

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

April 4, 2023

Russell Stidolph Chief Executive Officer AltEnergy Acquisition Corp 600 Lexington Avenue, 9th Floor New York, NY 10022

> Re: AltEnergy Acquisition Corp Preliminary Proxy Statement on Schedule 14A Filed March 29, 2023 File No. 001-40984

Dear Russell Stidolph:

We have completed our review of your filing. 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.

Sincerely,

Division of Corporation Finance Office of Real Estate & Construction

cc: Anthony M. Saur