

**William Slattery, CFA**

Vice President

Listing Qualifications

*By Electronic Mail*

August 27, 2019

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 August 26, 2019 The Nasdaq Stock Market (the "Exchange") received from Fifth Third Bancorp (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following securities:

Depository Shares Representing a 1/40th Ownership Interest in a Share of 6.00% Non-Cumulative  
Perpetual Class B Preferred Stock, Series A

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

Sincerely,

