



DIVISION OF  
CORPORATION FINANCE

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

January 27, 2023

Anthony Geisler  
Chief Executive Officer  
Xponential Fitness, Inc.  
17877 Von Karman Ave, Suite 100  
Irvine, CA, 92614

**Re: Xponential Fitness, Inc.**  
**Registration Statement on Form S-3**  
**Filed January 20, 2023**  
**File No. 333-269336**

Dear Anthony Geisler:

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 Taylor Beech at 202-551-4515 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Trade & Services

cc: Alan Denenberg, Esq.