

Received SEC

OCT 03 2016

Washington, DC 20549



William Slattery, CFA
Vice President
Listing Qualifications

CERTNAS
001-37901



16004881

Electronic Mail Only

October 3, 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

Dear Mr. Thomas:

This is to certify that on September 29, 2016 The Nasdaq Stock Market (the "Exchange") received from Coupa Software Incorporated (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following securities:

Common Stock, par value \$0.0001 per share

We further certify that the securities described above have been approved by the Exchange for listing and registration upon official notice of issuance.

We understand that the Registrant is seeking effectiveness of the Form 8-A 12(b) concurrently with effectiveness of its 1933 Act Registration Statement, and we hereby join in such request.

Sincerely,

A handwritten signature in cursive script that reads 'William Slattery'.