



DIVISION OF  
CORPORATION FINANCE

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

August 23, 2018

Dominick C. Colangelo  
President and Chief Executive Officer  
Vericel Corporation  
64 Sidney Street  
Cambridge, MA 02139

**Re: Vericel Corporation**  
**Registration Statement on Form S-3**  
**Filed August 16, 2018**  
**File No. 333-226873**

Dear Mr. Colangelo:

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 Christine Westbrook at 202-551-5019 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Healthcare & Insurance

cc: Mitchell S. Bloom, Esq.