

Eun Ah Choi
Vice President
Listing Qualifications

September 10, 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 September 10, 2021 The Nasdaq Stock Market LLC (the "Exchange") received from TMC the metals company Inc. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following securities:

TMC Common Shares without par value
Redeemable warrants, each whole warrant exercisable for one TMC Common Share, each at an exercise price
of \$11.50 per share

We further certify that the securities described above have been approved by the Exchange for listing and registration upon official notice of issuance.

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

Sincerely,

A handwritten signature in black ink, appearing to read 'Eun Ah Choi'.