

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

March 15, 2021

Darrin Henke President, Chief Executive Officer and Director Penn Virginia Corporation 16285 Park Ten Place, Suite 500 Houston, TX 77084

> Re: Penn Virginia Corporation Registration Statement on Form S-3 Filed March 9, 2021 File No. 333-254050

Dear Mr. Henke:

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 Karina Dorin, Staff Attorney, at (202) 551-3763 with any questions.

Sincerely,

Division of Corporation Finance Office of Energy & Transportation

cc: Hillary Holmes