



UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

DIVISION OF  
CORPORATION FINANCE

Mail Stop 3561

May 29, 2018

Randall Letcavage  
President, Chief Executive Officer & Chief Financial Officer  
Premier Holding Corporation  
1382 Valencia, Unit F  
Tustin, CA 92780

**Re: Premier Holding Corporation**  
**Form 10-K for the Fiscal Year Ended December 31, 2016**  
**Filed March 31, 2017**  
**File No. 0-53824**

Dear Mr. Letcavage:

We have completed our review of your filing. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Sincerely,

/s/ William H. Thompson

William H. Thompson  
Accounting Branch Chief  
Office of Consumer Products