



DIVISION OF
CORPORATION FINANCE

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

April 1, 2025

Julie Eastland
Chief Executive Officer
Zentalis Pharmaceuticals, Inc.
10275 Science Center Drive, Suite 200
San Diego, CA 92121

Re: Zentalis Pharmaceuticals, Inc.
Registration Statement on Form S-3
Filed March 26, 2025
File No. 333-286122

Dear Julie Eastland:

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 Tyler Howes at 202-551-3370 with any questions.

Sincerely,

Division of Corporation Finance
Office of Life Sciences

cc: Salvatore Vanchieri, Esq.