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By Electronic Mail

February 27, 2013

Ms. Lynn Kenny
Research Specialist
U.S. Securities and Exchange Commission
Division of Investment Management
100 F Street, NE
Washington, D.C. 20549

RE: ProShares Trust
Issuer CIK: 0001174610
Issuer File Number: 811-21114; 333-89822
Form Type: 8-A12B
Filing Date: February 27, 2013

Dear Ms. Kenny:

Please be advised that BATS Exchange, Inc. has received an application from the above-referenced issuer and has approved the following securities for listing on BATS Exchange, Inc. ("Exchange"):

ProShares Global Listed Private Equity ETF

The Exchange requests acceleration of registration of these securities under the Securities Exchange Act of 1934, as amended. If there are any questions, please call me at (913) 815-7260. Your assistance is greatly appreciated.

Sincerely,

Susan Xouris
Listings Analyst



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