting from legal restrictions (such as diversification requirements that apply to the Fund but not to the Underlying Index).

Since the Underlying Index is not subject to the diversification requirements to which the Fund must adhere, the Fund may be required to deviate its investments from the securities and relative weightings of the Underlying Index. The Fund may not invest in certain securities included in the Underlying Index due to liquidity constraints. Liquidity constraints may also delay the Fund's purchase or sale of securities included in the Underlying Index, thus potentially decreasing the correlation between the Fund's performance and that of the Underlying Index. For tax efficiency purposes, the Fund may sell certain securities to realize losses, causing it to deviate from the Underlying Index.

The Fund may not be fully invested at times, either as a result of cash flows into the Fund or reserves of cash held by the Fund to meet redemptions and expenses. If the Fund utilizes a sampling approach or futures or other derivative positions, its return may not correlate as well with the return on the Underlying Index, as would be the case if it purchased all of the securities in the Underlying Index with the same weightings as the Underlying Index.

Dividend Achievers™ Universe Risk

At times, the segment of the equity markets represented by the Dividend Achievers™ universe (i.e., high yielding dividend paying stocks) may be out of favor and underperform other segments (e.g., growth stocks). A significant percentage of the Underlying Index may be comprised of issuers in a single industry or sector of the economy. If the Fund is focused in an industry or sector, it may present more risks than if it were broadly diversified over numerous industries and sectors of the economy.

Replication Management Risk

Unlike many investment companies, the Fund is not "actively" managed. That is, the Fund does not utilize an investing strategy that seeks returns in excess of the Underlying Index. Therefore, it would not necessarily sell a stock because the stock's issuer was in financial trouble, unless that stock is removed from the Underlying Index.

Small and Medium Capitalization Company Risk

Investing in securities of small and medium capitalization companies involves greater risk than is customarily associated with investing in larger, more established companies. These companies' securities may be more volatile and less liquid than those of more established companies. These securities may have returns that vary, sometimes significantly, from the overall securities market. Often small and medium capitalization companies and the industries in which they are focused are still evolving and this may make them more sensitive to changing market conditions.

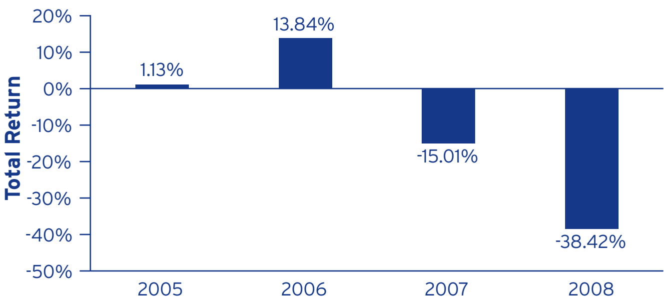
Issuer-Specific Changes

The value of an individual security or particular type of security can be more volatile than the market as a whole and can perform differently from the value of the market as a whole. The value of securities of smaller issuers can be more volatile than that of larger issuers.

The Fund's Shares will change in value, and you could lose money by investing in the Fund. The Fund may not achieve its investment objective. An investment in the Fund is not a deposit with a bank and is not insured or guaranteed by the FDIC or any other government agency.

Performance Information*

The bar chart that follows shows how the Fund performed. The table below the bar chart shows the Fund's average annual returns (before and after taxes). The bar chart and table provide an indication of the risks of investing in the Fund by comparing the Fund's performance from year to year and by showing how the Fund's average annual returns compared with a broad measure of market performance. All returns assume reinvestment of dividends and distributions. Of course, the Fund's past performance (before and after taxes) is not necessarily indicative of how the Fund will perform in the future.



The Fund's year-to-date total return for the six months ended June 30, 2009 was (20.00)%.

Best Quarter	Worst Quarter
26.81% (3rd Quarter 2008)	(27.56)% (4th Quarter 2008)

* *The bar chart above includes only complete calendar years following inception. The best and worst quarters above include numbers from complete calendar years only.*

Average Annual Total Returns for the Periods Ended December 31, 2008

	Past One Year	Since Inception*
PowerShares High Yield Equity Dividend Achievers™ Portfolio (return before taxes)	(38.42)%	(10.98)%
PowerShares High Yield Equity Dividend Achievers™ Portfolio (return after taxes on distributions)	(39.61)%	(12.27)%
PowerShares High Yield Equity Dividend Achievers™ Portfolio (return after taxes on distributions and sale of Fund Shares)	(24.80)%	(9.52)%
Dow Jones U.S. Select Dividend Index (reflects no deduction for fees, expenses or taxes)	(30.97)%	(4.66)%
S&P Citigroup Large Cap Value Index (reflects no deduction for fees, expenses or taxes)	(39.22)%	(4.79)%
S&P 500® Index (reflects no deduction for fees, expenses or taxes)	(36.99)%	(4.64)%
Mergent Dividend Achievers™ 50 Index (reflects no deduction for fees, expenses or taxes)	(39.81)%	(11.89)%

* *The Fund commenced operations on December 9, 2004.*

Investment objective, risks and expenses should also be considered when comparing investment returns. The index performance results are hypothetical. The Dow Jones U.S. Select Dividend Index, S&P Citigroup Large Cap Value Index and S&P 500® Index are unmanaged indices used as a measurement of change in stock market conditions based on the average performance of approximately 100, 346 and 500 common stocks, respectively. The Dow Jones U.S. Select Dividend Index and the S&P Citigroup Large Cap Value Index will be used for comparative purposes going forward as these represent the most appropriate market indices for the Fund.

Performance data quoted represents past performance. Past performance is not a guarantee of future results, current performance may be higher or lower than performance quoted. Investment returns and principal value will fluctuate; and shares, when redeemed, may be worth more or less than their original cost. The Fund's performance reflects fee waivers, if any, without which, performance would have been lower.

After-tax returns in the table above are calculated using the historical highest individual federal marginal income tax rates and do not reflect the impact of state and local taxes. Actual after-tax returns depend on an investor's tax situation and may differ from those shown, and after-tax returns shown are not relevant to investors who hold Shares through tax-deferred arrangements, such as 401(k) plans or individual retirement accounts. In the event of negative performance, the Fund's returns after taxes on distributions and sale of Fund Shares are calculated assuming that an investor has sufficient capital gains of the same character from other investments to offset any capital losses from the sale of Fund Shares. As a result, the Fund's returns after taxes on distributions and sale of Fund Shares may exceed the Fund's returns before taxes and/or returns after taxes on distributions.

What are the Costs of Investing?

This table describes the fees and expenses that you may pay if you buy and hold shares of the Fund.

Shareholder Transaction Expenses(1)	
(fees paid directly from your investments)	None*
Annual Fund Operating Expenses(2) (expenses that are deducted from the Fund's assets)	
Management Fees	0.40%
Other Expenses	0.22%
Total Gross Annual Fund Operating Expenses	0.62%
Fee Waivers and Expense Assumption(3)	0.02%
Total Net Annual Fund Operating Expenses	0.60%

Example

This example is intended to help you compare the cost of investing in the Fund with the cost of investing in other funds. This example does not take into account brokerage commissions that you pay when purchasing or selling Shares of the Fund.

The example assumes that you invest $10,000 in the Fund for the time periods indicated and then sell all of your Shares at the end of those periods. The example also assumes that your investment has a 5% return each year and that the Fund's gross operating expenses remain the same. Although your actual costs may be higher or lower, your costs‡, based on these assumptions, would be:

1 YEAR	3 YEARS	5 YEARS	10 YEARS
$61	$197	$344	$772

(1) When buying or selling Shares through a broker, you will incur customary brokerage commissions and charges.

(2) Expressed as a percentage of average net assets.

(3) The Trust and the Adviser have entered into an Amended and Restated Excess Expense Agreement (the "Expense Agreement") pursuant to which the Adviser has agreed to waive fees and/or pay Fund expenses to the extent necessary to prevent the operating expenses of the Fund (excluding interest expense, brokerage commissions, sub-licensing fees, offering costs and other trading expenses, taxes, and extraordinary expenses) from exceeding 0.50% of average net assets per year (the "Expense Cap"), at least until August 31, 2010. Offering costs excluded from the Expense Cap are: (a) legal fees pertaining to the Fund's Shares offered for sale; (b) SEC and state registration fees; and (c) initial fees paid to be listed on an exchange. The Expense Agreement also provides that the expenses borne by the Adviser are subject to recapture by the Adviser for up to three years from the date the fee or expense was borne by the Fund, but no recapture payment will be made by the Fund if it would result in the Fund exceeding its Expense Cap.

* *See "Creation Transaction Fees and Redemption Transaction Fees" below.*

‡ *The cost under the one-year example reflects the Adviser's agreement with the Fund to waive fees and/or reimburse expenses, if any, to the level specified in the fee table. The costs under the three-, five- and ten-year examples do not reflect this agreement after the first year.*

Creation Transaction Fees and Redemption Transaction Fees

The Fund issues and redeems Shares at NAV only in large blocks of 50,000 Shares (each block of 50,000 Shares called a "Creation Unit") or multiples thereof ("Creation Unit Aggregations"). As a practical matter, only APs can purchase or redeem these Creation Units. Purchasers of Creation Units at NAV must pay a standard Creation Transaction Fee of $500 per transaction (assuming approximately 50 stocks in each Creation Unit). An AP who holds Creation Units and wishes to redeem at NAV would also pay a standard Redemption Transaction Fee of $500 for each redemption transaction (assuming approximately 50 stocks in each Creation Unit).* APs who hold Creation Units in inventory will also pay the Annual Fund Operating Expenses described in the table above. Assuming an investment in a Creation Unit of $1,500,000 and a 5% return each year, and assuming that the Fund's gross operating expenses remain the same, the total costs‡ would be $10,198, $30,476, $52,570 and $116,848 if the Creation Unit is redeemed after one, three, five and ten years, respectively.

If a Creation Unit is purchased or redeemed outside the usual process through the NSCC or for cash, a variable fee of up to four times the standard Creation or Redemption Transaction Fee may be charged to the AP making the transaction. The Fund will charge a maximum fixed Creation/Redemption Transaction Fee of $2,000.

The Creation Transaction Fee, Redemption Transaction Fee and variable fee are not expenses of the Fund and do not impact the Fund's expense ratio.

---

* See "Creations, Redemptions and Transaction Fees" later in this Prospectus.

‡ The cost under the one-year example reflects the Adviser's agreement with the Fund to waive fees and/or reimburse expenses, if any, to the level specified in the fee table. The costs under the three-, five- and ten-year examples do not reflect this agreement after the first year.

PowerShares International Dividend Achievers™ Portfolio

Ticker: PID
Intraday NAV Ticker: FKJ

CUSIP: 73935X716
Underlying Index: International Dividend Achievers™ Index (Ticker: DAT)

Investment Objective, Strategies and Risks

Investment Objective

The Fund seeks investment results that correspond generally to the price and yield (before the Fund's fees and expenses) of an equity index called the International Dividend Achievers™ Index (the "Underlying Index").

Principal Investment Strategies

The Fund will normally invest at least 80% of its total assets in American Depositary Receipts ("ADRs") and non-U.S. common or ordinary stocks traded on the NYSE, the NASDAQ or NYSE Amex of companies that have increased their aggregate annual regular dividend payments consistently over the course of the last five calendar or fiscal years. The Fund will normally invest at least 90% of its total assets in dividend paying common stocks that comprise the International Dividend Achievers™ Index. The Underlying Index is currently comprised of approximately 94 stocks selected principally on the basis of their consecutive years of dividend growth as identified by Mergent pursuant to a proprietary selection methodology. In tracking the Underlying Index, it is anticipated that a small portion of the stocks will include small and medium capitalization stocks. As of June 30, 2009, the Underlying Index included companies with a market capitalization range of between approximately $230.3 million and $152.2 billion. The Fund's 80% investment policy noted above is non-fundamental and requires 60 days' prior written notice to shareholders before it can be changed.

