



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

DIVISION OF  
CORPORATION FINANCE

Mail Stop 3561

December 15, 2016

Via E-mail

Colin Marshall  
Chief Executive Officer  
Cloud Peak Energy Inc.  
505 S. Gillette Ave.  
Gillette, WY 82716

**Re: Cloud Peak Energy Inc.  
Registration Statement on Form S-3  
Filed December 1, 2016  
File No. 333-214869**

Dear Mr. Marshall:

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 Jonathan Burr at (202) 551-5833 with any questions.

Sincerely,

/s/ David Link for

John Reynolds  
Assistant Director  
Office of Beverages, Apparel, and  
Mining

cc: Shelley A. Barber  
Vinson & Elkins LLP