



DIVISION OF  
CORPORATION FINANCE

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

April 23, 2022

Randy Greben  
Chief Financial Officer  
Blue Apron Holdings, Inc.  
28 Liberty Street  
New York, New York 10005

**Re: Blue Apron Holdings, Inc.  
Registration Statement on Form S-3  
Filed on April 15, 2022  
File No. 333-264329**

Dear Mr. Greben:

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 Please contact Janice Adeloeye at 202-551-3034 or Lilyanna Peyser at 202-551-3222 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Trade & Services