The Fund, using an "indexing" investment approach, attempts to replicate, before expenses, the performance of the Underlying Index. The Adviser seeks correlation over time of 0.95 or better between the Fund's performance and the performance of the Underlying Index; a figure of 1.00 would represent perfect correlation. The Fund generally invests in all of the stocks comprising the Underlying Index in proportion to their weightings in the Underlying Index. However, under various circumstances, it may not be possible or practicable to purchase all of those stocks in those weightings. In those circumstances, the Fund may purchase a sample of stocks in the Underlying Index as a whole. There may also be instances in which the Adviser may choose to overweight another stock in the Underlying Index, purchase stocks not in the Underlying Index which the Adviser believes are appropriate to substitute for certain stocks in the Underlying Index or utilize various combinations of other available investment techniques, in seeking to track the Underlying Index. The Fund may sell stocks that are represented in the Underlying Index in anticipation of their removal from the International Dividend Achievers™ Index, or purchase stocks not represented in the Underlying Index in anticipation of their addition to the Underlying Index.

Mergent Index Methodology

The Underlying Index is designed to track the performance of dividend paying ADRs and non-U.S. common or ordinary stocks trading on the NYSE, the NASDAQ or NYSE Amex. To become eligible for inclusion in the Underlying Index, a company's aggregate annual regular dividend payments must have increased consistently over the course of the last five calendar or fiscal years.

Mergent uses the last available dividend payable date for the previous calendar or fiscal year to calculate the total annual regular dividend payment. Mergent reserves the authority to include companies with an off calendar year payment schedule or an off fiscal year payment as long as the payable date falls within the first 10 days of the fiscal or calendar year.

Index Construction

The Underlying companies are those that have been incorporated outside the United States, trade on the NYSE, the NASDAQ or NYSE Amex and have increased their annual regular dividend payments for the past five or more calendar or fiscal years. Depending on the industry, the company's asset value must be equal to or greater than $2 billion and must have a minimum of 200 shareholders on the ex-date closest to the reconstitution date.

The universe of companies in the Underlying Index is weighted according to yield using the trailing 12 months of regular dividend payments after the company's last trading day in December, except that in the case of Canadian companies, yield is calculated based on the Indicated Annual Dividend as of the last trading day in December. These modified weights will then become effective on the last trading day in January.

Index Rebalancing

The Underlying Index is rebalanced on a quarterly basis using a dividend yield weighted methodology incorporating a dividend yield based on trailing 12 months of regular dividend payments on the last trading date in March, June and September, except that in the case of Canadian companies, yield is calculated based on the forward looking Indicated Annual Dividend as of the last trading day in March, June and September. These modified weights will then become effective on the company's last trading days in April, July and October, respectively.

The Underlying Index is also reconstituted on an annual basis to incorporate a group of stocks identified by Mergent as "International Dividend Achievers™" pursuant to a proprietary dividend growth methodology. Reconstitution is effective after the close of the last trading day in January.

Index Maintenance

Share adjustments to reflect a split, a reverse split or a stock dividend will be made on each action's effective date. Such changes do not require an adjustment to the divisor and are processed automatically. For changes in a company's shares outstanding due to a merger, acquisition or spin-off, an adjustment to the stocks in the Underlying Index will be made effective after the close on the effective date of the corporate action.

Dividend Payments

For total return calculations for the Underlying Index, dividend payments will be reinvested in the International Dividend Achievers™ Index on the ex-date of the underlying securities.

Suspension of Dividend Payments

In the event a company formally announces a suspension of dividend payments or if there have been no regular dividends paid over the trailing 12 months, the company will be removed from the Underlying Index. The Underlying Index divisor will be adjusted to reflect the removal of the company from the Underlying Index.

Mergers

In the event of a merger between two companies included in the Underlying Index, the common shares of the surviving company will continue to be represented in the Underlying Index. In the event of a merger between a company in the Underlying Index and a company not in the Underlying Index, the surviving company will only be included in the Underlying Index if the company in the Underlying Index is the surviving company.

Acquisitions

A company will be dropped from the Underlying Index in the case of its acquisition. The Underlying Index divisor will be adjusted to reflect the acquisition.

Delisting of Portfolio Securities

A company will be dropped from the Underlying Index in the event the company ceases to be listed on the NYSE, the NASDAQ or NYSE Amex.

Bankruptcy or Prolonged Trading Suspension

In the event of bankruptcy, a company will be removed from the Underlying Index effective after the close on the date of the filing. In the event that trading in a company included in the Underlying Index is suspended, the Underlying Index calculation agent, in consultation with Mergent, shall decide whether the company will be removed from the Underlying Index as soon as applicable. For purposes of minimizing the impact to the Underlying Index, the company to be deleted will be removed at the value at which it last traded. The Underlying Index divisor will be adjusted to reflect the disposition.

Principal Risks of Investing in the Fund

The following specific risk factors have been identified for the Fund. See also the section entitled "Additional Risks" for other risk factors.

Market Trading Risk

Risk is inherent in all investing. An investment in the Fund involves risks similar to those of investing in any fund of equity securities traded on an exchange. You should anticipate that the value of the Shares will decline, more or less, in correlation with any decline in value of the Underlying Index.

Market Risk

The Shares are subject to market fluctuations caused by such factors as economic, political, regulatory or market developments, changes in interest rates and perceived trends in stock prices. Overall stock values could decline generally or could underperform other investments.

Financial Sector Risk

To the extent the Underlying Index includes securities of issuers in the financial sector, the Fund will invest in companies in such sector. The Fund therefore may be susceptible to adverse economic or regulatory occurrences affecting the financial sector. Investing in the financial sector involves risks, including the following: financial services companies are subject to extensive government regulation and, as a result, their profitability may be affected by new regulations or regulatory interpretations; unstable interest rates can have a disproportionate effect on the financial services sector; financial services companies whose securities the Fund may purchase may themselves have concentrated portfolios which makes them vulnerable to economic conditions that affect that sector; and financial services companies have been affected by increased competition, which could adversely affect the profitability or viability of such companies. In addition, the financial sector is undergoing numerous changes, including continuing consolidations, development of new products and structures and changes to its regulatory framework. Increased government involvement in financial institutions, including measures such as taking ownership positions in such institutions, could result in a dilution in the value of the shares held by shareholders in such institutions. The recent deterioration of the credit markets has caused an adverse impact on a broad range of financial markets, thereby causing certain financial services companies to incur large losses. Certain financial services companies have experienced declines in the valuation of their assets and even ceased operations.

Non-Correlation Risk

The Fund’s return may not match the return of the Underlying Index for a number of reasons. For example, the Fund incurs a number of operating expenses not applicable to the Underlying Index, and incurs costs in buying and selling securities, especially when rebalancing the Fund’s securities holdings to reflect changes in the composition of the Underlying Index. In addition, the performance of the Fund and the Underlying Index may vary due to asset valuation differences and differences between the Fund’s portfolio and the Underlying Index resulting from legal restrictions (such as diversification requirements that apply to the Fund but not to the Underlying Index).

Since the Underlying Index is not subject to the diversification requirements to which the Fund must adhere, the Fund may be required to deviate its investments from the securities and relative weightings of the Underlying Index. The Fund may not invest in certain securities included in the Underlying Index due to liquidity constraints. Liquidity constraints may delay the Fund’s purchase or sale of securities included in the Underlying Index. For tax efficiency purposes, the Fund may sell certain securities to realize losses, causing it to deviate from the Underlying Index.

The Fund may not be fully invested at times, either as a result of cash flows into the Fund or reserves of cash held by the Fund to meet redemptions and expenses. If the Fund utilizes a sampling approach or futures or other derivative positions, its return may not correlate as well with the return on the Underlying Index, as would be the case if it purchased all of the securities in the Underlying Index with the same weightings as the Underlying Index.

Replication Management Risk

Unlike many investment companies, the Fund is not "actively" managed. That is, the Fund does not utilize an investing strategy that seeks returns in excess of the Underlying Index. Therefore, it would not necessarily sell a stock because the stock's issuer was in financial trouble unless that stock is removed from the Underlying Index.

International Dividend Achievers™ Universe Risk

At times, the segment of the equity markets represented by the International Dividend Achievers™ universe (i.e., dividend paying stocks of non-U.S. companies) may be out of favor and underperform other segments (e.g., growth stocks). A significant percentage of the Underlying Index may be comprised of issuers in a single industry or sector of the economy. If the Fund is focused in an industry or sector, it may present more risks than if it were broadly diversified over numerous industries and sectors of the economy.

Foreign Securities Risk

The Fund's investments in foreign securities involve risks that are in addition to the risks associated with domestic securities. Foreign companies, in general, are not subject to the regulatory requirements of U.S. companies and, as such, there may be less publicly available information about these companies. Moreover, foreign companies are often subject to less stringent requirements regarding accounting, auditing, financial reporting and record-keeping than are U.S. companies, and therefore, not all material information regarding these companies will be available.

In addition, securities of foreign issuers may be less liquid than comparable securities of U.S. issuers and, as such, their price changes may be more volatile. Furthermore, foreign exchanges and broker-dealers are generally subject to less government and exchange scrutiny and regulation than their U.S. counterparts. In addition, differences in clearance and settlement procedures in foreign markets may occasion delays in settlement of the Fund's trades effected in those markets and could result in losses to the Fund due to subsequent declines in the value of the securities subject to the trades. Depositary receipts also involve substantially identical risks to those associated with investments in foreign securities. In addition, the issuers of certain depositary receipts, particularly unsponsored or unregistered depositary receipts, are under no obligation to distribute shareholder communications to the holders of such receipts, or to pass through to them any voting rights with respect to the deposited securities.

Small and Medium Capitalization Company Risk

Investing in securities of small and medium capitalization companies involves greater risk than is customarily associated with investing in larger, more established companies. These companies' securities may be more volatile and less liquid than those of more established companies. These securities may have returns that vary, sometimes significantly, from the overall securities market. Often small and medium capitalization companies and the industries in which they are focused are still evolving and this may make them more sensitive to changing market conditions.

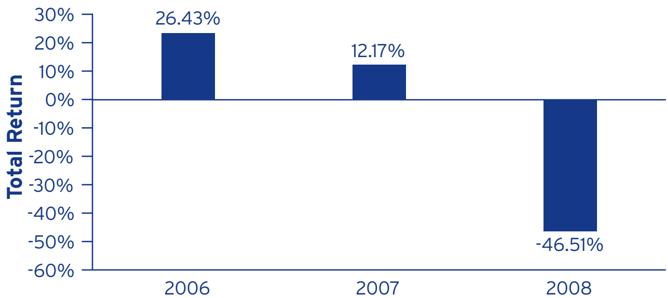
Issuer-Specific Changes

The value of an individual security or particular type of security can be more volatile than the market as a whole and can perform differently from the value of the market as a whole. The value of securities of smaller issuers can be more volatile than that of larger issuers.

The Fund's Shares will change in value, and you could lose money by investing in the Fund. The Fund may not achieve its investment objective. An investment in the Fund is not a deposit with a bank and is not insured or guaranteed by the FDIC or any other government agency.

Performance Information*

The bar chart that follows shows how the Fund performed. The table below the bar chart shows the Fund's average annual returns (before and after taxes). The bar chart and table provide an indication of the risks of investing in the Fund by comparing the Fund's performance from year to year and by showing how the Fund's average annual returns compared with a broad measure of market performance. All returns assume reinvestment of dividends and distributions. Of course, the Fund's past performance (before and after taxes) is not necessarily indicative of how the Fund will perform in the future.



The Fund's year-to-date total return for the six months ended June 30, 2009 was 9.27%.

