



Sudhir Bhattacharyya  
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October 25, 2014

**VIA E-MAIL**

Kevin M. O'Neill  
Deputy Secretary  
Securities and Exchange Commission  
100 F Street, N.E.  
Washington, DC 20549-1090

Re: SR-NYSEArca-2014-30

Dear Mr. O'Neill:

NYSE Arca, Inc. filed the attached Partial Amendment No. 1 to the above-referenced filing on October 23, 2014.

Sincerely,

A handwritten signature in blue ink, appearing to read "Sudhir Bhattacharyya", is placed here.

Encl. (Partial Amendment No. 1 to SR-NYSEArca-2014-30)

Required fields are shown with yellow backgrounds and asterisks.

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

Page 1 of \* 5

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
Form 19b-4

File No.\* SR - 2014 - \* 30

Amendment No. (req. for Amendments \*) 1

Filing by NYSE Arca

Pursuant to Rule 19b-4 under the Securities Exchange Act of 1934

Initial *	Amendment *	Withdrawal	Section 19(b)(2) *	Section 19(b)(3)(A) *	Section 19(b)(3)(B) *
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Pilot	Extension of Time Period for Commission Action *	Date Expires *	Rule		
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/> 19b-4(f)(1)	<input type="checkbox"/> 19b-4(f)(4)	<input type="checkbox"/> 19b-4(f)(2)
			<input type="checkbox"/> 19b-4(f)(5)	<input type="checkbox"/> 19b-4(f)(3)	<input type="checkbox"/> 19b-4(f)(6)
Notice of proposed change pursuant to the Payment, Clearing, and Settlement Act of 2010			Security-Based Swap Submission pursuant to the Securities Exchange Act of 1934		
Section 806(e)(1)		Section 806(e)(2)	Section 3C(b)(2)		
<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>		
Exhibit 2 Sent As Paper Document		Exhibit 3 Sent As Paper Document			
<input type="checkbox"/>		<input type="checkbox"/>			

### Description

Provide a brief description of the action (limit 250 characters, required when Initial is checked \*).

Proposal to List and Trade Shares of Hull Tactical US ETF under NYSE Arca Equities Rule 8.600

### 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 *	Martha	Last Name *	Redding
Title *	Chief Counsel		
E-mail *	<input type="text"/>		
Telephone *	(212) 656-2938	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

Vice President

By

(Name \*)

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.

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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

**Form 19b-4 Information \***

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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.

**Exhibit 1 - Notice of Proposed Rule Change \***

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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)

**Exhibit 1A- Notice of Proposed Rule Change, Security-Based Swap Submission, or Advance Notice by Clearing Agencies**

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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)

**Exhibit 2 - Notices, Written Comments, Transcripts, Other Communications**

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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.

Exhibit Sent As Paper Document

**Exhibit 3 - Form, Report, or Questionnaire**

**Add** **Remove** **View**

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.

Exhibit Sent As Paper Document

**Exhibit 4 - Marked Copies**

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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.

**Exhibit 5 - Proposed Rule Text**

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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.

**Partial Amendment**

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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.

**SR-NYSEArca-2014-30; Partial Amendment No. 1**

NYSE Arca, Inc. (“Exchange”) hereby amends SR-NYSEArca-2014-30 (“Filing”) as follows:

1. In the first sentence in the first full paragraph on page 6 of the Filing and in the first sentence of the first paragraph on page 28 of Exhibit 1 to the Filing, which paragraph carries over to page 29 of Exhibit 1 to the Filing, the following changes are made: (a) the word “a” following “will utilize” is deleted; and (b) the words “model that examines” following the words “analytical investment” are deleted and replaced with the words “models that examine”, such that each such sentence reads as follows:

“According to the Registration Statement, the Sub-Adviser will utilize proprietary, analytical investment models that examine current and historical market data to attempt to predict the performance of the S&P 500 Index.”

