



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

DIVISION OF  
CORPORATION FINANCE

Mail Stop 3561

March 15, 2017

Via E-mail

Brent Wadman  
Corporate Secretary  
Stillwater Mining Company  
26 West Dry Creek, Suite 400  
Littleton, Colorado 80120

**Re: Stillwater Mining Company  
Amendment No. 1 to Preliminary Proxy Statement on Schedule 14A  
Filed March 7, 2017  
File No. 001-13053**

Dear Mr. Wadman:

We have reviewed your amended filing and have the following comment. In our comment, we may ask you to provide us with information so we may better understand your disclosure.

Please respond to this comment within ten business days by providing the requested information or advise us as soon as possible when you will respond. If you do not believe our comments apply to your facts and circumstances, please tell us why in your response.

After reviewing your response to this comment, we may have additional comments.

Litigation Relating to the Merger, page 53

1. We note your revised disclosure that multiple putative shareholder class action complaints were filed in class action lawsuits related to the merger. Please supplementally provide us a copy of the complaints that were filed.

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.

Brent Wadman  
Stillwater Mining Company  
March 15, 2017  
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Please contact Michael Killoy at (202) 551-7576 or David Link at (202) 551-3356 with any questions.

Sincerely,

/s/ David Link for

John Reynolds  
Assistant Director  
Office of Beverages, Apparel  
and Mining

cc: Amos Barclay, Esq.  
Holland & Hart LLP