Best Quarter	Worst Quarter
10.84% (4th Quarter 2006)	(29.91)% (4th Quarter 2008)

* *The bar chart above includes only complete calendar years following inception. The best and worst quarters above include numbers from complete calendar years only.*

Average Annual Total Returns for the Periods Ended December 31, 2008

	Past One Year	Since Inception*
PowerShares International Dividend Achievers™ Portfolio (return before taxes)	(46.51)%	(7.13)%
PowerShares International Dividend Achievers™ Portfolio (return after taxes on distributions)	(47.32)%	(8.15)%
PowerShares International Dividend Achievers™ Portfolio (return after taxes on distributions and sale of Fund Shares)	(29.96)%	(6.31)%
Dow Jones EPAC Select Dividend Index (reflects no deduction for fees, expenses or taxes)	(54.19)%	(0.09)%
MSCI EAFE Value Index (reflects no deduction for fees, expenses or taxes)	(44.09)%	(5.11)%
MSCI EAFE Index (reflects no deduction for fees, expenses or taxes)	(43.38)%	(5.19)%
S&P 500® Index (reflects no deduction for fees, expenses or taxes)	(36.99)%	(7.24)%
International Dividend Achievers™ Index (reflects no deduction for fees, expenses or taxes)	(46.73)%	(7.33)%

* *The Fund commenced operations on September 15, 2005.*

The Fund's investment objective, risks and expenses should also be considered when comparing investment returns. The index performance results are hypothetical. The Dow Jones EPAC Select Dividend Index, MSCI EAFE Value Index, MSCI EAFE Index and S&P 500® Index are unmanaged indices used as a measurement of change in stock market conditions based on the average performance of approximately 100, 607, 1,137 and 500 common stocks, respectively. The Dow Jones EPAC Select Dividend Index and the MSCI EAFE Value Index will be used for comparative purposes going forward as these represent the most appropriate market indices for the Fund.

Performance data quoted represents past performance. Past performance is not a guarantee of future results; current performance may be higher or lower than performance quoted. Investment returns and principal value will fluctuate and shares, when redeemed, may be worth more or less than their original cost. The Fund's performance reflects fee waivers, if any, absent which, performance would have been lower.

After-tax returns in the table above are calculated using the historical highest individual federal marginal income tax rates and do not reflect the impact of state and local taxes. Actual after-tax returns depend on an investor's tax situation and may differ from those shown, and after-tax returns shown are not relevant to investors who hold Shares through tax-deferred arrangements, such as 401(k) plans or individual retirement accounts. In the event of negative performance, the Fund's returns after taxes on distributions and sale of Fund Shares are calculated assuming that an investor has sufficient capital gains of the same character from other investments to offset any capital losses from the sale of Fund Shares. As a result, the Fund's returns after taxes on distributions and sale of Fund Shares may exceed the Fund's returns before taxes and/or returns after taxes on distributions.

What are the Costs of Investing?

This table describes the fees and expenses that you may pay if you buy and hold Shares of the Fund.

Shareholder Transaction Expenses(1)	
(fees paid directly from your investments)	None*
Annual Fund Operating Expenses(2) (expenses that are deducted from the Fund's assets)	
Management Fees	0.40%
Other Expenses	0.17%
Total Gross Annual Fund Operating Expenses	0.57%
Fee Waivers and Expense Assumption(3)	–%
Total Net Annual Fund Operating Expenses	0.57%

Example

This example is intended to help you compare the cost of investing in the Fund with the cost of investing in other funds. This example does not take into account brokerage commissions that you pay when purchasing or selling Shares of the Fund.

The example assumes that you invest $10,000 in the Fund for the time periods indicated and then sell all of your Shares at the end of those periods. The example also assumes that your investment has a 5% return each year and that the Fund's gross operating expenses remain the same. Although your actual costs may be higher or lower, your costs‡, based on these assumptions, would be:

1 YEAR	3 YEARS	5 YEARS	10 YEARS
$58	$183	$318	$714

(1) When buying or selling Shares through a broker, you will incur customary brokerage commissions and charges.

(2) Expressed as a percentage of average net assets.

(3) The Trust and the Adviser have entered into an Amended and Restated Excess Expense Agreement (the "Expense Agreement") pursuant to which the Adviser has agreed to waive fees and/or pay Fund expenses to the extent necessary to prevent the operating expenses of the Fund (excluding interest expense, brokerage commissions, sub-licensing fees, offering costs and other trading expenses, taxes and extraordinary expenses) from exceeding 0.50% of average net assets per year (the "Expense Cap"), at least until August 31, 2010. Offering costs excluded from the Expense Cap are: (a) legal fees pertaining to the Fund's Shares offered for sale; (b) SEC and state registration fees; and (c) initial fees paid to be listed on an exchange. The Expense Agreement also provides that the expenses borne by the Adviser are subject to recapture by the Adviser for up to three years from the date the fee or expense was borne by the Adviser, but no recapture payment will be made by the Fund if it would result in the Fund exceeding its Expense Cap.

* *See "Creation Transaction Fees and Redemption Transaction Fees" below.*

‡ *The cost under the one-year example reflects the Adviser's agreement with the Fund to waive fees and/or reimburse expenses, if any, to the level specified in the fee table. The costs under the three-, five- and ten- year examples do not reflect this agreement after the first year.*

Creation Transaction Fees and Redemption Transaction Fees

The Fund issues and redeems Shares at NAV only in large blocks of 50,000 Shares (each block of 50,000 Shares called a "Creation Unit") or multiples thereof ("Creation Unit Aggregations"). As a practical matter, only APs can purchase or redeem these Creation Units. Purchasers of Creation Units at NAV must pay a standard Creation Transaction Fee of $500 per transaction (assuming approximately 94 stocks in each Creation Unit). An AP who holds Creation Units and wishes to redeem at NAV would also pay a standard Redemption Transaction Fee of $500 for each redemption transaction (assuming approximately 94 stocks in each Creation Unit).* APs who hold Creation Units in inventory will also pay the Annual Fund Operating Expenses described in the table above. Assuming an investment in a Creation Unit of $1,500,000 and a 5% return each year, and assuming that the Fund's gross operating expenses remain the same, the total costs‡ would be $9,739, $28,397, $48,744 and $108,042 if the Creation Unit is redeemed after one, three, five and ten years, respectively.

If a Creation Unit is purchased or redeemed outside the usual process through the NSCC or for cash, a variable fee of up to four times the standard Creation or Redemption Transaction Fee may be charged to the AP making the transaction. The Fund will charge a maximum fixed Creation/Redemption Transaction Fee of $2,000.

The Creation Transaction Fee, Redemption Transaction Fee and variable fee are not expenses of the Fund and do not impact the Fund's expense ratio.

---

* See "Creations, Redemptions and Transaction Fees" later in this Prospectus.

‡ The cost under the one-year example reflects the Adviser's agreement with the Fund to waive fees and/or reimburse expenses, if any, to the level specified in the fee table. The costs under the three-, five- and ten-year examples do not reflect this agreement after the first year.

Additional Investment Strategies

Each Fund will normally invest at least 90% of its total assets in component securities that comprise its respective Underlying Index. Each Fund may invest its remaining assets in money market instruments, including repurchase agreements or other funds which invest exclusively in money market instruments (subject to applicable limitations under the Investment Company Act of 1940, as amended (the "1940 Act"), or exemptions therefrom), convertible securities, structured notes (notes on which the amount of principal repayment and interest payments are based on the movement of one or more specified factors, such as the movement of a particular stock or stock index) and in swaps, options and futures contracts. Swaps, options and futures contracts (and convertible securities and structured notes) may be used by a Fund in seeking performance that corresponds to its respective Underlying Index and in managing cash flows. The Funds will not invest in money market instruments as part of a temporary defensive strategy to protect against potential stock market declines. The Adviser anticipates that it may take approximately three business days (i.e., each day the NYSE is open) for additions and deletions to each Fund's Underlying Index to be reflected in the portfolio composition of each Fund.

Each of the policies described herein, including the investment objective of each Fund, constitutes a non-fundamental policy that may be changed by the Board of Trustees (the "Board") without shareholder approval. Certain fundamental policies of the Funds are set forth in the SAI under "Investment Restrictions."

Borrowing Money

Each Fund may borrow money from a bank up to a limit of 10% of the value of its assets, but only for temporary or emergency purposes.

Securities Lending

Each Fund may lend its portfolio securities. In connection with such loans, each Fund receives liquid collateral equal to at least 102% of the value of the portfolio securities being lent. This collateral is marked-to-market on a daily basis.

Additional Risks

Trading Issues

Trading in Shares on NYSE Arca may be halted due to market conditions or for reasons that, in the view of NYSE Arca, make trading in Shares inadvisable. In addition, trading in Shares on NYSE Arca is subject to trading halts caused by extraordinary market volatility pursuant to NYSE Arca "circuit breaker" rules. There can be no assurance that the requirements of NYSE Arca necessary to maintain the listing of a Fund will continue to be met or will remain unchanged.

Fluctuation of Net Asset Value

The NAV of a Fund's Shares will generally fluctuate with changes in the market value of the Fund's holdings. The market prices of the Shares will generally fluctuate in accordance with changes in NAV as well as the relative supply of and demand for the Shares on NYSE Arca. The Adviser cannot predict whether the Shares will trade below, at or above their NAV. Price differences may be due, in large part, to the fact that supply and demand forces at work in the secondary trading market for the Shares will be closely related to, but not identical to, the same forces influencing the prices of the stocks of a Fund's Underlying Index trading individually or in the aggregate at any point in time. However, given that the Shares can be purchased and redeemed in Creation Units at NAV (unlike shares of closed-end funds, which frequently trade at appreciable discounts from, and sometimes at premiums to, their NAV), the Adviser believes that large discounts or premiums to the NAV of the Shares are not likely to be sustained over the long-term. In addition, disruptions to creations and redemptions or the existence of extreme market volatility may result in trading prices that differ significantly from NAV. If a shareholder purchases at a time when the market price is at a premium to the NAV or sells at a time when the market price is at a discount to the NAV, the shareholder may sustain losses.

Securities Lending

The Funds may engage in lending their portfolio securities to certain borrowers. A risk in lending portfolio securities consists of the possible loss of rights in the collateral should the borrower fail financially. In addition, the Funds may be exposed to the risk that the sale of any collateral realized upon the borrower's default will not yield proceeds sufficient to replace the loaned securities. Furthermore, because of the risks in delay of recovery, the Funds may lose the opportunity to sell the securities at a desirable price, and the Funds will generally not have the right to vote securities while they are being loaned. In addition, the Funds will bear the risk of loss of any cash collateral that they invest.

Portfolio Holdings

A description of the Trust's policies and procedures with respect to the disclosure of the Funds' portfolio holdings is available in the Funds' SAI.

Management of the Funds

Invesco PowerShares Capital Management LLC is a registered investment adviser with its offices at 301 West Roosevelt Road, Wheaton, Illinois 60187. Invesco PowerShares Capital Management LLC serves as the investment adviser to the Trust, PowerShares Exchange-Traded Fund Trust II, PowerShares India Exchange-Traded Fund Trust and PowerShares Actively Managed Exchange-Traded Fund Trust, a family of exchange-traded funds, with combined assets under management of more than $12.7 billion as of July 31, 2009. The Trust is currently comprised of 62 exchange-traded funds.

Invesco PowerShares Capital Management LLC has overall responsibility as the Funds' investment adviser for the selection and ongoing monitoring of the Funds' investments, managing the Funds' business affairs and providing certain clerical, bookkeeping and other administrative services.

The Adviser uses a team of portfolio managers, investment strategists and other investment specialists. This team approach brings together many disciplines and leverages the Adviser's extensive resources.

John W. Southard, Jr., CFA, MBA, oversees all research, portfolio management and trading operations of the Funds. In this capacity, Mr. Southard oversees a team of portfolio managers (with Mr. Southard, the "Portfolio Managers") who are responsible for the day-to-day management of the Funds. Peter Hubbard, who reports to Mr. Southard, is the member of the portfolio management team who is currently primarily responsible for each Fund's day-to-day management. Mr. Hubbard receives management assistance from John Browning, Michael Jeanette, Jeffrey Kernagis and Travis Trampe, who perform various functions related to portfolio management, including investing cash flows, coordinating with other team members to focus on certain asset classes, implementing investment strategy and researching and reviewing investment strategy. Each member of the portfolio management team has appropriate limitations on his authority for risk management and compliance purposes.