2. The word “model” following “The” is deleted and replaced with the word “models” in the second sentence in the first full paragraph on page 6 of the Filing and in the second sentence of the first paragraph on page 28 of Exhibit 1 to the Filing, which paragraph carries over to page 29 of Exhibit 1 to the Filing, such that each such sentence reads as follows:

“The models will deliver investment signals that the Sub-Adviser will use to make investment decisions for the Fund.”

3. In the third sentence in the first full paragraph on page 6 of the Filing and in the third sentence of the first paragraph on page 28 of Exhibit 1 to the Filing, which paragraph carries over to page 29 of Exhibit 1 to the Filing, the following changes are made: (a) the words “judgment of the Sub-Adviser and the” are inserted following “Depending on the”; (b) the words “signal delivered by the model, the Sub-Adviser will” following the word “investment” are deleted and replaced with the words “signals delivered by the models, the Sub-Adviser may”; and (c) the words “(1) if the model indicates bull-market conditions, the Sub-Adviser will take long positions; or (2) if the model indicates bear-market conditions, the Sub-Adviser will take short positions” following the words “S&P 500-related ETFs” are deleted and replaced with the words “and S&P-related futures”, such that each such sentence reads as follows:

“Depending on the judgment of the Sub-Adviser and the investment signals delivered by the models, the Sub-Adviser may take certain long or short positions in one or more S&P 500-related ETFs and S&P 500-related futures.”

4. In the fifth sentence in the first full paragraph on page 6 of the Filing and in the fifth sentence of the first paragraph on page 28 of Exhibit 1 to the Filing, which paragraph carries over to page 29 of Exhibit 1 to the Filing, the following changes are made: (a) the word “will” following the word “Sub-Adviser” is deleted and replaced with the word “may”; (b) the words “market conditions as well as” are inserted following the

words “account new”; and (c) the words “model that reflects changing market conditions” after the words “from the” are deleted and replaced with the word “models”, such that each such sentence reads as follows:

“The Sub-Adviser may adjust the Fund’s long and short positions when necessary to take into account new market conditions as well as data from the models.”

5. In the sixth sentence in the first full paragraph on page 6 of the Filing and in the sixth sentence of the first paragraph on page 28 of Exhibit 1 to the Filing, which paragraph carries over to page 29 of Exhibit 1 to the Filing, the following changes are made: (a) the words “at the Sub-Adviser’s judgment” are inserted following the words “be adjusted”; (b) the word “the” after the word “as” is deleted; and (c) the words “and market conditions” are added following the word “predictions”, such that each such sentence reads as follows:

“Positions may be adjusted at the Sub-Adviser’s judgment as model predictions and market conditions fluctuate.”

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 1934<sup>1</sup> 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 proposed amendment will provide investors notice that the Sub-Adviser will use more than one proprietary, analytical investment model to attempt to predict the performance of the S&P 500 Index and will provide information on how the Sub-Adviser will utilize such models. Such changes will provide investors with greater clarity regarding the Sub-Adviser’s role, assisting them to determine if and/or to what extent an investment in the Fund is appropriate for their portfolios. More specifically, with this proposed amendment, the Exchange proposes to revise the Filing to provide that the Sub-Adviser will utilize more than one proprietary, analytical investment model, but that all such models will examine current and historical market data to attempt to predict the performance of the S&P 500 Index and deliver investment signals that the Sub-Adviser will use to make investment decisions for the Fund. The Exchange also proposes to amend the Filing to provide that the Sub-Adviser’s determination whether to take certain long or short positions in one or more S&P 500-related ETFs will not depend solely on the investment signals delivered by one model, as provided in the Filing, but on the investment signals delivered by the models and on the judgment of the Sub-Adviser. Similarly, the Exchange proposes to revise the Filing to provide that such determination to take long or short positions would also apply to S&P 500-related futures. In addition, the Exchange proposes to revise the Filing to provide that the Sub-Adviser may adjust the Fund’s long and short positions when necessary to take into account new market conditions as well as data from the

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<sup>1</sup> 15 U.S.C. 78f(b)(5).

models, and that adjustments to such positioning will be in the Sub-Adviser's judgment as model predictions and market conditions fluctuate.

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