

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 25

OMB APPROVAL	
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NOTIFICATION OF REMOVAL FROM LISTING AND/OR REGISTRATION  
UNDER SECTION 12(b) OF THE SECURITIES EXCHANGE ACT OF 1934.

Commission File Number [001-36842](#)

Issuer: [NextDecade Corp.](#)

Exchange: The Nasdaq Stock Market LLC

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(Exact name of Issuer as specified in its charter, and name of Exchange where security is listed and/or registered)

Address: 777 Third Avenue, 37th Floor  
New York NEW YORK 10017

Telephone number: 212-319-7676

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(Address, including zip code, and telephone number, including area code, of Issuer's principal executive offices)

Warrant

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(Description of class of securities)

Please place an X in the box to designate the rule provision relied upon to strike the class of securities from listing and registration:

- 17 CFR 240.12d2-2(a)(1)
- 17 CFR 240.12d2-2(a)(2)
- 17 CFR 240.12d2-2(a)(3)
- 17 CFR 240.12d2-2(a)(4)
- Pursuant to 17 CFR 240.12d2-2(b), the Exchange has complied with its rules to strike the class of securities from listing and/or withdraw registration on the Exchange. <sup>1</sup>
- Pursuant to 17 CFR 240.12d2-2(c), the Issuer has complied with its rules of the Exchange and the requirements of 17 CFR 240.12d-2(c) governing the voluntary withdrawal of the class of securities from listing and registration on the Exchange.

Pursuant to the requirements fo the Securities Exchange Act of 1934, The Nasdaq Stock Market LLC certifies that it has reasonable grounds to believe that it meets all of the requirements for filing the Form 25 and has caused this notification to be signed on its behalf by the undersigned duly authorized person.

2018-02-27                      By Amy Horton                      Hearings Advisor  
Date    Name    Title

1      Form 25 and attached Notice will be considered compliance with the provisions of 17 CFR 240.19d-1 as applicable. [See](#) General Instructions.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

Delisting Determination, The Nasdaq Stock Market, LLC, February 27, 2018, NextDecade Corporation. The Nasdaq Stock Market, Inc. (the Exchange) has determined to remove from listing the warrant of NextDecade Corporation (the Company), effective at the opening of the trading session on March 9, 2018. Based on review of information provided by the Company, Nasdaq Staff determined that the Company no longer qualified for listing on the Exchange pursuant to Listing Rule IM-5101-2. The Company was notified of the Staffs determination on September 7, 2017. The Company appealed the determination to a Hearing Panel. Upon review of the information provided by the Company, the Panel issued a decision dated November 3, 2017, granting the Company continued listing pursuant to an exception that included several milestones that the Company was required to meet, towards the goal of regaining compliance with Listing Rule IM-5101-2. The Company met the exception milestones for its common stock, however, the Company was unable to meet the exception milestones for the warrant. On February 20, 2018, the Panel issued a final compliance determination for the common stock and notified the Company that trading in the Companys warrant would be suspended on February 22, 2018. The Company did not request a review of the Panels decision by the Nasdaq Listing and Hearing Review Council. The Listing Council did not call the matter for review. The Panels Determination to delist the Companys warrant became final on February 22, 2018.