

## By Electronic Mail

December 20, 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 Liberty Spinco, Inc. (the "Registrant") a copy of the Registrant's application on Form 10-12(b) for the registration of the following securities:

Series A Common Stock, \$0.01 par value

Series B Common Stock, \$0.01 par value

We further certify that the securities described above have 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 Lattery