Portfolio Managers

John Southard is a Managing Director at the Adviser and has been with the Adviser since its inception in August 2002. Mr. Southard has managed each Fund since inception. Prior to his current position, he was a Senior Equity Analyst at Charles Schwab & Company from May 2001 to August 2002.

Peter Hubbard is a Vice President of Portfolio Management of the Adviser and has been one of the Portfolio Managers primarily responsible for the day-to-day management of the Funds since June 2007. Mr. Hubbard was a Research Analyst for the Adviser from May 2005 to June 2007. Prior to joining the Adviser, Mr. Hubbard was employed by Ritchie Capital, a hedge fund operator, where he was a Research Analyst and Trader from September 2003 to May 2005.

John Browning is a Vice President and Portfolio Manager of the Adviser and has been one of the Portfolio Managers primarily responsible for the day-to-day management of PowerShares Buyback Achievers™ Portfolio, PowerShares Dividend Achievers™ Portfolio, PowerShares High Yield Equity Dividend Achievers™ Portfolio and PowerShares International Dividend Achievers™ Portfolio since June 2009. Prior to joining the Adviser, Mr. Browning was an Executive Director of the Unit Trust Investment Team with Morgan Stanley from 2005 to 2008. Prior to this, he was a Vice President with Morgan Stanley from 2000 to 2005.

Michael Jeanette is a Vice President and Portfolio Manager of the Adviser and has been one of the Portfolio Managers primarily responsible for the day-to-day management of the Funds since August 2008. Prior to joining the Adviser, Mr. Jeanette was a trust advisor and GM of Chicago based Richard Lamb, LLC from 1998 to 2007.

Jeffrey W. Kernagis is a Vice President of Portfolio Management of the Adviser and has been one of the Portfolio Managers primarily responsible for the day-to-day management of PowerShares Financial Preferred Portfolio since September 2007. Prior to joining the Adviser, Mr. Kernagis was a Portfolio Manager at Claymore Securities, Inc. from 2005 to 2007. Prior to that, Mr. Kernagis was a Senior Trader at Mid-States Corporate Federal Credit Union from 2004 to 2005 and a Vice President of Institutional Futures Sales at ABN Amro, Inc. from 1994 to 2003.

Travis Trampe is a Portfolio Manager of the Adviser and has been one of the Portfolio Managers primarily responsible for the day-to-day management of the Funds since June 2007. Mr. Trampe has been an employee of the Adviser since

April 2007. Prior to joining the Adviser, Mr. Trampe was an Analyst for Principal Global Investors from December 1994 to September 2006 and Research Analyst for Quantitative Services Group LLC from October 2006 to April 2007.

The Adviser receives fees from each Fund equal to 0.40% of the Fund's average daily net assets except with respect to PowerShares Buyback Achievers™ Portfolio and PowerShares Financial Preferred Portfolio, each of which pays a management fee of 0.50% of each Fund's average daily net assets. The Trust and the Adviser have entered into an Amended and Restated Excess Expense Agreement (the "Expense Agreement") pursuant to which the Adviser has agreed to waive fees and/or pay Fund expenses to the extent necessary to prevent the operating expenses of each Fund (excluding interest expense, brokerage commissions, offering costs, sub-licensing fees and other trading expenses, taxes and extraordinary expenses) from exceeding 0.50% (0.60% with respect to PowerShares Buyback Achievers™ Portfolio and PowerShares Financial Preferred Portfolio) of average daily net assets per year, at least until August 31, 2010. The offering costs excluded from the 0.50% expense cap (the 0.60% expense cap with respect to PowerShares Buyback Achievers™ Portfolio and PowerShares Financial Preferred Portfolio) are: (a) legal fees pertaining to each Fund's Shares offered for sale; (b) SEC and state registration fees; and (c) initial fees paid to be listed on an exchange. The Expense Agreement also provides that the expenses borne by the Adviser are subject to recapture by the Adviser for up to three years from the date the fee or expense was borne by the Adviser, but no recapture payment will be made by the Fund if it would result in the Fund exceeding its Expense Cap.

The Funds' SAI provides additional information about the Portfolio Managers' compensation structure, other accounts managed by the Portfolio Managers and the Portfolio Managers' ownership of securities in the Trust.

A discussion regarding the basis for the Board's approval of the Funds' Investment Advisory Agreement is available in the Funds' Annual Report to Shareholders for the fiscal year ended April 30, 2009.

Each Fund is responsible for all of its expenses, including the investment advisory fees, costs of transfer agency, custody, fund administration, legal, audit and other services, interest, taxes, brokerage commissions and other expenses connected with executions of portfolio transactions, paying for a portion of its sub-licensing fees related to its respective Underlying Index, any distribution fees or expenses, offering fees or expenses and extraordinary expenses.

How to Buy and Sell Shares

The Shares are issued or redeemed by each Fund at NAV per Share only in Creation Units. See "Creations, Redemptions and Transaction Fees."

Most investors buy and sell Shares of each Fund in secondary market transactions through brokers. Shares of each Fund are listed for trading on the secondary market on NYSE Arca. Shares can be bought and sold throughout the trading day like other publicly traded shares. There is no minimum investment. Although Shares are generally purchased and sold in "round lots" of 100 Shares, brokerage firms typically permit investors to purchase or sell Shares in smaller "oddlots," at no per-share price differential. When buying or selling Shares through a broker, you will incur customary brokerage commissions and charges, and you may pay some or all of the spread between the bid and the offered price in the secondary market on each leg of a round trip (purchase and sale) transaction. The Shares of the Funds trade on NYSE Arca under the following symbols:

Fund	Symbol
PowerShares Buyback Achievers™ Portfolio	PKW
PowerShares Dividend Achievers™ Portfolio	PFM
PowerShares Financial Preferred Portfolio	PGF
PowerShares High Yield Equity Dividend Achievers™ Portfolio	PEY
PowerShares International Dividend Achievers™ Portfolio	PID

Share prices are reported in dollars and cents per Share.

Investors may acquire Shares directly from each Fund, and shareholders may tender their Shares for redemption directly to each Fund, only in Creation Units of 50,000 Shares, as discussed in the "Creations, Redemptions and Transaction Fees" section below.

Book Entry

Shares are held in book-entry form, which means that no stock certificates are issued. The Depository Trust Company ("DTC") or its nominee is the record owner of all outstanding Shares of the Funds and is recognized as the owner of all Shares for all purposes.

Investors owning Shares are beneficial owners as shown on the records of DTC or its participants. DTC serves as the securities depository for all Shares. Participants in DTC include securities brokers and dealers, banks, trust companies, clearing corporations and other institutions that directly or indirectly maintain a custodial relationship with DTC. As a beneficial owner of Shares, you are not entitled to receive physical delivery of stock certificates or to have Shares registered in your name, and you are not considered a registered owner of Shares. Therefore, to exercise any right as an owner of Shares, you must rely upon the procedures of DTC and its participants. These procedures are the same as those that apply to any other stocks that you hold in book entry or "street name" form.

Fund Share Trading Prices

The trading prices of Shares of each Fund on NYSE Arca may differ from the Fund's daily NAV and can be affected by market forces of supply and demand, economic conditions and other factors.

The approximate value of Shares of each Fund will be disseminated every 15 seconds. This approximate value should not be viewed as a "real-time" update of the NAV per Share of the Fund because the approximate value may not be calculated in the same manner as the NAV, which is computed once a day, generally at the end of the business day. The Funds are not involved in, or responsible for, the calculation or dissemination of the approximate value and the Funds do not make any warranty as to its accuracy.

Frequent Purchases and Redemptions of Fund Shares

The Trust's Board has adopted a policy of not monitoring for frequent purchases and redemptions of Fund Shares ("market timing"). In establishing this policy, the Board evaluated the risks of market timing activities by the Trust's shareholders. The Board noted that a Fund's Shares can only be purchased and redeemed directly from the Fund in Creation Units by APs and that the vast majority of trading in the Funds' Shares occurs on the secondary market. Because the secondary market trades do not involve a Fund directly, it is unlikely those trades would cause many of the harmful effects of market timing, including dilution, disruption of portfolio management, increases in the Funds' trading costs and the realization of capital gains. With respect to trades directly with the Funds, to the extent effected in-kind (i.e., for securities), those trades do not cause any of the harmful effects (as previously noted) that may result from frequent cash trades. To the extent trades are effected in whole or in part in cash, the Board noted that those trades could result in dilution to a Fund and increased transaction costs, which could negatively impact the Fund's ability to achieve its investment objective. However, the Board noted that direct trading by APs is critical to ensuring that the Funds' Shares trade at or close to NAV. The Funds also employ fair valuation pricing to minimize potential dilution from market timing. The Funds impose transaction fees on in-kind purchases and redemptions of Fund Shares to cover the custodial and other costs incurred by a Fund in effecting in-kind trades, these fees increase if an investor substitutes cash in part or in whole for securities, reflecting the fact that a Fund's trading costs increase in those circumstances. Given this structure, the Board determined that it is not necessary to adopt policies and procedures to detect and deter market timing of the Funds' Shares.

Creations, Redemptions and Transaction Fees

Creation Units

Investors such as market makers, large investors and institutions who wish to deal in Creation Units directly with a Fund must have entered into an authorized participant agreement with the principal underwriter and the transfer agent, or purchase through a dealer that has entered into such an agreement. Set forth below is a brief description of the procedures applicable to the purchase and redemption of Creation Units. For more detailed information, see "Creation and Redemption of Creation Unit Aggregations" in the SAI.

Purchase

In order to purchase Creation Units of a Fund, an investor must generally deposit a designated portfolio of equity securities constituting a substantial replication, or a representation, of the securities included in the relevant Fund's Underlying Index (the "Deposit Securities") and generally make a small cash payment referred to as the "Cash Component." The list of the names and the numbers of shares of the Deposit Securities is made available by the Fund's custodian through the facilities of the NSCC immediately prior to the opening of business each day of NYSE Arca. The Cash Component represents the difference between the NAV of a Creation Unit and the market value of the Deposit Securities.

Orders must be placed in proper form by or through either (i) a "Participating Party," i.e., a broker-dealer or other participant in the Clearing Process of the Continuous Net Settlement System of the NSCC (the "Clearing Process"), or (ii) a participant of DTC ("DTC Participant") that has entered into an agreement with the principal underwriter and transfer agent, with respect to purchases and redemptions of Creation Units. All orders must be placed for one or more whole Creation Units of Shares of a Fund and must be received by the principal underwriter in proper form no later than the close of regular trading on the NYSE (ordinarily 4:00 p.m., Eastern time) ("Closing Time") in order to receive that day's closing NAV per Share. In the case of custom orders, as further described in the SAI, the order must be received by the principal underwriter no later than 3:00 p.m., Eastern time. A custom order may be placed by an AP in the event that the Trust permits or requires the substitution of an amount of cash to be added to the Cash Component to replace any Deposit Security which may not be available in sufficient quantity for delivery or which may not be eligible for trading by such AP or the investor for which it is acting or any other relevant reason. See "Creation and Redemption of Creation Unit Aggregations" in the SAI.

A fixed Creation Transaction Fee is applicable to each transaction regardless of the number of Creation Units purchased in the transaction. The following chart lists the Creation Transaction Fee applicable to each Fund:

Fund	Creation Transaction Fee
PowerShares Buyback Achievers™ Portfolio	$1,000
PowerShares Dividend Achievers™ Portfolio	$1,600
PowerShares Financial Preferred Portfolio	$500
PowerShares High Yield Equity Dividend Achievers™ Portfolio	$500
PowerShares International Dividend Achievers™ Portfolio	$500

An additional charge of up to four times the Creation Transaction Fee may be imposed with respect to transactions effected outside of the Clearing Process (through a DTC Participant) or to the extent that cash is used in lieu of securities to purchase Creation Units. See "Creation and Redemption of Creation Unit Aggregations" in the SAI. The price for each Creation Unit will equal the daily NAV per Share times the number of Shares in a Creation Unit plus the fees described above and, if applicable, any transfer taxes.

Shares of a Fund may be issued in advance of receipt of all Deposit Securities subject to various conditions, including a requirement to maintain on deposit with the Fund cash at least equal to 115% of the market value of the missing Deposit Securities. See "Creation and Redemption of Creation Unit Aggregations" in the SAI.

