

June 22, 2022

Raymond Chang  
Chief Executive Officer  
Agrify Corp  
76 Treble Cove Rd.  
Building 3, Unit 3  
Billerica, MA 01862

Re: Agrify Corp  
Registration

Statement on Form S-3

Filed June 17, 2022  
File No. 333-265710

Dear Mr. Chang:

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 Margaret Schwartz at 202-551-7153 with any questions.

Sincerely,

Division of Corporation Finance

Office of Life Sciences

cc:

Robert Petitt, Esq.