



DIVISION OF  
CORPORATION FINANCE

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

October 31, 2019

Justin M. Hall, Esq.  
President, Chief Executive Officer and General Counsel  
NovaBay Pharmaceuticals, Inc.  
2000 Powell Street, Suite 1150  
Emeryville, CA 94608

**Re: NovaBay Pharmaceuticals, Inc.**  
**Registration Statement on Form S-1**  
**Filed October 25, 2019**  
**File No. 333-234330**

Dear Mr. Hall:

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 Christine Westbrook at 202-551-5019 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Life Sciences

cc: Abby E. Brown, Esq.