



DIVISION OF  
CORPORATION FINANCE

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

March 1, 2022

Alisha Charlton  
Chief Financial Officer  
PRO DEX INC  
2361 McGaw Avenue  
Irvine, CA. 92614

**Re: PRO DEX INC**  
**10-K for the Fiscal Year Ended June 30, 2021**  
**Filed September 9, 2021**  
**File No. 000-14942**

Dear Ms. Charlton:

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,

Division of Corporation Finance  
Office of Life Sciences