

**Oncternal Therapeutics, Inc.**  
**12230 El Camino Real, Suite 230**  
**San Diego, California 92130**

April 29, 2024

**VIA EDGAR**

Tyler Howes  
Division of Corporation Finance  
Office of Life Sciences  
U.S. Securities and Exchange Commission  
100 F Street, N.E.  
Washington, D.C. 20549

**Re: Oncternal Therapeutics, Inc.**  
**Registration Statement on Form S-3**  
**File No. 333-277795**

To the addressee set forth above:

Pursuant to Rule 461 of Regulation C of the General Rules and Regulations under the Securities Act of 1933, as amended, the undersigned, on behalf of Oncternal Therapeutics, Inc., respectfully requests that the effective date of the Registration Statement on Form S-3 referred to above be accelerated so that it will become effective at 4:00 P.M. Eastern Time on May 1, 2024, or as soon as practicable thereafter.

If you have any questions or require additional information, please contact Anthony Gostanian of Latham & Watkins LLP at (858) 523-3969. Thank you for your assistance and cooperation in this matter.

Sincerely,

ONCTERNAL THERAPEUTICS, INC.

By: /s/ Chase Leavitt  
Chase Leavitt

General Counsel

cc: James B. Breitmeyer, M.D., Ph.D., *Oncternal Therapeutics, Inc.*  
Matthew T. Bush, *Latham & Watkins LLP*

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