



DIVISION OF  
CORPORATION FINANCE

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

April 17, 2023

Ross Levinsohn  
Chief Executive Officer  
Arena Group Holdings, Inc.  
200 Vesey Street  
24th Floor  
New York, New York 10281

**Re: Arena Group Holdings, Inc.**  
**Registration Statement on Form S-3**  
**Filed April 13, 2023**  
**File No. 333-271240**

Dear Ross Levinsohn:

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 Austin Pattan, Staff Attorney, at (202) 551-6756 or Jan Woo, Legal Branch Chief, at (202) 551-3453 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Technology

cc: Jennifer Hitchcock