



DIVISION OF  
CORPORATION FINANCE

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

September 11, 2019

Jeffrey Edison  
Chief Executive Officer  
Phillips Edison & Company, Inc.  
11501 Northlake Drive  
Cincinnati, Ohio 45249

**Re: Phillips Edison & Company, Inc.  
Registration Statement on Form S-4  
Filed September 4, 2019  
File No. 333-233624**

Dear Mr. Edison:

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 Folake Ayoola, Senior Counsel, at 202-551-3673 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Real Estate and  
Commodities

cc: Yoel Kranz