

# ALSTON & BIRD

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October 19, 2021

Ms. Christine Westbrook and Ms. Celeste Murphy  
Division of Corporation Finance  
Office of Life Sciences  
Securities and Exchange Commission  
100 F Street, N.E.  
Washington, D.C. 20549

Re: Fortress Biotech, Inc.  
Post-Effective Amendment No. 1 to Form S-3  
Filed October 6, 2021  
File No. 333-255185

Ms. Westbrook and Ms. Murphy:

At the request and on behalf of our client, Fortress Biotech, Inc., a Delaware corporation (the "**Company**"), we hereby submit the following response to the comment of the Staff of the Securities and Exchange Commission (the "**Commission**") received by letter dated October 15, 2021, relating to the Company's Post-Effective Amendment No. 1 to Form S-3, which was filed on October 6, 2021 (the "**Registration Statement**"). The response set forth in this letter has been prepared by the Company with our assistance.

Post-Effective Amendment No. 1 to Registration Statement on Form S-3, filed October 6, 2021

## General

### Comment:

1. We note that you omitted substantially all of the disclosure required by Part I of Form S-3. Please amend to include all required disclosures required by Part I of Form S-3. Refer to Securities Act Rule 472(b).

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### Response:

1. On October 19, 2021, the Company filed Post-Effective Amendment No. 2 to Form S-3 incorporating the information requested by the Staff.

Please let us know if you have any further comments or questions.

Sincerely,

/s/ Mark F. McElreath  
Mark F. McElreath  
Partner