



DIVISION OF  
CORPORATION FINANCE

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

July 11, 2011

Via Facsimile

Mr. William H. Hastings  
President and Chief Executive Officer  
Magellan Petroleum Corporation  
7 Custom House Street, 3 Floor  
Portland, ME 04101

**Re: Magellan Petroleum Corporation  
Form 10-K/A1 for the Fiscal Year Ended June 30, 2010  
Filed June 15, 2011  
Definitive Proxy Statement  
Filed October 25, 2010  
Response Letter Dated March 30, 2011  
File No. 001-05507**

Dear Mr. Hastings:

We have completed our review of your filings. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filings and the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filings to be certain that the filings include the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ H. Roger Schwall

H. Roger Schwall  
Assistant Director