



DIVISION OF  
CORPORATION FINANCE

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

December 20, 2024

Paul Weibel  
Chief Executive Officer  
5E Advanced Materials, Inc.  
9329 Mariposa Road, Suite 210  
Hesperia, CA 92344

**Re: 5E Advanced Materials, Inc.**  
**Preliminary Proxy Statement on Schedule 14A**  
**Filed November 1, 2024**  
**File No. 001-41279**

Dear Paul Weibel:

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 Energy & Transportation

cc: Drew Capurro