



File# 1-35840  
CERT NYS

Parasand Madho  
Director  
Corporate Actions & Market Watch



Received SEC  
**MAR 18 2013**  
Washington, DC 20549

March 18, 2013

Chief, Information Technology  
Securities and Exchange Commission  
Division of Corporation Finance  
100 F Street, NE MS 3040  
Washington, DC 20549

To whom it may concern:

The New York Stock Exchange certifies approval for listing and registration under the Exchange Act of 1933, Model N, Inc., Common Stock, par value \$0.00015 per share. The NYSE requests simultaneous acceleration of registration of the Securities Exchange Act of 1934, together with the 1933 Act. Adequate distribution assured. Form 8-A received on March 18, 2013. Tentative listing date – March 20, 2013.

Sincerely,