

November 21, 2016

**VIA FACSIMILE AND EDGAR**

U.S. Securities and Exchange Commission  
Division of Corporate Finance  
Washington, DC 20549

**Re: BELLEROPHON THERAPEUTICS, INC.  
Registration Statement on Form S-1 (Registration No. 333-214230) - Concurrence in Acceleration  
Request**

Ladies and Gentlemen:

H.C. Wainwright & Co., LLC ("Wainwright"), as placement agent for the referenced offering, hereby concurs in the request by Bellerophon Therapeutics, Inc. that the effective date of the above-referenced registration statement be accelerated to 4:30 P.M. (Eastern Time), or as soon as practicable thereafter, on November 22, 2016, pursuant to Rule 461 under the Securities Act. Wainwright affirms that it is aware of its obligations under the Securities Act in connection with this offering.

Very truly yours,

**H.C. WAINWRIGHT & CO., LLC**

By: /s/ Edward Silvera

Name: Edward Silvera

Title: Chief Operating Officer

430 Park Avenue | New York, New York 10022 | 212.356.0500  
Security services provided by H.C. Wainwright & Co., LLC | Member: FINRA/SIPC

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