

Eun Ah Choi  
Vice President  
Listing Qualifications

September 3, 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 1, 2021 The Nasdaq Stock Market LLC (the "Exchange") received from Arqit Quantum Inc. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following securities:

Ordinary shares, \$0.0001 par value

Warrants, each whole warrant exercisable for one ordinary share at an exercise 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,

