

Edgar Filing: GreenHaven Continuous Commodity Index Master Fund - Form 8-K

GreenHaven Continuous Commodity Index Master Fund

Form 8-K

March 06, 2009

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549  
FORM 8-K  
CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**Date of Report: July 7, 2008**

**GREENHAVEN CONTINUOUS COMMODITY INDEX FUND  
(Registrant)**

**(Exact name of registrant as specified in its charter)**

**GREENHAVEN CONTINUOUS COMMODITY INDEX MASTER FUND  
(Rule 140 Co-Registrant)**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
*(State or other jurisdiction of  
incorporation or organization)*

**26-0151234 (Registrant)**  
**26-0151301 (Co-Registrant)**  
*(IRS Employer ID Number)*

**c/o Greenhaven Commodity Services, LLC**  
**3340 Peachtree Road**  
**Suite 1910**  
**Atlanta, GA**  
*(Address of principal executive offices)*

**30346**  
*(Zip Code)*

**001-33908**  
**001-33909**  
*(Commission File Number)*  
*(404) 239-7942*

*(Registrant's telephone number, including area code)*

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrants under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 1.01 Entry into Material Definitive Agreements.

Addendum to existing license agreement

On July 7th, 2008, an addendum to Index License Agreement with Reuters ( Third Addendum to License Agreement ) between Reuters America LLC ( Reuters ), a Thomson Reuters company, as licensor, and Greenhaven Commodity Services, LLC, (the Managing Owner ) on behalf of the Greenhaven Continuous Commodity Index Fund (the Fund ) and Greenhaven Continuous Commodity Index Master Fund (the Master Fund ) was entered into.

Pursuant to the terms of the Third Addendum to the License Agreement, the exclusive License Agreement (as defined below) for the right to track the Continuous Commodity Index for the purposes of a US listed exchange traded fund is extended beyond its original expiration date of October 12<sup>th</sup>, 2008 until Sept 30<sup>th</sup>, 2009 subject to Reuters right to terminate the exclusivity at any time in the event of any of the following:

- a. The US, or foreign currency equivalent, invested in the Products based upon the average daily official closing amount of invested assets as specified in Section 3(b)(iii) is less than \$40 million on December 31, 2008,
- b. The US, or foreign currency equivalent, invested in the Products based upon the average daily official closing amount of invested assets as specified in Section 3(b)(iii) is less than \$45 million on March 31, 2009, or
- c. The US, or foreign currency equivalent, invested in the Products based upon the average daily official closing amount of invested assets as specified in Section 3(b)(iii) is less than \$50 million on June 30, 2009.

The US, or foreign currency equivalent, invested in the Products based upon the average daily official closing amount of invested assets as specified in Section 3(b)(iii) was less than \$40 million on December 31, 2008.

Furthermore the original schedule of payments in the Second License Addendum was modified to the following:

Payment for the first quarter shall be paid as follows: \$12,500 due by July 31, 2008 and \$12,500 due by August 31, 2008. For each month starting with April 2008 and continuing until the end of the exclusive period, the Managing Owner shall pay a fee equal to 0.100% (10 basis points) per annum US, or foreign currency equivalent, invested in the Products based upon the average daily official closing amount of invested assets. These payments are over and above the nonexclusive fees due under the License Agreement that was originally signed on July 19<sup>th</sup>, 2006 and was renewed for a 1 year term until October 12, 2009 (the License Agreement ).

The foregoing description of the Third Addendum does not purport to be complete and is qualified in its entirety by reference to the full text of the Third Addendum filed as Exhibit 10.9 hereto and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

d) Exhibits.

Exhibit 10.9 Third Addendum to License Agreement dated July 7, 2008 by and between Greenhaven Commodity Services, LLC and Reuters America LLC.

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**SIGNATURES**

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

***GREENHAVEN CONTINUOUS COMMODITY  
INDEX FUND***

*By Greenhaven Commodity Services, LLC,  
the Managing Owner*

By: /s/ Ashmead Pringle  
Name: Ashmead Pringle  
Title: Chief Executive Officer

***GREENHAVEN CONTINUOUS COMMODITY  
INDEX MASTER FUND***

*By Greenhaven Commodity Services, LLC,  
the Managing Owner*

By: /s/ Ashmead Pringle  
Name: Ashmead Pringle  
Title: Chief Executive Officer

Date: March 6, 2009

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**EXHIBIT INDEX**

| Exhibit<br>Number | Description of Document             |
|-------------------|-------------------------------------|
| 10.9              | Third Addendum to License Agreement |