



DIVISION OF  
CORPORATION FINANCE

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

July 18, 2024

Ronald Gilbbery  
Chief Executive Officer  
Peraso Inc.  
2309 Bering Drive  
San Jose, CA 95131

**Re: Peraso Inc.**  
**Registration Statement on Form S-3**  
**Filed on July 12, 2024**  
**File No. 333-280798**

Dear Ronald Gilbbery:

This is to advise you that we have not reviewed and will not review your registration statement.

Please refer to Rules 460 and 461 regarding requests for acceleration. 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.

Please contact Sarah Sidwell at 202-551-4733 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Manufacturing

cc: Blake Baron