

**CytoDyn Inc.**  
**1111 Main Street, Suite 660**  
**Vancouver, Washington 98660**

February 13, 2019

**VIA EDGAR SUBMISSION**

United States Securities and Exchange Commission  
Division of Corporation Finance  
100 F Street, NE  
Washington, DC 20549

**Re: REQUEST FOR ACCELERATION OF EFFECTIVENESS**  
**CytoDyn Inc.**  
**Registration Statement on Form S-3**  
**File No. 333-228991**

Ladies and Gentlemen:

CytoDyn Inc. (the "Company") hereby respectfully requests the acceleration of the effectiveness of the above-referenced Registration Statement (the "Registration Statement") so that the Registration Statement will become effective at 9:00 a.m. (Eastern time) on Thursday, February 14, 2019, or as soon thereafter as practicable.

Please notify James O'Grady of Lowenstein Sandler LLP, counsel to the Company, at (646) 414-6849 or jogrady@lowenstein.com, as soon as the Registration Statement has been declared effective.

Very truly yours,

**CytoDyn Inc.**

/s/ Michael D. Mulholland  
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Michael D. Mulholland  
Chief Financial Officer