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

SEC
**Mail Processing
Section**

NOV 27 2013

Information Required of a Self-Regulatory Organization Listing and Trading New
Derivative Securities Product Pursuant to Rule 19b-4(e) Under the Securities Exchange Act of 1934
Washington DC 404
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. SECURITIES AND EXCHANGE COMMISSION

2. Type of Issuer of New Derivative Securities Product (e.g., clearinghouse, broker-dealer, corporation, etc.):
Open-end Management Investment Company **RECEIVED**
NOV 27 2013

3. Class of New Derivative Securities Product:
Investment Company Units DIVISION OF TRADING & MARKETS

4. Name of Underlying Instrument:
DBIQ Short Duration Emerging Market Bond Index

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

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

7. Market or Markets Upon Which Securities Comprising Underlying Instrument Trades:
Over-the-Counter

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.

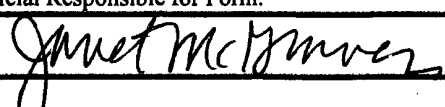
Part II Execution

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) 656-2039

Manual Signature of Official Responsible for Form:


November 21, 2013

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public	
Availability:	NOV 27 2013

Janet McGinness
Corporate Secretary



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

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SECURITIES AND EXCHANGE COMMISSION
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DIVISION OF TRADING & MARKETS

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Via Overnight Mail

November 21, 2013

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

Re: ProShares Short Term USD Emerging Markets Bond ETF

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 securities listed below.

- ProShares Short Term USD Emerging Markets Bond ETF **EMSH**

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

Sincerely,

Enclosures

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public Availability:	NOV 27 2013