

NYSE Regulation, Inc.  
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New York, NY 10005



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Received SEC

MAY 22 2013

Washington, DC 20549

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*File No. 001-35936*

May 22, 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:

This is to certify that on May 20, 2013 the NYSE MKT LLC (the "Exchange") received from B2Gold Corp. (the "Registrant"), a copy of the Registrant's application on Form 40-F for the registration of the following securities:

Common Shares, no par value

We further certify that the above described securities 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,

Jamie Paturelli  
Director, Corporate Compliance  
NYSE Regulation, Inc.