



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

DIVISION OF  
CORPORATION FINANCE

Mail Stop 3561

March 30, 2018

Joe Anto  
Chief Financial Officer  
Fred's, Inc.  
4300 New Getwell Road  
Memphis, TN 38118

**Re: Fred's, Inc.**  
**Form 10-K for the Fiscal Year Ended January 28, 2017**  
**Filed April 13, 2017**  
**File No. 1-14565**

Dear Mr. Anto:

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/ William H. Thompson

William H. Thompson  
Accounting Branch Chief  
Office of Consumer Products

cc: Lilia Lauren, Senior Vice President Finance  
Logan Hale, Controller