Legal Restrictions on Transactions in Certain Securities

An investor subject to a legal restriction with respect to a particular security required to be deposited in connection with the purchase of a Creation Unit may, at a Fund's discretion, be permitted to deposit an equivalent amount of cash in substitution for any security which would otherwise be included in the Deposit

Securities applicable to the purchase of a Creation Unit. For more details, see "Creation and Redemption of Creation Unit Aggregations" in the SAI.

Redemption

Each Fund's custodian makes available immediately prior to the opening of business each day on NYSE Arca, through the facilities of the NSCC, the list of the names and the numbers of shares of the Fund's portfolio securities that will be applicable that day to redemption requests in proper form ("Fund Securities"). Fund Securities received on redemption may not be identical to Deposit Securities which are applicable to purchases of Creation Units. Unless cash redemptions are permitted or required for a Fund, the redemption proceeds consist of the Fund Securities, plus cash in an amount equal to the difference between the NAV of the Shares being redeemed as next determined after receipt by the transfer agent of a redemption request in proper form, and the value of the Fund Securities (the "Cash Redemption Amount"), less the applicable redemption fee and, if applicable, any transfer taxes. Should the Fund Securities have a value greater than the NAV of the Shares being redeemed, a compensating cash payment to the Trust equal to the differential, plus the applicable redemption fee and, if applicable, any transfer taxes will be required to be arranged for by or on behalf of the redeeming shareholder. For more details, see "Creation and Redemption of Creation Unit Aggregations" in the SAI.

An order to redeem Creation Units of a Fund may only be effected by or through an AP. An order to redeem must be placed for one or more whole Creation Units and must be received by the transfer agent in proper form no later than the close of regular trading on the NYSE (ordinarily 4:00 p.m., Eastern time) in order to receive that day's closing NAV per Share. In the case of custom orders, as further described in the SAI, the order must be received by the transfer agent no later than 3:00 p.m., Eastern time.

A fixed Redemption Transaction Fee is applicable to each redemption transaction regardless of the number of Creation Units redeemed in the transaction. The following chart lists the Redemption Transaction Fee applicable to each Fund:

Fund	Redemption Transaction Fee
PowerShares Buyback Achievers™ Portfolio	$1,000
PowerShares Dividend Achievers™ Portfolio	$1,600
PowerShares Financial Preferred Portfolio	$500
PowerShares High Yield Equity Dividend Achievers™ Portfolio	$500
PowerShares International Dividend Achievers™ Portfolio	$500

An additional charge of up to four times the Redemption Transaction Fee may be charged to approximate additional expenses incurred by the Trust with respect to redemptions effected outside of the Clearing Process or to the extent that redemptions are for cash. Each Fund reserves the right to effect redemptions in cash. A shareholder may request a cash redemption in lieu of securities, however, each Fund may, in its discretion, reject any such request. See "Creation and Redemption of Creation Unit Aggregations" in the SAI.

Dividends, Distributions and Taxes

Ordinarily, dividends from net investment income, if any, are declared and paid quarterly, except with respect to PowerShares High Yield Equity Dividend Achievers™ Portfolio and PowerShares Financial Preferred Portfolio for which dividends from any net investment income are declared and paid monthly. Each Fund distributes its net realized capital gains, if any, to shareholders annually.

Distributions in cash may be reinvested automatically in additional whole Shares only if the broker through whom you purchased Shares makes such option available.

Taxes

As with any investment, you should consider how your investment in Shares will be taxed. The tax information in this Prospectus is provided as general information. You should consult your own tax professional about the tax consequences of an investment in Shares.

Unless your investment in Shares is made through a tax-exempt entity or tax-deferred retirement account, such as an IRA plan, you need to be aware of the possible tax consequences when:

- Your Fund makes distributions,
- You sell your Shares listed on NYSE Arca, and
- You purchase or redeem Creation Units.

Taxes on Distributions

Ordinarily, dividends from net investment income, if any, are declared and paid quarterly, except with respect to PowerShares High Yield Equity Dividend Achievers™ Portfolio and PowerShares Financial Preferred Portfolio for which dividends from net investment income, if any, are declared and paid monthly. In general, your distributions are subject to federal income tax when they are paid, whether you take them in cash or reinvest them in a Fund. Dividends paid out of a Fund's income and net short-term gains, if any, are taxable as ordinary income. Distributions of net long-term capital gains, if any, in excess of net short-term capital losses are taxable as long-term capital gains, regardless of how long you have held the Shares.

Long-term capital gains of non-corporate taxpayers are generally taxed at a maximum rate of 15% for taxable years beginning before January 1, 2011. In addition, for these taxable years, some ordinary dividends declared and paid by a Fund to non-corporate shareholders may qualify for taxation at the lower reduced tax rates applicable to long-term capital gains, provided that holding period and other requirements are met by the Fund and the shareholder. Without future congressional action, the maximum rate of long-term capital gains will return to 20% in 2011, and all dividends will be taxed at ordinary income rates.

Distributions in excess of a Fund's current and accumulated earnings and profits are treated as a tax-free return of capital to the extent of your basis in the Shares, and as capital gain thereafter. A distribution will reduce a Fund's NAV per Share and may be taxable to you as ordinary income or capital gain even though, from an investment standpoint, the distribution may constitute a return of capital.

By law, each Fund must withhold a percentage of your distributions and proceeds if you have not provided a taxpayer identification number or social security number.

Taxes on Exchange-Listed Share Sales

Currently, any capital gain or loss realized upon a sale of Shares is generally treated as long-term capital gain or loss if the Shares have been held for more than one year and as short-term capital gain or loss if the Shares have been held for one year or less. The ability to deduct capital losses may be limited.

Taxes on Purchase and Redemption of Creation Units

An AP who exchanges equity securities for Creation Units generally will recognize a gain or a loss. The gain or loss will be equal to the difference between the market value of the Creation Units at the time and the exchanger's aggregate basis in the securities surrendered and the Cash Component paid. A person who exchanges Creation Units for equity securities will generally recognize a gain or loss equal to the difference between the exchanger's basis in the Creation Units and the aggregate market value of the securities received and the Cash Redemption Amount. The Internal Revenue Service, however, may assert that a loss realized upon an exchange of securities for Creation Units cannot be deducted currently under the rules governing "wash sales," or on the basis that there has been no significant change in economic position. Persons exchanging securities should consult their own tax advisor with respect to whether wash sale rules apply and when a loss might be deductible.

Under current federal tax laws, any capital gain or loss realized upon redemption of Creation Units is generally treated as long-term capital gain or loss if the Shares have been held for more than one year and as a short-term capital gain or loss if the Shares have been held for one year or less.

If you purchase or redeem Creation Units, you will be sent a confirmation statement showing how many Shares you purchased or sold and at what price.

The foregoing discussion summarizes some of the possible consequences under current federal tax law of an investment in a Fund. It is not a substitute for personal tax advice. You may also be subject to state and local tax on Fund distributions and sales of Fund Shares. Consult your personal tax advisor about the potential tax consequences of an investment in Fund Shares under all applicable tax laws. For more information, please see the SAI section "Taxes."

Distributor

Invesco Aim Distributors, Inc. serves as the distributor (the "Distributor") of Creation Units for each Fund on an agency basis. The Distributor does not maintain a secondary market in Shares.

Net Asset Value

The Bank of New York Mellon (formerly known as The Bank of New York) ("BONY") calculates each Fund's NAV at the close of regular trading (normally 4:00 p.m., Eastern time) every day the NYSE is open. NAV is calculated by deducting all of the

Fund's liabilities from the total value of its assets and dividing the result by the number of Shares outstanding, rounding to the nearest cent. All valuations are subject to review by the Trust's Board or its delegate.

In determining NAV, expenses are accrued and applied daily and securities and other assets for which market quotations are available are valued at market value. Common stocks and other equity securities are valued at the last sales price that day based on the official closing price of the exchange where the security is primarily traded. Securities regularly traded in an over-the-counter market are valued at the latest quoted sale price in such market, or in the case of the NASDAQ, at the NASDAQ official closing price. When price quotes are not readily available, securities will be valued at fair value. Investments that may be valued at fair value include, among others, an unlisted security related to corporate actions, a restricted security, a security whose trading has been suspended from trading on its primary trading exchange, a security that is thinly traded, a security in default or bankruptcy proceedings for which there is no current market quotation and a security affected by a significant event, which event includes acts of terrorism, natural disasters, government action, armed conflict and significant market fluctuations. Fair value pricing involves subjective judgments and it is possible that the fair value determined for a security is materially different than the value that could be realized upon the sale of that security.

Fund Service Providers

BONY, 101 Barclay Street, New York, NY 10286, is the administrator, custodian and fund accounting and transfer agent for each Fund.

Clifford Chance US LLP, 31 West 52nd Street, New York, NY 10019, serves as legal counsel to the Funds.

PricewaterhouseCoopers LLP, 300 Madison Avenue, New York, NY 10036, serves as the Funds' independent registered public accounting firm. PricewaterhouseCoopers LLP is responsible for auditing the annual financial statements of the Funds.

Financial Highlights

The financial highlights table is intended to help you understand each Fund's financial performance since its inception. Certain information reflects financial results for a single Fund share. The total returns in the table represent the rate that an investor would have earned (or lost) on an investment in each Fund (assuming reinvestment of all dividends and distributions). This information has been derived from the Funds' financial statements which have been audited by PricewaterhouseCoopers LLP, whose report, along with the Funds' financial statements, are included in the Funds' Annual Report for the fiscal year ended April 30, 2009, which is available upon request.

PowerShares Buyback Achievers™ Portfolio

	Year Ended April 30, 2009	2008	For the Period December 20, 2006* Through April 30, 2007
PER SHARE OPERATING PERFORMANCE:			
Net asset value at beginning of period	$22.64	$25.99	$24.98
Net investment income**	0.26	0.10	0.01
Net realized and unrealized gain (loss) on investments	(6.55)	(3.35)	1.02
Total from investment operations	(6.29)	(3.25)	1.03
Distributions to shareholders from:			
Net investment income	(0.20)	(0.10)	(0.02)
Net asset value at end of period	$16.15	$22.64	$25.99
Share price at end of period***	$16.16		
NET ASSET VALUE, TOTAL RETURN****	(27.87)%	(12.53)%	4.13%
SHARE PRICE TOTAL RETURN****	(27.80)%		
RATIOS/SUPPLEMENTAL DATA:			
Net assets at end of period (000's omitted)	$27,456	$61,132	$62,383
Ratio to average net assets of:			
Expenses, after (Waivers) and/or Recapture	0.70%	0.73%	0.73%†
Expenses, prior to (Waivers) and/or Recapture	0.92%	0.79%	1.04%†
Net investment income, after (Waivers) and/or Recapture	1.39%	0.41%	0.15%†
Portfolio turnover rate††	56%	46%	38%
Undistributed net investment income (loss) included in price of units issued and redeemed**#	$(0.02)	$(0.01)	$0.01

* *Commencement of Investment Operations.*
** *Based on average shares outstanding.*
*** *The mean between the last bid and ask prices.*
**** *Net asset value total return is calculated assuming an initial investment made at the net asset value at the beginning of the period, reinvestment of all dividends and distributions at net asset value during the period, and redemption on the last day of the period. Share price total return is calculated assuming an initial investment made at the share price at the beginning of the period, reinvestment of all dividends and distributions at share price during the period, and sale at the share price on the last day of the period. Total investment return calculated for a period of less than one year is not annualized.*
† *Annualized.*
†† *Portfolio turnover rate is not annualized and does not include securities received or delivered from processing creations or redemptions.*
\# *The per share amount of equalization is presented to show the impact of equalization on distributable earnings per share.*

