



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

DIVISION OF  
CORPORATION FINANCE

Mail Stop 4628

February 22, 2017

Mr. Daniel J. Rice IV  
Chief Executive Officer  
Rice Energy Inc.  
400 Woodcliff Drive  
Canonsburg, Pennsylvania 15317

**Re: Rice Energy Inc.**  
**Form 10-K for the Fiscal Year ended December 31, 2015**  
**Filed February 25, 2016**  
**File No. 001-36273**

Dear Mr. Rice:

We have completed our review of your filing. 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.

Sincerely,

/s/ Brad Skinner

Brad Skinner  
Senior Assistant Chief Accountant  
Office of Natural Resources