

091-13383jr

For Internal Use Only	Submit 1 Original	OMB Approval No.:
Sec File No. 91 -	and 9 Copies	Expires:

Estimated average burden hours per response: 2.00

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 19b-4(e)**

**Information Required of a Self-Regulatory Organization Listing and Trading a New  
Derivative Securities Product Pursuant to Rule 19b-4(e) Under the Securities Exchange Act of 1934**

**READ ALL INSTRUCTIONS PRIOR TO COMPLETING FORM**

**Part I Initial Listing Report**

**1. Name of Self-Regulatory Organization Listing New Derivative Securities Product:**

NYSE Arca, Inc.



11032735

**2. Type of Issuer of New Derivative Securities Product (e.g., clearinghouse, broker-dealer, corporation, etc.):**

Corporation

**3. Class of New Derivative Securities Product:**

Index-Linked Securities

**4. Name of Underlying Instrument:**

Dow Jones—UBS Natural Gas Subindex

SECURITIES AND EXCHANGE COMMISSION  
RECEIVED

OCT 31 2011

**5. If Underlying Instrument is an Index, State Whether it is Broad-Based or Narrow-Based:**

Narrow Based

DIVISION OF TRADING & MARKETS

**6. Ticker Symbol(s) of New Derivative Securities Product:**

KOLD

**7. Market or Markets Upon Which Securities Comprising Underlying Instrument Trades:**

NYMEX

**8. Settlement Methodology of New Derivative Securities Product:**

Regular way trades settle on T+3/Book entry only held in DTC.

**9. Position Limits of New Derivative Securities Product (if applicable):**

Not applicable.

**Part II Execution**

The undersigned represents that the governing body of the above-referenced Self-Regulatory Organization has duly approved, or has duly delegated its approval to the undersigned for, the listing and trading of the above-referenced new derivative securities product according to its relevant trading rules, procedures, surveillance programs and listing standards.

**Name of Official Responsible for Form:**

Janet McGinness

**Title:**

Corporate Secretary

**Telephone Number:**

(212) 656-2920

<b>Act</b>	Securities Exchange Act of 1934
<b>Section</b>	19b-4
<b>Rule</b>	19b-4(e)
<b>Public Availability:</b>	OCT 31 2011

**Manual Signature of Official Responsible for Form:**

*Janet McGinness*

October 28, 2011

Janet McGinness  
Corporate Secretary

NYSE Arca, Inc.  
11 Wall Street  
New York, NY 10005



tel: 212.656.2039  
fax: 212.656.8101  
jmcginness@nyx.com

**Via Overnight Mail**

October 28, 2011

Ms. Gail Jackson  
US Securities and Exchange Commission  
Division of Trading and Markets  
Station Place – Building I  
100 F Street, N.E. – Room 6628  
Washington, DC 20549

SECURITIES AND EXCHANGE COMMISSION  
RECEIVED

OCT 31 2011

DIVISION OF TRADING & MARKETS

**Re: Forms 19b-4(e) – ProShares Ultra DJ-UBS Natural Gas and  
ProShares UltraShort DJ-UBS Natural Gas**

Dear Ms. Jackson:

Enclosed for filing pursuant to Section 19(b) of the Securities Exchange Act of 1934 and Rule 19b-4 thereunder, please find an original and nine copies of Form 19b-4(e) with respect to the following security:

- ProShares Ultra DJ-UBS Natural Gas BOIL
- ProShares UltraShort DJ-UBS Natural Gas KOLD

If you have any questions, please do not hesitate to call me at (212) 656-2039.

Sincerely,

Enclosures

SECURITIES AND EXCHANGE COMMISSION  
RECEIVED

OCT 27 2011

DIVISION OF TRADING & MARKETS

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public Availability:	OCT 31 2011