PowerShares Dividend Achievers™ Portfolio

	Year Ended April 30, 2009	2008	2007	For the Period September 15, 2005* Through April 30, 2006
PER SHARE OPERATING PERFORMANCE:				
Net asset value at beginning of period	$16.15	$17.52	$15.63	$14.84
Net investment income**	0.36	0.37	0.32	0.17
Net realized and unrealized gain (loss) on investments	(5.92)	(1.41)	1.88	0.78
Total from investment operations	(5.56)	(1.04)	2.20	0.95
Distributions to shareholders from:				
Net investment income	(0.29)	(0.33)	(0.31)	(0.16)
Net asset value at end of period	$10.30	$16.15	$17.52	$15.63
Share price at end of period***	$10.30	–	–	–
NET ASSET VALUE, TOTAL RETURN****	(34.84)%	(6.00)%	14.26%	6.45%
SHARE PRICE TOTAL RETURN****	(34.84)%			
RATIOS/SUPPLEMENTAL DATA:				
Net assets at end of period (000's omitted)	$85,451	$59,751	$70,079	$23,449
Ratio to average net assets of:				
Expenses, after (Waivers) and/or Recapture	0.60%	0.60%	0.60%	0.67%†
Expenses, prior to (Waivers) and/or Recapture	0.74%	0.72%	0.92%	1.02%†
Net investment income, after (Waivers) and/or Recapture	3.11%	2.15%	1.94%	1.81%†
Portfolio turnover rate††	31%	8%	9%	8%
Undistributed net investment income (loss) included in price of units issued and redeemed**#	$0.03	$(0.01)	$0.03	$0.00(a)

* *Commencement of Investment Operations.*
** *Based on average shares outstanding.*
*** *The mean between the last bid and ask prices.*
**** *Net asset value total return is calculated assuming an initial investment made at the net asset value at the beginning of the period, reinvestment of all dividends and distributions at net asset value during the period, and redemption on the last day of the period. Share price total return is calculated assuming an initial investment made at the share price at the beginning of the period, reinvestment of all dividends and distributions at share price during the period, and sale at the share price on the last day of the period. Total investment return calculated for a period of less than one year is not annualized.*
† *Annualized.*
†† *Portfolio turnover rate is not annualized and does not include securities received or delivered from processing creations or redemptions.*
# *The per share amount of equalization is presented to show the impact of equalization on distributable earnings per share.*
(a) *Amount represents less than $0.005.*

PowerShares Financial Preferred Portfolio

	Year Ended April 30, 2009	Year Ended April 30, 2008	For the Period December 1, 2006* Through April 30, 2007
PER SHARE OPERATING PERFORMANCE:			
Net asset value at beginning of period	$21.17	$24.78	$25.12
Net investment income**	1.35	1.35	0.41
Net realized and unrealized gain (loss) on investments	(9.63)	(3.50)	(0.12)
Total from investment operations	(8.28)	(2.15)	0.29
Distributions to shareholders from:			
Net investment income	(1.46)	(1.46)	(0.63)
Return of capital	(0.02)	–	–
Total distributions	(1.48)	(1.46)	(0.63)
Net asset value at end of period	$11.41	$21.17	$24.78
Share price at end of period***	$11.41		
NET ASSET VALUE, TOTAL RETURN****	(39.56)%	(8.77)%	1.18%
SHARE PRICE TOTAL RETURN****	(39.82)%		
RATIOS/SUPPLEMENTAL DATA:			
Net assets at end of period (000's omitted)	$773,644	$237,126	$99,118
Ratio to average net assets of:			
Expenses, after (Waivers) and/or Recapture	0.69%	0.72%	0.72%†
Expenses, prior to (Waivers) and/or Recapture	0.68%	0.74%	0.89%†
Net investment income, after (Waivers) and/or Recapture	11.49%	6.20%	4.63%†
Portfolio turnover rate††	45%	80%	0%
Undistributed net investment income (loss) included in price of units issued and redeemed**#	$0.02	$0.03	$0.07

* *Commencement of Investment Operations.*
** *Based on average shares outstanding.*
*** *The mean between the last bid and ask prices.*
**** *Net asset value total return is calculated assuming an initial investment made at the net asset value at the beginning of the period, reinvestment of all dividends and distributions at net asset value during the period, and redemption on the last day of the period. Share price total return is calculated assuming an initial investment made at the share price at the beginning of the period, reinvestment of all dividends and distributions at share price during the period, and sale at the share price on the last day of the period. Total investment return calculated for a period of less than one year is not annualized.*
† *Annualized.*
†† *Portfolio turnover rate is not annualized and does not include securities received or delivered from processing creations or redemptions.*
\# *The per share amount of equalization is presented to show the impact of equalization on distributable earnings per share.*

PowerShares High Yield Equity Dividend Achievers™ Portfolio

	Year Ended April 30, 2009	2008	2007	2006	For the Period December 9, 2004* Through April 30, 2005
PER SHARE OPERATING PERFORMANCE:					
Net asset value at beginning of period	$11.36	$15.82	$15.07	$14.41	$14.79
Net investment income**	0.43	0.62	0.54	0.53	0.18
Net realized and unrealized gain (loss) on investments	(5.21)	(4.42)	0.84	0.61	(0.39)
Total from investment operations	(4.78)	(3.80)	1.38	1.14	(0.21)
Distributions to shareholders from:					
Net investment income	(0.43)	(0.63)	(0.60)	(0.48)	(0.17)
Return of capital	(0.03)	(0.03)	(0.03)	–	–
Total distributions	(0.46)	(0.66)	(0.63)	(0.48)	(0.17)
Net asset value at end of period	$6.12	$11.36	$15.82	$15.07	$14.41
Share price at end of period***	$6.12				
NET ASSET VALUE, TOTAL RETURN******	(42.88)%	(24.67)%	9.28%	7.92%	(1.44)%
SHARE PRICE TOTAL RETURN******	(42.88)%				
RATIOS/SUPPLEMENTAL DATA:					
Net assets at end of period (000's omitted)	$86,846	$184,077	$439,820	$459,690	$314,245
Ratio to average net assets of:					
Expenses, after (Waivers) and/or Recapture	0.60%	0.60%	0.60%	0.61%	0.60%†
Expenses, prior to (Waivers) and/or Recapture	0.62%	0.56%	0.60%	0.65%	0.66%†
Net investment income, after (Waivers) and/or Recapture	5.24%	4.35%	3.47%	3.49%	3.57%†
Portfolio turnover rate††	77%	42%	20%	9%	21%
Undistributed net investment income (loss) included in price of units issued and redeemed**#	$0.00(a)	$0.02	$0.00(a)	$0.02	–

* *Commencement of Investment Operations.*

** *Based on average shares outstanding.*

*** *The mean between the last bid and ask prices.*

**** *Net asset value total return is calculated assuming an initial investment made at the net asset value at the beginning of the period, reinvestment of all dividends and distributions at net asset value during the period, and redemption on the last day of the period. Share price total return is calculated assuming an initial investment made at the share price at the beginning of the period, reinvestment of all dividends and distributions at share price during the period, and sale at the share price on the last day of the period. Total investment return calculated for a period of less than one year is not annualized.*

† *Annualized.*

†† *Portfolio turnover rate is not annualized and does not include securities received or delivered from processing creations or redemptions.*

\# *The per share amount of equalization is presented to show the impact of equalization on distributable earnings per share.*

(a) *Amount represents less than $0.005.*

PowerShares International Dividend Achievers™ Portfolio

	Year Ended April 30, 2009	2008	2007	For the Period September 15, 2005* Through April 30, 2006
PER SHARE OPERATING PERFORMANCE:				
Net asset value at beginning of period	$19.63	$20.12	$16.92	$14.96
Net investment income**	0.52	0.68	0.53	0.28
Net realized and unrealized gain (loss) on investments	(9.46)	(0.61)	3.20	1.88
Total from investment operations	(8.94)	0.07	3.73	2.16
Distributions to shareholders from:				
Net investment income	(0.55)	(0.56)	(0.53)	(0.20)
Net asset value at end of period	$10.14	$19.63	$20.12	$16.92
Share price at end of period***	$10.15			
NET ASSET VALUE, TOTAL RETURN****	(46.44)%	0.34%	22.56%	14.50%
SHARE PRICE TOTAL RETURN****	(46.30)%			
RATIOS/SUPPLEMENTAL DATA:				
Net assets at end of period (000's omitted)	$256,584	$551,630	$553,200	$170,843
Ratio to average net assets of:				
Expenses, after (Waivers) and/or Recapture	0.57%	0.58%	0.60%	0.62%†
Expenses, prior to (Waivers) and/or Recapture	0.57%	0.56%	0.62%	0.69%†
Net investment income, after (Waivers) and/or Recapture	3.87%	3.28%	2.98%	3.06%†
Portfolio turnover rate††	50%	43%	22%	8%
Undistributed net investment income (loss) included in price of units issued and redeemed**#	$(0.01)	$(0.02)	$0.11	$0.04

* *Commencement of Investment Operations.*
** *Based on average shares outstanding.*
*** *The mean between the last bid and ask prices.*
**** *Net asset value total return is calculated assuming an initial investment made at the net asset value at the beginning of the period, reinvestment of all dividends and distributions at net asset value during the period, and redemption on the last day of the period. Share price total return is calculated assuming an initial investment made at the share price at the beginning of the period, reinvestment of all dividends and distributions at share price during the period, and sale at the share price on the last day of the period. Total investment return calculated for a period of less than one year is not annualized.*
† *Annualized.*
†† *Portfolio turnover rate is not annualized and does not include securities received or delivered from processing creations or redemptions.*
\# *The per share amount of equalization is presented to show the impact of equalization on distributable earnings per share.*

Index Providers

Mergent is the Index Provider for PowerShares Buyback Achievers™ Portfolio, PowerShares Dividend Achievers™ Portfolio, PowerShares High Yield Equity Dividend Achievers™ Portfolio and PowerShares International Dividend Achievers™ Portfolio. The Index Provider is not affiliated with the Trust, the Adviser or the Distributor. The Adviser has entered into a license agreement with the Index Provider to use the Underlying Indexes. The Funds are entitled to use their respective Underlying Index pursuant to a sub-licensing arrangement with the Adviser.

Wells Fargo is the Index Provider for PowerShares Financial Preferred Portfolio. Wells Fargo® Hybrid & Preferred Financial Index is a service mark of Wells Fargo & Company and has been licensed for use by the Adviser. The Fund is not sponsored, endorsed, sold or promoted by Wells Fargo & Company, Wells Fargo Securities, LLC or their affiliates ("Wells Fargo") and Wells Fargo makes no representation regarding the advisability of investing in the Fund.

NYSE Arca serves as the calculation agent for the Wells Fargo® Hybrid & Preferred Financial Index. NYSE Arca develops, calculates, and maintains its own proprietary indices and serves as the calculation agent for third-party indices. NYSE Arca publishes index values to market data vendors through the facilities of the Consolidated Tape Association's Network B. The more than 200 index values currently calculated by NYSE Arca are used as benchmarks, or to support the trading of exchange traded funds, index options and other structured products listed on NYSE Arca. Index changes (additions, deletions, share changes, price adjustments, rebalances, etc.) are announced by NYSE Arca as early as practicable prior to the effectiveness of the change or scheduled event-these announcements are currently available on the Indexes Daily List on http://www.nyxdata.com.

Set forth below is a list of each Fund and the Underlying Index upon which it is based:

Fund	**Underlying Index**
PowerShares Buyback Achievers Portfolio	Share BuyBack Achievers™ Index
PowerShares Dividend Achievers™ Portfolio	Broad Dividend Achievers™ Index
PowerShares Financial Preferred Portfolio	Wells Fargo® Hybrid & Preferred Financial Index
PowerShares High Yield Equity Dividend Achievers™ Portfolio	Mergent Dividend Achievers™ 50 Index
PowerShares International Dividend Achievers™ Portfolio	International Dividend Achievers™ Index

Disclaimers

The Share BuyBack Achievers™ Index, Broad Dividend Achievers™ Index, Mergent Dividend Achievers™ 50 Index and International Dividend Achievers™ Index are trademarks of Mergent and have been licensed for use for certain purposes by the Adviser. The Wells Fargo® Hybrid & Preferred Financial Index is a service mark of Wells Fargo & Company and has been licensed for use by the Adviser.

