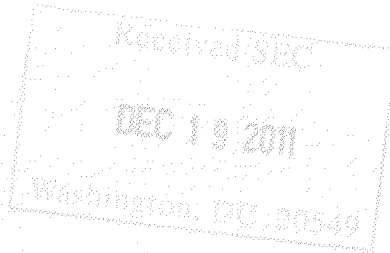


11008688

William Slattery, CFA
Vice President
Listing Qualifications



NASDAQ
THE NASDAQ OMX GROUP

*CERTNHS
001-10233*

By Electronic Mail

December 19, 2011

Ms. Cecile Peters
Chief, IT Services
Division of Corporation Finance
U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549

Dear Ms. Peters:

This is to certify that on December 19, 2011 The Nasdaq Stock Market (the "Exchange") received from **MAGNETEK, INC.** (the "Registrant") a copy of the Registrant's application on 8A 12(b) for the registration of the following security:

Common Stock, \$0.01 par value
and preferred stock purchase rights attached thereto

We further certify that the security 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,

William Slattery