



15008230

Received SEC  
OCT 16 2015  
Washington, DC 20549

CERT NYS

File# 1-37595

Silvio Conte (Joe)  
Head of Corporate Actions  
Global Listings

New York Stock Exchange  
20 Broad Street, 16<sup>th</sup> Floor  
New York, NY 10005  
T +1 212 656 5024  
[silvio.conte@nyse.com](mailto:silvio.conte@nyse.com)

October 16, 2015

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

To whom it may concern:

The New York Stock Exchange certifies its approval for listing and registration of the 2.875% Notes due 2020 of Santander UK Group Holdings plc under the Exchange Act of 1934.

Sincerely,