

Eun Ah Choi
Senior Vice President
U.S. Listing Qualifications & Market Surveillance

July 18, 2023

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 July 18, 2023 The Nasdaq Stock Market LLC (the "Exchange") received from Complete Solaria, Inc. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following securities:

Common stock, par value \$0.0001 per share

Warrants to purchase one share of common stock, 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 acceleration of the effective date of registration, and we hereby join in such request.

Sincerely,

