

**William Slattery, CFA**  
Vice President  
Listing Qualifications

By Electronic Mail

January 21, 2021

Division of Corporation Finance  
U.S. Securities and Exchange Commission  
100 F Street, N.E.  
Washington, D.C. 20549

Division of Corporation Finance:

This is to certify that on January 20, 2021 The Nasdaq Stock Market (the "Exchange") received from Hycroft Mining Holding Corporation (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following securities:

Warrants, each warrant exercisable for one share of  
Class A common stock at an exercise price of  
\$10.50 per share

We further certify that the securities described above have been approved by the Exchange for listing and registration.

We understand that the Registrant is seeking immediate acceleration of the effective date of registration, and we hereby join in such request.

Sincerely,