PowerShares Buyback Achievers™ Portfolio, PowerShares Dividend Achievers™ Portfolio, PowerShares High Yield Equity Dividend Achievers™ Portfolio and PowerShares International Dividend Achievers™ are not sponsored, endorsed, sold or promoted by Mergent and Mergent makes no representation regarding the advisability of investing in Shares of these Funds.

Mergent's only relationship to the Adviser is Mergent's licensing to the Adviser certain Mergent trademarks, the Underlying Indexes and trade names, which are composed by Mergent without regard to the Adviser, these Funds or any investor. The Funds and their Shares are not sponsored, endorsed, sold or promoted by Mergent. Mergent makes no representation or warranty, express or implied, to the shareholders of these Funds or any member of the public regarding the advisability of investing in securities generally or in these Funds particularly or the ability of any data supplied by Mergent to track general stock market performance. Mergent's only relationship to the Adviser is the licensing of certain trademarks and trade names of Mergent and of the data supplied by Mergent which is determined, composed and calculated by Mergent without regard to these Funds or their Shares. Mergent has no obligation to take the needs of the Adviser or the shareholders of the Funds into consideration in determining, composing or calculating the data supplied by Mergent. Mergent is not responsible for and has not participated in the determination of the prices of the Shares of the Funds or the timing of the issuance or sale of such Shares. Mergent has no obligation or liability in connection with the administration, marketing or trading of these Funds or their Shares.

MERGENT DOES NOT GUARANTEE THE ACCURACY AND/OR THE COMPLETENESS OF ANY DATA SUPPLIED BY IT OR ANY DATA INCLUDED THEREIN. MERGENT MAKES NO WARRANTY, EXPRESS OR IMPLIED, AS TO RESULTS TO BE OBTAINED BY THE FUNDS, THEIR SHAREHOLDERS OR AFFILIATES, OR ANY OTHER PERSON OR ENTITY FROM THE USE OF THE DATA SUPPLIED BY MERGENT OR ANY DATA INCLUDED THEREIN. MERGENT MAKES NO EXPRESS OR IMPLIED WARRRANITES, AND EXPRESSLY DISCLAIMS ALL WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE WITH RESPECT TO THE DATA SUPPLIED BY MERGENT® OR ANY DATA INCLUDED THEREIN. WITHOUT LIMITING ANY OF THE FOREGOING, IN NO EVENT SHALL MERGENT HAVE ANY LIABILITY FOR ANY SPECIAL, PUNITIVE, INDIRECT, OR CONSEQUENTIAL DAMAGES (INCLUDING LOST PROFITS), EVEN IF NOTIFIED OF THE POSSIBILITY OF SUCH DAMAGES.

PowerShares Financial Preferred Portfolio is not sponsored, endorsed, sold or promoted by Wells Fargo. Wells Fargo makes no representation or warranty, express or implied, to Fund investors or any member of the public regarding the advisability of investing in securities generally or in this Fund particularly or the ability of any data supplied by Wells Fargo to track preferred stock performance. Wells Fargo's only relationship to the Adviser, the Distributor, the Fund or the Trust is the licensing of certain trademarks and trade names of Wells Fargo and of the data supplied by Wells Fargo that is determined, composed and calculated by Wells Fargo without regard to the Fund or its Shares. Wells Fargo has no obligation to take the needs of the Fund into consideration when determining, composing or calculating the data. Wells Fargo has no obligation or liability in connection with the administration, marketing or trading of the Fund.

WELLS FARGO DOES NOT GUARANTEE THE ACCURACY AND/OR THE COMPLETENESS OF ANY DATA SUPPLIED BY IT OR ANY DATA INCLUDED THEREIN. WELLS FARGO MAKES NOT WARRANTY, EXPRESS OR IMPLIED, AS TO THE RESULTS TO BE OBTAINED BY THE ADVISER AND THE FUND, OR ANY OTHER PERSON OR ENTITY, FROM THE USE OF THE DATA SUPPLIED BY WELLS FARGO OR ANY DATA INCLUDED THEREIN. WELLS FARGO MAKES NO EXPRESS OR IMPLIED WARRANTIES, AND EXPRESSLY DISCLAIMS ALL WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE WITH RESPECT TO THE DATA SUPPLIED BY WELLS FARGO OR ANY DATA INCLUDED THEREIN. WITHOUT LIMITING ANY OF THE FOREGOING, IN NO EVENT SHALL WELLS FARGO HAVE ANY LIABILITY FOR ANY SPECIAL, PUNATIVE, INDIRECT OR CONSEQUENTIAL DAMAGES (INCLUDING LOST PROFITS), EVEN IF NOTIFIED OF THE POSSIBILITY OF SUCH DAMAGES.

Bloomberg L.P. is not affiliated with the Adviser or Wells Fargo & Company or its affiliates ("Wells Fargo") and does not approve, endorse, review or recommend Wells Fargo, the Adviser or PowerShares Financial Preferred Portfolio;

PowerShares Financial Preferred Portfolio is based on the Wells Fargo® Hybrid & Preferred Financial Index, and the value of the Wells Fargo® Hybrid & Preferred Financial Index is derived from sources deemed reliable, but Bloomberg L.P. and its suppliers do not guarantee the correctness or completeness of the Wells Fargo® Hybrid & Preferred Financial Index, its values or other information furnished in connection with the Wells Fargo® Hybrid & Preferred Financial Index, its values or other information furnished in connection with the Wells Fargo® Hybrid & Preferred Financial Index. Bloomberg L.P. makes no warranty, express or implied, as to results to be obtained by the Adviser, Wells Fargo, or any of their customers, PowerShares Financial Preferred Portfolio, or any other person or entity from the use of PowerShares Financial Preferred Portfolio, the Wells Fargo® Hybrid & Preferred Financial Index or any data or values included therein or in connection therewith. Bloomberg L.P. makes no express or implied warranties, and expressly disclaims all warranties or merchantability or fitness for a particular purpose with respect to PowerShares Financial Preferred Portfolio, the Wells Fargo® Hybrid & Preferred Financial Index or any data or values included therewith; and

Bloomberg L.P., its employees, subcontractors, agents, suppliers and vendors shall have no liability or responsibility, contingent or otherwise, for any injury or damages, whether caused by the negligence of Bloomberg L.P., its employees, subcontractors, agents, suppliers or vendors or otherwise arising in connection with PowerShares Financial Preferred Portfolio, the Wells Fargo® Hybrid & Preferred Financial Index or any data or values included therein or in connection therewith and shall not be liable for any lost profits, losses, punitive, incidental or consequential damages. Bloomberg L.P., its employees, subcontractors, agents, suppliers or vendors shall not be responsible for or have any liability for any injuries or damages caused by errors, inaccuracies, omissions or any other failure in, or delays or interruptions or, PowerShares Financial Preferred Portfolio, the Wells Fargo® Hybrid & Preferred Financial Index or any data or values included therein or in connection therewith, from whatever cause. Bloomberg L.P., its employees, subcontractors, agents, suppliers or vendors are not responsible for the selection of or use of PowerShares Financial Preferred Portfolio, the Wells Fargo® Hybrid & Preferred Financial Index or any data or values included therein or in connection therewith, the accuracy and adequacy of PowerShares Financial Preferred Portfolio, the Wells Fargo® Hybrid & Preferred Financial Index or any data or values included therein or in connection therewith or information used by the Adviser or Wells Fargo and the resultant output thereof.

The Adviser does not guarantee the accuracy and/or the completeness of the Underlying Indexes or any data included therein, and the Adviser shall have no liability for any errors, omissions, or interruptions therein. The Adviser makes no warranty, express or implied, as to results to be obtained by the Funds, owners of the Shares of the Funds or any other person or entity from the use of the Underlying Indexes or any data included therein. The Adviser makes no express or implied warranties, and expressly disclaims all warranties of merchantability or fitness for a particular purpose or use with respect to the Underlying Indexes or any data included therein. Without limiting any of the foregoing, in no event shall the Adviser have any liability for any special, punitive, direct, indirect or consequential damages (including lost profits) arising out of matters relating to the use of the Underlying Indexes even if notified of the possibility of such damages.

Premium/Discount Information

The following tables present information about the differences between the daily market price on secondary markets for Shares and each Fund's NAV. NAV is the price per share at which each Fund issues and redeems Shares. It is calculated in accordance with the standard formula for valuing mutual fund shares. The "Market Price" of each Fund generally is determined using the midpoint between the highest bid and the lowest offer on the exchange on which the Fund is listed for trading, as of the time the Fund's NAV is calculated. Each Fund's Market Price may be at, above or below its NAV. The NAV of each Fund will fluctuate with changes in the market value of its portfolio holdings. The Market Price of each Fund will fluctuate in accordance with changes in its NAV, as well as market supply and demand.

Premiums or discounts are the differences (generally expressed as a percentage) between the NAV and Market Price of each Fund on a given day, generally at the time NAV is calculated. A premium is the amount that each Fund is trading above the reported NAV, expressed as a percentage of the NAV. A discount is the amount that each Fund is trading below the reported NAV, expressed as a percentage of the NAV.

The following information shows the frequency distributions of premiums and discounts for the Funds. The information shown for the Funds is for the fiscal year ended April 30, 2009 and for each of the last four calendar quarters.

Each line in the table shows the number of trading days in which each Fund traded within the premium/discount range indicated. The number of trading days in each premium/discount range is also shown as a percentage of the total number of trading days in the period covered by the table. All data presented here represents past performance, which cannot be used to predict future results.

PowerShares Buyback Achievers™ Portfolio

Premium/ Discount Range	Number of Days/ Percentage of Total Days (Fiscal Year Ended 4/30/09)	Number of Days/ Percentage of Total Days (Quarter Ended 6/30/09)	Number of Days/ Percentage of Total Days (Quarter Ended 3/31/09)	Number of Days/ Percentage of Total Days (Quarter Ended 12/31/08)	Number of Days/ Percentage of Total Days (Quarter Ended 9/30/08)
Greater than 0.5%	2.78%	0.00%	0.00%	6.25%	4.69%
Between 0.25% and 0.5%	1.59%	1.59%	1.64%	3.13%	1.56%
Between 0.0% and 0.25%	37.69%	33.33%	29.51%	29.68%	46.87%
Between -0.25% and 0.0%	54.37%	65.08%	67.21%	51.56%	43.75%
Between -0.25% and -0.5%	2.78%	0.00%	1.64%	6.25%	3.13%
Greater than -0.5%	0.79%	0.00%	0.00%	3.13%	0.00%
Total	100.00%	100.00%	100.00%	100.00%	100.00%

PowerShares Dividend Achievers™ Portfolio

Premium/ Discount Range	Number of Days/ Percentage of Total Days (Fiscal Year Ended 4/30/09)	Number of Days/ Percentage of Total Days (Quarter Ended 6/30/09)	Number of Days/ Percentage of Total Days (Quarter Ended 3/31/09)	Number of Days/ Percentage of Total Days (Quarter Ended 12/31/08)	Number of Days/ Percentage of Total Days (Quarter Ended 9/30/08)
Greater than 0.5%	7.94%	0.00%	0.00%	21.88%	9.38%
Between 0.25% and 0.5%	7.54%	1.59%	3.28%	23.44%	3.13%
Between 0.0% and 0.25%	30.55%	30.16%	31.15%	17.18%	35.93%
Between -0.25% and 0.0%	50.00%	65.08%	63.93%	29.69%	48.44%
Between -0.25% and -0.5%	2.78%	3.17%	1.64%	3.12%	3.12%
Greater than -0.5%	1.19%	0.00%	0.00%	4.69%	0.00%
Total	100.00%	100.00%	100.00%	100.00%	100.00%

