



DIVISION OF  
CORPORATION FINANCE

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

December 23, 2022

Oleg Grodnensky  
Chief Operating Officer  
Priveterra Acquisition Corp.  
300 SE 2nd Street, Suite 600  
Fort Lauderdale, FL 33301

**Re: Priveterra Acquisition Corp.**  
**Preliminary Proxy Statement on Schedule 14A**  
**Filed December 13, 2022**  
**File No. 001-40021**

Dear Oleg Grodnensky:

We have completed our review of your filing. 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.

Sincerely,

Division of Corporation Finance  
Office of Real Estate & Construction

cc: W. Soren Kreider IV