

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

February 28, 2020

Via E-mail
Mr. Jeffrey G. McGonegal
Chief Executive Officer and Chief Financial Officer
Riot Blockchain, Inc.
202 6th Street, Suite 401
Castle Rock, CO 80104

Re: Riot Blockchain, Inc.

Form 8-K

Exhibit No. 10.1 Sales and Purchase Agreement

Filed December 4, 2019 File No. 001-33675

Dear Mr. McGonegal:

We have concluded our assessment of your redacted exhibit for compliance with applicable form requirements and will process your supplemental response and related materials in accordance with your request.

Sincerely,

Division of Corporation Finance