



DIVISION OF  
CORPORATION FINANCE

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

September 14, 2017

Paul R. Lundstrom  
Chief Financial Officer  
Aerojet Rocketdyne Holdings, Inc.  
222 N. Sepulveda Blvd, Suite 500  
El Segundo, California 90245

**Re: Aerojet Rocketdyne Holdings, Inc.**  
**Form 10-K for Fiscal Year Ended December 31, 2016**  
**Filed March 1, 2017**  
**File No. 001-01520**

Dear Mr. Lundstrom:

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,

/s/ Lyn Shenk

Lyn Shenk  
Branch Chief  
Office of Transportation and Leisure