



DIVISION OF  
CORPORATION FINANCE

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

August 5, 2024

Tuvia Barlev  
Chief Executive Officer  
ACTELIS NETWORKS INC  
4039 Clipper Court  
Fremont, CA 94538

**Re: ACTELIS NETWORKS INC**  
**Registration Statement on Form S-1**  
**Filed July 29, 2024**  
**File No. 333-281079**

Dear Tuvia Barlev:

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 Eranga Dias at 202-551-8107 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Manufacturing