



DIVISION OF  
CORPORATION FINANCE

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

April 12, 2018

Kunwar Shailubhai  
Chief Executive Officer  
Rasna Therapeutics Inc.  
420 Lexington Ave., Suite 2525  
New York, NY 10170

**Re: Rasna Therapeutics Inc.**  
**Registration Statement on Form S-3**  
**Filed April 6, 2018**  
**File No. 333-224177**

Dear Dr. Shailubhai:

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 Jeffrey Gabor at 202-551-2544 with any questions.

Division of Corporation Finance  
Office of Healthcare & Insurance

cc: Jeffrey Fessler, Esq.