



DIVISION OF
CORPORATION FINANCE

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

April 4, 2023

Russell Stidolph
Chief Executive Officer
AltEnergy Acquisition Corp
600 Lexington Avenue, 9th Floor
New York, NY 10022

Re: AltEnergy Acquisition Corp
Preliminary Proxy Statement on Schedule 14A
Filed March 29, 2023
File No. 001-40984

Dear Russell Stidolph:

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: Anthony M. Saur