

September 10, 2024

**Via EDGAR Submission**

Ms. Aamira Chaudhry  
Mr. Doug Jones

U.S. Securities and Exchange Commission  
Division of Corporation Finance  
Office of Trade & Services  
100 F Street, N.E.  
Washington, D.C. 20549

**Re: Xponential Fitness, Inc.**  
**Form 10-K for Fiscal Year Ended December 31, 2023**  
**Form 10-Q for Fiscal Quarter Ended June 30, 2024**  
**File No. 001-40638**

Dear Ms. Chaudhry and Mr. Jones:

Xponential Fitness, Inc., a Delaware corporation (the “*Company*”), submits to the staff of the Division of Corporation Finance (the “*Staff*”) of the United States Securities and Exchange Commission (the “*Commission*”) this response to the Staff’s letter, dated August 27, 2024 (the “*Comment Letter*”), with respect to the above-referenced Annual Report on Form 10-K for the Fiscal Year Ended December 31, 2023 and Quarterly Report on Form 10-Q for the Fiscal Quarter ended June 30, 2024 (File No. 001-40638), requesting a response to the Staff’s Comment Letter within ten business days of August 27, 2024.

Pursuant to your email to the Company’s counsel, Gibson, Dunn & Crutcher LLP, dated September 9, 2024, and subject to any further extensions granted by the Staff, we intend to respond to the Comment Letter in a timely manner by September 25, 2024. The Company intends to continue its full cooperation with the Commission in this matter.

Sincerely,

/s/ Rick Zakhar

Vice President of Legal Affairs – Corporate & Securities

cc: John Meloun, Xponential Fitness, Inc.

