

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

January 16, 2025

André Choulika Chief Executive Officer Cellectis S.A. 8, rue de la Croix Jarry 75013 Paris, France

Re: Cellectis S.A.

**Registration Statement on Form F-3** 

Filed January 15, 2025 File No. 333-284302

Dear André Choulika:

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 Jason Drory at 202-551-8342 with any questions.

Sincerely,

Division of Corporation Finance Office of Life Sciences

cc: Peter E. Devlin