

**THE ARENA GROUP HOLDINGS, INC.**

200 Vesey Street, 24<sup>th</sup> Floor  
New York, New York 10281

February 2, 2023

United States Securities and Exchange Commission  
Division of Corporation Finance  
Office of Technology  
100 F Street, N.E.  
Washington, DC 20549

Attention: Office of Technology

Re: The Arena Group Holdings, Inc.  
Registration Statement on Form S-3  
Filed January 24, 2023  
File No. 333-269393

**Via EDGAR - Acceleration Request**

Requested Date: February 6, 2023

Requested Time: 4:30 p.m. Eastern Time

Ladies and Gentlemen:

The Arena Group Holdings, Inc. (the “**Registrant**”) hereby requests that the Securities and Exchange Commission take appropriate action to make the above-captioned Registration Statement effective at the “Requested Date” and “Requested Time” set forth above or as soon thereafter as practicable.

The Registrant hereby authorizes Robert A. Freedman or Jennifer J. Hitchcock, both of whom are attorneys with the Registrant’s outside legal counsel, Fenwick & West LLP, to orally modify or withdraw this request for acceleration.

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Sincerely,

**THE ARENA GROUP HOLDINGS, INC.**

By: */s/ Douglas B. Smith*

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Douglas B. Smith  
Chief Financial Officer

cc: Ross Levinsohn, Chief Executive Officer  
Julie Fenster, General Counsel  
**The Arena Group Holdings, Inc.**

Robert A. Freedman, Esq.  
Jennifer J. Hitchcock, Esq.  
**Fenwick & West LLP**

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