



Edwin Mecabe
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Corporate Actions, Global Listings

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October 6, 2014

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

CERTIFIED

To whom it may concern:

The NYSE MKT certifies its approval for listing and registration of the Series A Common Stock, par value \$0.0001 per share of Asterias Biotherapeutics, Inc., under the Exchange Act of 1934.

Sincerely,

Edwin Mecabe