



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

Gary N. Sundick
 Vice President
 Listing Qualifications

REC'D S.E.C.
 AUG 16 2007
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By Facsimile and First Class Mail

August 16, 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



CERTNAS

001-33514

Dear Ms. Peters:

This is to certify that on July 17, 2007 The Nasdaq Stock Market (the "Exchange") received from Transition Therapeutics Inc. (the "Registrant") a copy of the Registrant's application on Form 40-F for the registration of the following security:

Common Shares, no par value

We further certify that the security described above has 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,

Gary N. Sundick

PROCESSED

OCT 29 2007

THOMSON FINANCIAL

END