



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

DIVISION OF  
CORPORATION FINANCE

Mail Stop 4628

July 1, 2016

Lynn A. Peterson  
President and Chief Executive Officer  
Synergy Resources Corporation  
1625 Broadway, Suite 300  
Denver, CO 80202

**Re: Synergy Resources Corporation  
Form 10-K for the Fiscal Year Ended August 31, 2015  
Filed October 16, 2015  
Form 10-KT for the Transition Period from September 1, 2015  
to December 31, 2015  
Filed April 22, 2016  
File No. 1-35245**

Dear Mr. Peterson:

We have completed our review of your filings. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filings and the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filings to be certain that the filings include the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Brad Skinner

Brad Skinner  
Senior Assistant Chief Accountant  
Office of Natural Resources