



DIVISION OF  
CORPORATION FINANCE

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

July 14, 2025

Yoav Efron  
Chief Financial Officer  
Actelis Networks, Inc.  
4039 Clipper Court  
Fremont, CA 94538

**Re: Actelis Networks, Inc.**  
**Registration Statement on Form S-1**  
**Filed July 9, 2025**  
**File No. 333-288590**

Dear Yoav Efron:

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 Kristin Baldwin at 202-551-7172 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Manufacturing