

Mail Stop 3561

October 26, 2009

Paul M. Barbas
President and Chief Executive Officer
DPL Inc.
1065 Woodman Drive
Dayton, Ohio 45432

Re: DPL Inc.
Form 10-K for the Fiscal Year Ended December 31, 2008
Definitive Proxy Statement on Schedule 14A
Form 8-K
Filed February 27, 2009, March 18, 2009 and April 24, 2009, respectively
File No. 001-09052

Dear Mr. Barbas

We have completed our review of the above referenced filings and we have no further comments at this time.

Sincerely,

H. Christopher Owings
Assistant Director