

William Slattery, CFA
Vice President
Listing Qualifications

Electronic Mail Only

January 6, 2021

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

Division of Corporate Finance:

This is to certify that on January 6, 2021, The Nasdaq Stock Market (the "Exchange") received from Prospector Capital Corp. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following securities:

Units, each consisting of one Class A ordinary share, \$0.0001 par value, and
one-third of one redeemable warrant
Class A ordinary shares, par value \$0.0001 per share
Warrants, each whole warrant exercisable for one Class A ordinary share 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 effectiveness of the Form 8-A 12(b) concurrently with effectiveness of its 1933 Act Registration Statement, and we hereby join in such request.

Sincerely,



