



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

DIVISION OF  
CORPORATION FINANCE

November 30, 2022

Ben Lerner  
President  
Onyx Acquisition Co. I  
104 5th Avenue  
New York, NY 10011

**Re: Onyx Acquisition Co. I**  
**Preliminary Proxy Statement on Schedule 14A**  
**Filed November 10, 2022**  
**File No. 001-41003**

Dear Ben Lerner:

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: Sean T. Wheeler, P.C.