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Received SEC

MAE 08 2016

Washington, DC 20549

ODL-35996

William Slattery, CFA  
Vice President  
Listing Qualifications

By Electronic Mail

August 8, 2016

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

CERTWAS

Dear Mr. Thomas:

This is to certify that on July 26, 2016 The Nasdaq Stock Market (the "Exchange") received from **Organovo Holdings, Inc.** (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Common Stock, par value \$0.001 per share

We further certify that the security described above has 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