

091-18787

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**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: **SEC**
NYSE Arca, Inc. **Mail Processing Section**

2. Type of Issuer of New Derivative Securities Product (e.g., clearinghouse, broker-dealer, corporation, etc.):
Open-end Management Investment Company **JUN 24 2015**

3. Class of New Derivative Securities Product:
Investment Company Units **Washington DC 404**

4. Name of Underlying Instrument:
S&P Oil & Gas Exploration & Production Select Industry Index

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

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

7. Market or Markets Upon Which Securities Comprising Underlying Instrument Trades:
NYSE, NYSE MKT, NASDAQ

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:
Martha Redding

Title:
Senior Counsel and Assistant Corporate Secretary

Telephone Number:
(212) 656-2938

Manual Signature of Official Responsible for Form:

Date:
June 23, 2015

SEC 2449 (1/99)

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b.4(e)
Public Availability:	JUN 24 2015

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Martha Redding
Senior Counsel
Assistant Corporate Secretary

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New York Stock Exchange
11 Wall Street
New York, NY 10005
T + 1 212 656 2938
F + 1 212 656 8101
Martha.Redding@theice.com

Via Overnight Mail

June 23, 2015

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

SEC
Mail Processing
Section
JUN 24 2015
Washington DC
404

Re: 19b-4(e) – ProShares Trust

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 Ultra Homebuilders & Supplies (HBU)
ProShares UltraShort Homebuilders & Supplies (HBZ)
ProShares Ultra Oil & Gas Exploration & Production (UOP)
ProShares UltraShort Oil & Gas Exploration & Production (SOP)
ProShares UltraPro Nasdaq Biotechnology (UBIO)
ProShares UltraPro Short Nasdaq Biotechnology (ZBIO)

If you have any questions, please do not hesitate to call me at (212) 656-2938.

Sincerely,

Enclosures

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public Availability:	JUN 24 2015