

Eun Ah Choi

Senior Vice President

Global Head of Regulatory Operations

May 6, 2025

Division of Corporation Finance

U.S. Securities and Exchange Commission

100 F Street, N.E.

Washington, D.C. 20549

Division of Corporation Finance:

This is to certify that on April 17, 2025 The Nasdaq Stock Market (the "Exchange") received from Pacer Funds Trust (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Pacer Cash COWZ 100-Nasdaq 100 Rotator ETF

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), and we hereby join in such request.

Sincerely,

