



THE NASDAQ STOCK MARKET
 LISTING QUALIFICATIONS DEPARTMENT
 9600 BLACKWELL ROAD
 ROCKVILLE, MD 20850

Gary Sundick
 Vice President
 Listings/Investigations

RECD S.E.C.
 AUG 08 2007
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By Facsimile and First Class Mail

August 8, 2007

Ms. Cecile Peters
 Chief, IT Services
 Division of Corporation Finance
 U.S. Securities and Exchange Commission
 100 F Street, N.E.
 Washington, D.C. 20549



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001-33634

CERTNAS

Dear Ms. Peters:

This is to certify that on July 31, 2007 The Nasdaq Stock Market (the "Exchange") received from DemandTec, 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, \$0.001 par value

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 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,

Gary Sundick

PROCESSED

OCT 29 2007

THOMSON FINANCIAL

END