



DIVISION OF  
CORPORATION FINANCE

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

June 4, 2024

Manuel Litchman, M.D.  
President and Chief Executive Officer  
Mustang Bio, Inc.  
377 Plantation Street  
Worcester, MA 01605

**Re: Mustang Bio, Inc.**  
**Registration Statement on Form S-3**  
**Filed May 31, 2024**  
**File No. 333-279891**

Dear Manuel Litchman:

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 Jason Drory at 202-551-8342 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Life Sciences

cc: Joseph Walsh