



DIVISION OF  
CORPORATION FINANCE

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

June 6, 2025

Aaron S. Halfacre  
President and Chief Executive Officer  
Modiv Industrial, Inc.  
2195 South Downing Street  
Denver, CO 80210

**Re: Modiv Industrial, Inc.**  
**Registration Statement on Form S-3**  
**Filed May 30, 2025**  
**File No. 333-287684**

Dear Aaron S. Halfacre:

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 Ruairi Regan at 202-551-3269 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Real Estate & Construction

cc: Andrew P. Campbell, Esq.