

Janet McGinness
EVP & Corporate Secretary
General Counsel, NYSE Markets



January 4, 2013

VIA EMAIL & FEDERAL EXPRESS

Ms. Elizabeth M. Murphy
Secretary
Securities and Exchange Commission
100 F Street, N.W.
Washington, DC 20549-1090

Re: File No. SR-NYSEArca-2012-66—Amendment No. 2

Dear Ms. Murphy:

As a courtesy to commenters, attached is Amendment No.2 to the above-referenced proposed rule change that was filed with the Securities and Exchange Commission on December 27, 2012.

Respectfully submitted,

A handwritten signature in black ink that reads "Janet McGinness".

Attach.

OMB APPROVAL	
OMB Number:	3235-0045
Estimated average burden hours per response.....	38

Required fields are shown with yellow backgrounds and asterisks.

Page 1 of * 3	SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 Form 19b-4	File No. * SR - 2012 - * 66 Amendment No. (req. for Amendments *) 2			
Filing by NYSE Arca Pursuant to Rule 19b-4 under the Securities Exchange Act of 1934					
Initial * <input type="checkbox"/>	Amendment * <input checked="" type="checkbox"/>	Withdrawal <input type="checkbox"/>	Section 19(b)(2) * <input checked="" type="checkbox"/>	Section 19(b)(3)(A) * <input type="checkbox"/>	Section 19(b)(3)(B) * <input type="checkbox"/>
Pilot <input type="checkbox"/>			Rule		
Extension of Time Period for Commission Action * <input type="checkbox"/>		Date Expires * <input type="text"/>	<input checked="" type="checkbox"/> 19b-4(f)(1)	<input checked="" type="checkbox"/> 19b-4(f)(2)	<input checked="" type="checkbox"/> 19b-4(f)(3)
			<input checked="" type="checkbox"/> 19b-4(f)(4)	<input checked="" type="checkbox"/> 19b-4(f)(5)	<input checked="" type="checkbox"/> 19b-4(f)(6)
Notice of proposed change pursuant to the Payment, Clearing, and Settlement Act of 2010 Section 806(e)(1) <input checked="" type="checkbox"/>			Security-Based Swap Submission pursuant to the Securities Exchange Act of 1934 Section 3C(b)(2) <input checked="" type="checkbox"/>		
Exhibit 2 Sent As Paper Document <input checked="" type="checkbox"/>		Exhibit 3 Sent As Paper Document <input checked="" type="checkbox"/>			
Description Provide a brief description of the action (limit 250 characters, required when Initial is checked *). <div style="border: 1px solid black; height: 30px; width: 100%; margin-top: 5px;"></div>					
Contact Information Provide the name, telephone number, and e-mail address of the person on the staff of the self-regulatory organization prepared to respond to questions and comments on the action.					
First Name * Michael		Last Name * Cavalier			
Title * Chief Counsel					
E-mail * mcavalier@nyx.com					
Telephone * (212) 656-2474		Fax (212) 656-8101			
Signature Pursuant to the requirements of the Securities Exchange Act of 1934, has duly caused this filing to be signed on its behalf by the undersigned thereunto duly authorized.					
(Title *)					
Date 12/27/2012		Vice President			
By Sudhir Bhattacharyya (Name *)		<div style="border: 1px solid black; width: 100%; height: 20px; text-align: center; margin-top: 5px;">Sudhir Bhattacharyya</div>			
NOTE: Clicking the button at right will digitally sign and lock this form. A digital signature is as legally binding as a physical signature, and once signed, this form cannot be changed.					

Required fields are shown with yellow backgrounds and asterisks.

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

For complete Form 19b-4 instructions please refer to the EFFF website.

