

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

DIVISION OF CORPORATION FINANCE

June 12, 2018

Daniel P. Gold President & Chief Executive Officer MEI Pharma, Inc. 3611 Valley Centre Drive, Suite 500 San Diego, California 92130

> Re: MEI Pharma, Inc. Registration Statement on Form S-3 Filed June 6, 2018 File No. 333-225465

Dear Mr. Gold:

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 Abigail Jacobs at 202-551-2909 or Mary Beth Breslin at 202-551-3625 with any questions.

Division of Corporation Finance Office of Healthcare & Insurance

cc: Steven Navarro