



UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

DIVISION OF  
CORPORATION FINANCE

February 2, 2024

Weixuan Zhang  
Chief Executive Officer  
Dynamic Shares Trust  
c/o Dynamic Shares LLC  
401 W. Superior Street  
Suite 300  
Chicago, Illinois 60654

**Re: Dynamic Shares Trust**  
**Form 10-K for the Fiscal Year Ended December 31, 2022**  
**File No. 001-40369**

Dear Weixuan Zhang:

We have completed our review of your filing. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Sincerely,

Division of Corporation Finance  
Office of Crypto Assets