

Eun Ah Choi
Senior Vice President
U.S. Listing Qualifications & Market Surveillance

January 31, 2023

Division of Corporation Finance
U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549

Division of Corporation Finance:

This is to certify that on January 31, 2023, The Nasdaq Stock Market LLC (the "Exchange") received from Cetus Capital Acquisition Corp. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following securities:

Units, each consisting of one share of Class A Common Stock, one Redeemable Warrant and one Right
Class A Common Stock, par value \$0.0001 per share

Redeemable Warrants, each warrant exercisable for one share of Class A Common Stock at an exercise price of \$11.50

Rights, each to receive one-sixth of one share of Class A Common Stock

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,

