

PAGAYA TECHNOLOGIES LTD.

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May 19, 2022

VIA EDGAR

Securities and Exchange Commission
Division of Corporation Finance
100 F Street, N.E.
Washington, D.C. 20549

Attn: Sharon Blume
Jacob Luxenburg
Sandra Hunter Berkheimer
David Lin

RE: Pagaya Technologies Ltd. (the "**Company**")
Registration Statement on Form F-4
File No. 333-264168

Ladies and Gentlemen:

Pursuant to Rule 461 under the Securities Act of 1933, as amended, the Company hereby respectfully requests that the effective date of the Company's Registration Statement on Form F-4 (File No. 333-264168) be accelerated by the Securities and Exchange Commission to 5:00 p.m. New York time on May 20, 2022, or as soon as practicable thereafter.

We request that we be notified of such effectiveness by a telephone call to Andrea Nicolás of Skadden, Arps, Slate, Meagher & Flom LLP at (212) 735-3416 and that such effectiveness also be confirmed in writing.

Very truly yours,

Pagaya Technologies Ltd.

By: /s/ Gal Krubiner
Name: Gal Krubiner
Title: Chief Executive Officer

cc: Richmond Glasgow
Pagaya Technologies Ltd.

cc: Andrea Nicolás
Skadden, Arps, Slate, Meagher & Flom LLP

cc: Jeffrey A. Brill
Skadden, Arps, Slate, Meagher & Flom LLP

cc: Maxim O. Mayer-Cesiano
Skadden, Arps, Slate, Meagher & Flom LLP
