



DIVISION OF  
CORPORATION FINANCE

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

March 23, 2021

Ralph C. Derrickson  
President and Chief Executive Officer  
BSQUARE Corporation  
1415 Western Ave, Suite 700  
Seattle, WA, 98101

**Re: BSQUARE Corporation**  
**Registration Statement on Form S-3**  
**Filed March 18, 2021**  
**File No. 333-254458**

Dear Mr. Derrickson:

This is to advise you that we have not reviewed and will not review your registration statement.

Please refer to Rules 460 and 461 regarding requests for acceleration. 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.

Please contact Katherine Bagley at (202) 551-2545 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Trade & Services

cc: Andrew Ledbetter