

SECURITIES AND EXCHANGE COMMISSION

FORM CERTNAS

Certification by the NASDAQ Stock Exchange approving securities for listing

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FILER

Norwegian Cruise Line Holdings Ltd.

CIK: **1513761** | IRS No.: **980691007**
Type: **CERTNAS** | Act: **34** | File No.: **001-35784** | Film No.: **12027697**
SIC: **4400** Water transportation

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NASDAQ
THE NASDAQ OMX GROUP

William Slattery, CFA
Vice President
Listing Qualifications

Received SEC

JAN 17 2013

Washington, DC 20549

CEOTNAS
001-35784

By Electronic Mail

January 17, 2013

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

Dear Mr. Thomas:

This is to certify that on January 15, 2013 The Nasdaq Stock Market (the "Exchange") received from Norwegian Cruise Line Holdings Ltd. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Ordinary Shares, par value \$0.001 per share

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,

William Slattery