

Parasand Madho  
Director  
Corporate Actions & Market Watch



SEP 21 2012

Washington, DC 20549



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September 21, 2012

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Chief, Information Technology  
Securities and Exchange Commission  
Division of Corporation Finance  
100 F Street, NE MS 3040  
Washington, DC 20549

To whom it may concern:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, Genesee & Wyoming Inc., 5.00% Tangible Equity Units, and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on September 21, 2012. Tentative listing date – September 24, 2012.

Sincerely,

*Parasand Madho*