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Washington, DC 20549



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**NASDAQ**  
THE NASDAQ OMX GROUP

William Slattery, CFA  
Vice President  
Listing Qualifications

CERTINAS

001-35676

By Electronic Mail

December 17, 2012

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

Dear Mr. Thomas:

This is to certify that on December 17, 2012 The Nasdaq Stock Market (the "Exchange") received from Prothena Corporation plc (the "Registrant") a copy of the Registrant's application on Form 10-12(b) for the registration of the following security:

Ordinary Shares, par value \$0.01 per share

We further certify that the security described above has been approved by the Exchange for listing and registration.

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*