



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

DIVISION OF  
CORPORATION FINANCE

January 27, 2021

Niv Krikov  
Chief Financial Officer  
Agrify Corporation  
101 Middlesex Turnpike  
Suite 6, PMB 326  
Burlington, MA 01803

**Re: Agrify Corporation  
Form S-1  
Exhibit No. 10.15  
Filed January 13, 2021  
File No. 333-251616**

Dear Mr. Krikov:

We have concluded our assessment of your redacted exhibit for compliance with applicable form requirements and will process your supplemental response and related materials in accordance with your request.

Sincerely,

Division of Corporation Finance