



17010594

 Nasdaq Stock Market

William Slattery, CFA
Vice President
Listing Qualifications

Received SEC

001-38129

JUN 26 2017

Washington, DC 20549

Electronic Mail Only

June 26, 2017

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

CERTINAS

Dear Mr. Thomas:

This is to certify that on June 26, 2017 The Nasdaq Stock Market (the "Exchange") received from Mersana Therapeutics, Inc. (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,

William Slattery