



DIVISION OF  
CORPORATION FINANCE

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

Mail Stop 4628

November 9, 2018

Robert M. Roosa  
Chief Executive Officer and Director  
Brigham Minerals, Inc.  
5914 W. Courtyard Drive, Suite 100  
Austin, TX 78730

**Re: Brigham Minerals, Inc.  
Amendment No. 2 to  
Draft Registration Statement on Form S-1  
Submitted October 30, 2018  
CIK No. 0001745797**

Dear Mr. Roosa:

We have reviewed your amended draft registration statement and have the following comments. In some of our comments, we may ask you to provide us with information so we may better understand your disclosure.

Please respond to this letter by providing the requested information and either submitting an amended draft registration statement or publicly filing your registration statement on EDGAR. If you do not believe our comments apply to your facts and circumstances or do not believe an amendment is appropriate, please tell us why in your response.

After reviewing the information you provide in response to these comments and your amended draft registration statement or filed registration statement, we may have additional comments.

Description of Capital Stock, page 140

Forum Selection, page 143

1. We note your revised disclosure in response to our previously issued oral comment. Please expand your discussion to disclose whether the provision applies to Securities Act claims. If so, we may have additional comments.

Robert M. Roosa  
Brigham Minerals, Inc.  
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Financial Statements, page F-1

2. You will need to update the historical and pro forma financial statements prior to the effective date of your registration statement to comply with Rule 3-12 and Article 11 of Regulation S-X.

Closing Comments

You may contact John Cannarella, Staff Accountant, at (202) 551-3337 or Karl Hiller, Accounting Branch Chief, at (202) 551-3686 if you have questions regarding comments on the financial statements and related matters. For questions regarding comments on engineering matters, you may contact John Hodgin, Petroleum Engineer, at (202) 551-3699. Please contact Anuja A. Majmudar, Attorney-Advisor, at (202) 551-3844 or, in her absence, Timothy S. Levenberg, Special Counsel, at (202) 551-3707 with any other questions.

Sincerely,

/s/ John Reynolds

John Reynolds  
Assistant Director  
Office of Natural Resources