

Eun Ah Choi
Senior Vice President
Global Head of Regulatory Operations

November 14, 2024

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 November 14, 2024, The Nasdaq Stock Market LLC (the "Exchange") received from Medicus Pharma Ltd. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following securities:

Common shares, no par value
Warrants, each exercisable for one common share at an exercise price of \$4.64 per share

We further certify that the securities described above has 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,

