Todd J. Broms
**Broms & Company LLC**

February 16, 2018

Brent J. Fields
Secretary
U.S. Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549-1090

Re: Proposed Rule Change To Adopt a New NYSE Arca Equities Rule 8.900-E and To List and Trade Shares of the Royce Pennsylvania ETF; Royce Premier ETF; and Royce Total Return ETF Under Proposed NYSE Arca Equities Rule 8.900-E [Release No. 34-82549; File No. SR–NYSEArca–2018–04] (Filing)[1]

Dear Mr. Fields:

I am writing to express my view that the proposed less-transparent active ETF structure described in the Filing (Proposal) is seriously flawed, does not meet the statutory standard to be necessary or appropriate in the public interest and consistent with the protection of investors, and should not be approved.[2]

A principal reason the Proposal should not be approved is that the proposed selective disclosure of confidential Fund holdings information to AP Representatives for trading on behalf of Authorized Participants violates federal securities policy and facilitates illegal insider trading on a potentially broad scale.

Compared to previous versions, the current Proposal includes two major changes that further diminish the case for approval. First, the applicants' long-repeated claim that a Fund's holdings cannot be reverse engineered (thereby avoiding the "front running" and "free riding" risks of daily transparent active ETFs) has been removed in favor of new risk disclosure that Fund holdings may, in fact, be susceptible to reverse engineering

[1] The Filing relates to a request by the Precidian ETFs Trust (Trust) and other parties for exemptive relief from various provisions of the Investment Company Act of 1940, as amended (Exemptive Application) (File No. 812-14405 dated December 4, 2017) and a registration statement for the Funds on Form N-1A (File Nos. 333- and 811-23246 dated April 4, 2017) (Registration Statement). Capitalized terms used in this letter have the same meanings as in the Filing, Exemptive Application and/or Registration Statement.

[2] As background, I am a co-author with James J. Angel and Gary L. Gastineau of "ETF Transaction Costs Are Often Higher Than Investors Realize," published in The Journal of Portfolio Management, Spring 2016, pp. 65-75. This paper discusses the high costs of trading ETFs, an issue that will continue to be important as new types of ETFs are proposed. Among other interests, I am co-founder and a managing member of Managed ETFs™ LLC (Managed ETFs). Intellectual property developed by Managed ETFs and subsequently sold to an affiliate of Eaton Vance Corp. (Eaton Vance) forms much of the basis for NextShares™ exchange-traded managed funds (NextShares), which currently have thirteen funds listed on Nasdaq issued by Brandes, Calvert, Eaton Vance, Gabelli Funds, Ivy Investments and Hartford Funds. Because NextShares may be competitive with the Shares and because I have a retained economic interest, my views may be considered subject to a conflict of interest. My comments are made in the public interest and, to the best of my ability, are not influenced by any conflict.

(with resulting harm to shareholders). Second, the applicants have eliminated a key underpinning of their contention that the Shares should be expected to trade efficiently in the secondary market, which is the ability of Authorized Participants and other market makers to engage in "Bona Fide Arbitrage" between the Shares and underlying Fund holdings. In my judgment, the proposed Funds serve no useful public purpose without clear protections against reverse engineering. Inarguably, the Shares will not trade efficiently without an effective arbitrage mechanism. With these changes, the case against approval becomes that much stronger.

Additionally, there are many other principal reasons the Proposal should not be approved, as expressed in my comment letters submitted May 25, 2017[3] and June 27, 2016[4] on previous versions of the Proposal (File Nos. SR-NYSEArca-2017-36 and SR-NYSEArca-2016-08), respectively, which the applicants have not addressed.

I wish to thank the Commissioners and staff of the SEC for considering my views and opinions.

Sincerely,

Todd J. Broms

Todd J. Broms, Chief Executive Officer
Broms & Company LLC

[3] See https://www.sec.gov/comments/sr-nysearca-2017-36/nysearca201736-1772689-152536.pdf

[4] See https://www.sec.gov/comments/sr-nysearca-2016-08/nysearca201608-10.pdf