



DIVISION OF
CORPORATION FINANCE

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

February 8, 2023

Steven J. Evans, MD
Chief Executive Officer
Oncolyze, Inc.
845 UN Plaza, 61b
New York, NY 10017

Re: Oncolyze, Inc.

Post-Qualification Amendment to Offering Statement on Form 1-A

Filed on February 2, 2023

Post-Qualification Amendment to Offering Statement on Form 1-A

Filed February 6, 2023

File No. 024-11890

Dear Steven J. Evans:

This is to advise you that we do not intend to review your amendments.

We will consider qualifying your offering statement at your request. If a participant in your offering is required to clear its compensation arrangements with FINRA, please have FINRA advise us that it has no objections to the compensation arrangements prior to qualification.

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.

Please contact Joshua Gorsky at 202-551-7836 with any questions.

Sincerely,

Division of Corporation Finance
Office of Life Sciences

cc: Jeanne Campanelli