



DIVISION OF  
CORPORATION FINANCE

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

December 18, 2023

Prashant Aggarwal  
Chief Executive Officer  
MoneyHero Limited  
70 Shenton Way  
#18-15, EON Shenton, S079118  
Singapore

**Re: MoneyHero Limited**  
**Amendment No. 1 to Registration Statement on Form F-1**  
**Filed November 28, 2023**  
**File No. 333-275205**

Dear Prashant Aggarwal:

We have reviewed your amended registration statement and have the following comment.

Please respond to this letter by amending your registration statement and providing the requested information. If you do not believe a comment applies to your facts and circumstances or do not believe an amendment is appropriate, please tell us why in your response.

After reviewing any amendment to your registration statement and the information you provide in response to this letter, we may have additional comments. Unless we note otherwise, any references to prior comments are to comments in our November 20, 2023 letter.

Amendment No. 1 to Registration Statement on Form F-1

Cover Page

1. We note your amended disclosure in response to prior comment 2, specifically regarding the potential increase in volatility. Please revise throughout to also discuss the dilutive impact of any warrants that are exercised for ordinary shares.

Prashant Aggarwal  
MoneyHero Limited  
December 18, 2023  
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Please contact Alyssa Wall at 202-551-8106 or Cara Wirth at 202-551-7127 with any other questions.

Sincerely,

Division of Corporation Finance  
Office of Trade & Services

cc: Steve Lin