PowerShares Financial Preferred Portfolio

Premium/ Discount Range	Number of Days/ Percentage of Total Days (Fiscal Year Ended 4/30/09)	Number of Days/ Percentage of Total Days (Quarter Ended 6/30/09)	Number of Days/ Percentage of Total Days (Quarter Ended 3/31/09)	Number of Days/ Percentage of Total Days (Quarter Ended 12/31/08)	Number of Days/ Percentage of Total Days (Quarter Ended 9/30/08)
Greater than 0.5%	63.49%	34.92%	63.93%	95.31%	59.38%
Between 0.25% and 0.5%	9.92%	28.57%	4.92%	0.00%	14.06%
Between 0.0% and 0.25%	11.90%	6.35%	8.19%	0.00%	21.87%
Between -0.25% and 0.0%	7.94%	19.05%	8.20%	3.13%	3.13%
Between -0.25% and -0.5%	1.19%	4.76%	0.00%	0.00%	0.00%
Greater than -0.5%	5.56%	6.35%	14.76%	1.56%	1.56%
Total	100.00%	100.00%	100.00%	100.00%	100.00%

PowerShares High Yield Equity Dividend Achievers™ Portfolio

Premium/ Discount Range	Number of Days/ Percentage of Total Days (Fiscal Year Ended 4/30/09)	Number of Days/ Percentage of Total Days (Quarter Ended 6/30/09)	Number of Days/ Percentage of Total Days (Quarter Ended 3/31/09)	Number of Days/ Percentage of Total Days (Quarter Ended 12/31/08)	Number of Days/ Percentage of Total Days (Quarter Ended 9/30/08)
Greater than 0.5%	3.97%	0.00%	1.64%	9.38%	4.69%
Between 0.25% and 0.5%	7.14%	4.76%	8.20%	14.06%	4.69%
Between 0.0% and 0.25%	25.80%	25.40%	16.38%	24.99%	29.68%
Between -0.25% and 0.0%	49.60%	61.90%	60.66%	28.13%	51.56%
Between -0.25% and -0.5%	11.51%	7.94%	11.48%	20.31%	6.25%
Greater than -0.5%	1.98%	0.00%	1.64%	3.13%	3.13%
Total	100.00%	100.00%	100.00%	100.00%	100.00%

PowerShares International Dividend Achievers™ Portfolio

Premium/ Discount Range	Number of Days/ Percentage of Total Days (Fiscal Year Ended 4/30/09)	Number of Days/ Percentage of Total Days (Quarter Ended 6/30/09)	Number of Days/ Percentage of Total Days (Quarter Ended 3/31/09)	Number of Days/ Percentage of Total Days (Quarter Ended 12/31/08)	Number of Days/ Percentage of Total Days (Quarter Ended 9/30/08)
Greater than 0.5%	3.17%	7.94%	1.64%	9.38%	1.56%
Between 0.25% and 0.5%	2.78%	19.05%	1.64%	7.81%	0.00%
Between 0.0% and 0.25%	14.28%	20.63%	22.94%	14.06%	3.13%
Between -0.25% and 0.0%	42.86%	34.92%	57.38%	21.88%	20.31%
Between -0.25% and -0.5%	20.24%	14.29%	9.84%	26.56%	37.50%
Greater than -0.5%	16.67%	3.17%	6.56%	20.31%	37.50%
Total	100.00%	100.00%	100.00%	100.00%	100.00%

Total Return Information

The table below presents information about the total return of each Underlying Index in comparison to the total return of the Funds. The information presented for the Funds is for the fiscal year ended April 30, 2009.

"Average annual total returns" represent the average annual change in value of an investment over the period indicated. "Cumulative total returns" represent the total change in value of an investment over the period indicated. A Fund's per Share NAV is the value of one Share of the Fund as calculated in accordance with the standard formula for valuing mutual fund shares. The NAV return is based on the NAV of a Fund, and the market return is based on the market price per Share of the Fund. The price used to calculate market return ("Market Price") is determined by using the midpoint between the highest bid and the lowest offer on the exchange on which a Fund is listed for trading, as of the time that a Fund's NAV is calculated. Since a Fund's Shares typically do not trade in the secondary market until several days after a Fund's inception, for the period from inception to the first day of secondary market trading in Fund shares, the NAV of a Fund is used as a proxy for secondary market trading price to calculate market returns. Market and NAV returns assume that dividends and capital gain distributions have been reinvested in a Fund at Market Price and NAV, respectively. An index is a statistical composite that tracks a specified financial market or sector. Unlike the Funds, an index does not actually hold a portfolio of securities and therefore does not incur the expenses incurred by the Funds. These expenses negatively impact the performance of the Funds. Also, market returns do not include brokerage commissions that may be payable on secondary market transactions. If brokerage commissions were included, market returns would be lower. The returns shown in the table below do not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the redemption or sale of Fund Shares. The investment return and principal value of Shares of a Fund will vary with changes in market conditions. Shares of a Fund may be worth more or less than their original cost when they are redeemed or sold in the market. Each Fund's past performance is no guarantee of future results.

	Average Annual Total Returns From April 30, 2008 through April 30, 2009	Average Annual Total Returns for the Three-Year Period Ended April 30, 2009	Average Annual Total Returns Since Inception through April 30, 2009	Cumulative Annual Total Returns Since Inception through April 30, 2009
PowerShares Buyback Achievers™ Portfolio (At NAV)	-27.87%	N/A	-16.32%	-34.31%
PowerShares Buyback Achievers™ Portfolio (At Market)	-27.80%	N/A	-16.35%	-34.37%
Share Buyback Achievers™ Index	-27.45%	N/A	-15.65%	-33.08%
S&P 500® Index	-35.29%	N/A	-16.95%	-35.17%
Russell 1000® Index	-35.30%	N/A	-16.81%	-34.91%
Russell 3000® Value Index	-38.61%	N/A	-20.70%	-41.79%
PowerShares Dividend Achievers™ Portfolio (At NAV)	-34.84%	-11.21%	-7.81%	-25.50%
PowerShares Dividend Achievers™ Portfolio (At Market)	-34.84%	-11.24%	-7.81%	-25.51%
Broad Dividend Achievers™ Index	-34.90%	-10.98%	-7.50%	-24.61%
S&P 500® Index	-35.29%	-10.76%	-6.80%	-22.76%
Russell 3000® Value Index	-38.61%	-13.25%	-8.23%	-27.01%
Dow Jones Industrial Average Index	-34.12%	-8.03%	-4.12%	-14.29%
PowerShares Financial Preferred Portfolio (At NAV)	-39.56%	N/A	-21.50%	-44.21%
PowerShares Financial Preferred Portfolio (At Market)	-39.82%	N/A	-21.74%	-44.62%
Wells Fargo® Hybrid & Preferred Financial Index*	-40.45%	N/A	-21.00%	-43.36%
S&P Preferred Stock Index	-35.85%	N/A	-17.37%	-36.94%
S&P 500® Index	-35.29%	N/A	-15.94%	-34.26%
Barclays Capital U.S. Corporate Bond Index*	-4.26%	N/A	-0.02%	-0.05%
PowerShares High Yield Equity Dividend Achievers™ Portfolio (At NAV)	-42.88%	-22.24%	-14.60%	-49.99%
PowerShares High Yield Equity Dividend Achievers™ Portfolio (At Market)	-42.88%	-22.20%	-14.59%	-49.95%
Mergent Dividend Achievers™ 50 Index	-43.71%	-23.32%	-15.55%	-52.36%
Dow Jones U.S. Select Dividend Index	-37.01%	-14.15%	-7.69%	-29.76%
S&P Citigroup Large Cap Value Index	-40.06%	-13.78%	-5.96%	-23.78%
S&P 500® Index	-35.29%	-10.76%	-4.55%	-18.58%
PowerShares International Dividend Achievers™ Portfolio (At NAV)	-46.44%	-12.99%	-7.49%	-24.58%
PowerShares International Dividend Achievers™ Portfolio (At Market)	-46.30%	-12.96%	-7.47%	-24.51%
International Dividend Achievers™ Index	-46.60%	-13.19%	-7.68%	-25.14%
Dow Jones EPAC Select Dividend Index	-46.54%	-11.86%	-5.16%	-17.65%
MSCI EAFE Value Index	-42.13%	-12.77%	-4.90%	-16.84%
MSCI EAFE Index	-42.76%	-12.34%	-4.66%	-16.06%
S&P 500® Index	-35.29%	-10.76%	-6.80%	-22.76%

* *The Lehman Brothers Indexes have been rebranded as Barclays Capital Indexes and the Wachovia Indices have been rebranded as Wells Fargo® Indices.*

Other Information

Section 12(d)(1) of the 1940 Act restricts investments by investment companies in the securities of other investment companies, including shares of the Funds. Registered investment companies are permitted to invest in the Funds beyond the limits set forth in Section 12(d)(1) subject to certain terms and conditions set forth in an SEC exemptive order issued to the Trust, including that such investment companies enter into an agreement with the Funds.

Continuous Offering

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

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

Broker-dealer firms should also note that dealers who are not "underwriters" but are effecting transactions in Shares, whether or not participating in the distribution of Shares, are generally required to deliver a prospectus. This is because the prospectus delivery exemption in Section 4(3) of the Securities Act is not available in respect of such transactions as a result of Section 24(d) of the 1940 Act. As a result, broker-dealer firms should note that dealers who are not underwriters but are participating in a distribution (as contrasted with ordinary secondary market transactions) and thus dealing with the Shares that are part of an overallotment within the meaning of Section 4(3)(a) of the Securities Act would be unable to take advantage of the prospectus delivery exemption provided by Section 4(3) of the Securities Act. The Trust, however, has received from the SEC an exemption from the prospectus delivery obligation in ordinary secondary market transactions under certain circumstances, on the condition that purchasers are provided with a product description of the Shares. Firms that incur a prospectus delivery obligation with respect to Shares are reminded that, under the Securities Act Rule 153, a prospectus delivery obligation under Section 5(b)(2) of the Securities Act owed to an exchange member in connection with a sale on NYSE Arca is satisfied by the fact that the prospectus is available at NYSE Arca upon request. The prospectus delivery mechanism provided in Rule 153 is only available with respect to transactions on an exchange.

For More Information

For more detailed information on the Trust, Funds and Shares, you may request a copy of the Funds' SAI. The SAI provides detailed information about the Funds, and is incorporated by reference into this Prospectus. This means that the SAI, for legal purposes, is a part of this Prospectus. Additional information about the Funds' investments is also available in the Funds' Annual and Semi-Annual Reports to Shareholders. In the Funds' Annual Report, you will find a discussion of the market conditions and investment strategies that significantly affected the Funds' performance during the last fiscal year. If you have questions about the Funds or Shares or you wish to obtain the SAI, Annual Report and/or Semi-Annual Report free of charge, or to make shareholder inquiries, please:

Call:	Invesco Aim Distributors, Inc. at 1-800-337-4246 Monday through Friday 8:00 a.m. to 5:00 p.m. Central Time
Write:	PowerShares Exchange-Traded Fund Trust c/o Invesco Aim Distributors, Inc. 11 Greenway Plaza, Suite 100 Houston, Texas 77046-1173
Visit:	www.InvescoPowerShares.com

Information about the Funds (including the SAI) can be reviewed and copied at the SEC's Public Reference Room in Washington, D.C., and information on the operation of the Public Reference Room may be obtained by calling the SEC at 1-202-942-8090. Reports and other information about the Funds are available on the EDGAR Database on the SEC's Internet site at www.sec.gov, and copies of this information may be obtained, after paying a duplicating fee, by electronic request at the following e-mail address:

publicinfo@sec.gov

or by writing the SEC's Public Reference Section, Washington, D.C. 20549-0102.

No person is authorized to give any information or to make any representations about the Funds and their Shares not contained in this Prospectus and you should not rely on any other information. Read and keep the Prospectus for future reference.

Dealers effecting transactions in the Funds' Shares, whether or not participating in this distribution, are generally required to deliver a Prospectus. This is in addition to any obligation of dealers to deliver a Prospectus when acting as underwriters.

The Trust's registration number under the 1940 Act is 811-21265.

powerSHARES™
xchange traded funds™

PowerShares Exchange-Traded Fund Trust
301 West Roosevelt Road
Wheaton, IL 60187

800.983.0903
www.InvescoPowerShares.com

P-PS-PRO-1