<p>Form 19b-4 Information *</p> <p>Add Remove View</p>	<p>The self-regulatory organization must provide all required information, presented in a clear and comprehensible manner, to enable the public to provide meaningful comment on the proposal and for the Commission to determine whether the proposal is consistent with the Act and applicable rules and regulations under the Act.</p>
<p>Exhibit 1 - Notice of Proposed Rule Change *</p> <p>Add Remove View</p>	<p>The Notice section of this Form 19b-4 must comply with the guidelines for publication in the Federal Register as well as any requirements for electronic filing as published by the Commission (if applicable). The Office of the Federal Register (OFR) offers guidance on Federal Register publication requirements in the Federal Register Document Drafting Handbook, October 1998 Revision. For example, all references to the federal securities laws must include the corresponding cite to the United States Code in a footnote. All references to SEC rules must include the corresponding cite to the Code of Federal Regulations in a footnote. All references to Securities Exchange Act Releases must include the release number, release date, Federal Register cite, Federal Register date, and corresponding file number (e.g., SR-[SRO]-xx-xx). A material failure to comply with these guidelines will result in the proposed rule change being deemed not properly filed. See also Rule 0-3 under the Act (17 CFR 240.0-3)</p>
<p>Exhibit 1A- Notice of Proposed Rule Change, Security-Based Swap Submission, or Advance Notice by Clearing Agencies</p> <p>Add Remove View</p>	<p>The Notice section of this Form 19b-4 must comply with the guidelines for publication in the Federal Register as well as any requirements for electronic filing as published by the Commission (if applicable). The Office of the Federal Register (OFR) offers guidance on Federal Register publication requirements in the Federal Register Document Drafting Handbook, October 1998 Revision. For example, all references to the federal securities laws must include the corresponding cite to the United States Code in a footnote. All references to SEC rules must include the corresponding cite to the Code of Federal Regulations in a footnote. All references to Securities Exchange Act Releases must include the release number, release date, Federal Register cite, Federal Register date, and corresponding file number (e.g., SR-[SRO]-xx-xx). A material failure to comply with these guidelines will result in the proposed rule change, security-based swap submission, or advance notice being deemed not properly filed. See also Rule 0-3 under the Act (17 CFR 240.0-3)</p>
<p>Exhibit 2 - Notices, Written Comments, Transcripts, Other Communications</p> <p>Add Remove View</p> <p>Exhibit Sent As Paper Document <input type="checkbox"/></p>	<p>Copies of notices, written comments, transcripts, other communications. If such documents cannot be filed electronically in accordance with Instruction F, they shall be filed in accordance with Instruction G.</p>
<p>Exhibit 3 - Form, Report, or Questionnaire</p> <p>Add Remove View</p> <p>Exhibit Sent As Paper Document <input type="checkbox"/></p>	<p>Copies of any form, report, or questionnaire that the self-regulatory organization proposes to use to help implement or operate the proposed rule change, or that is referred to by the proposed rule change.</p>
<p>Exhibit 4 - Marked Copies</p> <p>Add Remove View</p>	<p>The full text shall be marked, in any convenient manner, to indicate additions to and deletions from the immediately preceding filing. The purpose of Exhibit 4 is to permit the staff to identify immediately the changes made from the text of the rule with which it has been working.</p>
<p>Exhibit 5 - Proposed Rule Text</p> <p>Add Remove View</p>	<p>The self-regulatory organization may choose to attach as Exhibit 5 proposed changes to rule text in place of providing it in Item I and which may otherwise be more easily readable if provided separately from Form 19b-4. Exhibit 5 shall be considered part of the proposed rule change.</p>
<p>Partial Amendment</p> <p>Add Remove View</p>	<p>If the self-regulatory organization is amending only part of the text of a lengthy proposed rule change, it may, with the Commission's permission, file only those portions of the text of the proposed rule change in which changes are being made if the filing (i.e. partial amendment) is clearly understandable on its face. Such partial amendment shall be clearly identified and marked to show deletions and additions.</p>

SR-NYSEArca-2012-66; Amendment No. 2

NYSE Arca, Inc. (“Exchange”) hereby amends SR-NYSEArca-2012-66 (“Filing”) as follows:

1. The following two sentences are added after the first full sentence on page 21 of the Filing and after the second full sentence of the first full paragraph on page 53 of Exhibit 1 to the Filing:

In particular, for each copper lot held by the Trust, the Trust’s website will disclose the warehouse location and warehouse identification number, lot number, net weight of the lot, and brand. The Trust’s website will list the copper lots in the order in which they will be delivered in a redemption pursuant to the algorithm referred to above in the section “Redemption of Baskets; Withdrawal of Copper”.

The Exchange believes that the proposed rule change, as modified by this amendment, is consistent with the requirement of Section 6(b)(5) of the Securities Exchange Act of 1934¹ that an exchange have rules that are designed, among other things, to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade, to remove impediments to, and perfect the mechanism of a free and open market and, in general, to protect investors and the public interest. The amendment supplements the representations in the Filing regarding website disclosure and makes clear that the Trust’s website will provide detailed information regarding the copper lot holdings of the Trust, including warehouse location and identification numbers, lot number, weight and brand. In addition, the Trust’s website will list the copper lots in the order in which they will be delivered in a redemption pursuant to the algorithm as referenced in the Filing. This information will enhance the transparency of the Trust’s copper holdings and will provide useful additional information to investors regarding an investment in the Trust’s Shares.

All other representations in the Filing remain as stated therein and no other changes are being made.

¹ 15 U.S.C. 78f(b)(5).