



DIVISION OF  
CORPORATION FINANCE

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

July 24, 2023

Philip Kassin  
President  
RMG Acquisition Corp. III  
57 Ocean, Suite 403  
5775 Collins Ave.  
Miami Beach, Florida 33140

**Re: RMG Acquisition Corp. III**  
**Preliminary Proxy Statement on Schedule 14A**  
**Filed July 14, 2023**  
**File No. 001-40013**

Dear Philip Kassin:

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 Manufacturing

cc: Om Pandya