



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

DIVISION OF  
CORPORATION FINANCE

February 26, 2020

Via E-mail

Thomas J. Russo  
Chief Financial Officer  
Assembly Biosciences, Inc.  
11711 N. Meridian St., Suite 310  
Carmel, IN 46032

**Re: Assembly Biosciences, Inc.  
Form 10-Q for the Quarterly Period Ended September 30, 2019  
Exhibit No. 10.2 - Separation Agreement, dated August 6, 2019, between Assembly  
Biosciences, Inc. and Derek A. Small  
Exhibit No. 10.3 - Consulting Agreement, effective January 1, 2020, between Assembly  
Biosciences, Inc. and Derek A. Small.  
Filed November 7, 2019  
File No. 001-35005**

Dear Mr. Russo:

We have concluded our assessment of your redacted exhibits 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