

May 17, 2021

Jeffrey S. Edison
Chief Executive Officer
Phillips Edison & Company, Inc.
11501 Northlake Drive
Cincinnati, Ohio 45249

Company, Inc.

Statement on Form S-11

Re: Phillips Edison &

Registration

Filed May 6, 2021

File No. 333-255846

Dear Mr. Edison:

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 Ronald (Ron) E. Alper at 202-551-3329 with any questions.

Sincerely,

Division of Corporation Finance

Office of Real Estate & Construction

cc:

Julian Kleindorfer