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2014 OCT 27 PM 3:54  
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 19b-4(e)

Mail Processing  
Section  
OCT 27 2014

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

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. (trading pursuant to unlisted trading privileges)

2. Type of Issuer of New Derivative Securities Product (e.g., clearinghouse, broker-dealer, corporation, etc.):

Open-end Management Investment Company

3. Class of New Derivative Securities Product:

Investment Company Units

4. Name of Underlying Instrument:

Actively Managed

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

n/a

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

QVAL

7. Market or Markets Upon Which Securities Comprising Underlying Instrument Trades:

n/a

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:

Sudhir Bhattacharyya

Title:

Vice President

Telephone Number:

(212) 656-2920

Manual Signature of Official Responsible for Form:

*[Signature]*  
October 24, 2014

SEC 2449 (1/99)



|                      |                                 |
|----------------------|---------------------------------|
| Act                  | Securities Exchange Act of 1934 |
| Section              | 19b-4                           |
| Rule                 | 19b-4(e)                        |
| Public Availability: | OCT 27 2014                     |

Sudhir Bhattacharyya  
Vice President

NYSE Arca, Inc.  
20 Broad Street  
New York, NY 10005



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2014 OCT 27 PM 3: 51 tel: 212.656.2920  
Sudhir.Bhattacharyya@nyse.com

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Via Overnight Mail

October 24, 2014

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: 19b-4(e) – ValueShares U.S. Quantitative Value 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.

**ValueShares U.S. Quantitative Value ETF (QVAL)**

If you have any questions, please do not hesitate to call me at (212) 656-2920.

Sincerely,

Enclosures

|                      |                                 |
|----------------------|---------------------------------|
| Act                  | Securities Exchange Act of 1934 |
| Section              | 19b-4                           |
| Rule                 | 19b-4(e)                        |
| Public Availability: | OCT 27 2014                     |