



DIVISION OF  
CORPORATION FINANCE

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

March 20, 2023

Jeffrey Mathiesen  
Chief Financial Officer  
HELIUS MEDICAL TECHNOLOGIES, INC.  
642 Newton Yardley Road, Suite 100  
Newton, Pennsylvania 18940

**Re: HELIUS MEDICAL TECHNOLOGIES, INC.**  
**Registration Statement on Form S-3**  
**Filed March 10, 2023**  
**File No. 333-270433**

Dear Jeffrey Mathiesen:

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 Jessica Ansart at 202-551-4511 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Industrial Applications and  
Services

cc: Emily J. Johns