

Critical Metals Corp.
c/o Maples Corporate Services (BVI) Limited
Kingston Chambers, PO Box 173, Road Town
Tortola, British Virgin Islands

VIA EDGAR

December 22, 2023

U.S. Securities & Exchange Commission
Division of Corporation Finance
Office of Energy & Transportation
100 F Street, NE
Washington, D.C. 20549
Attn: Timothy S. Levenberg

Re: Critical Metals Corp.
Registration Statement on Form F-4, as amended (File No. 333-268970) (the “Registration Statement”)

Dear Mr. Levenberg:

Pursuant to Rule 461 promulgated under the Securities Act of 1933, as amended, the undersigned registrant, Critical Metals Corp., hereby requests acceleration of effectiveness of the above referenced Registration Statement so that it will become effective at 9:00 a.m. Eastern Standard Time on Wednesday, December 27, 2023, or as soon as thereafter practicable.

Very Truly Yours,

CRITICAL METALS CORP.

By: /s/ Tony Sage

Name: Tony Sage

Title Executive Chairman

cc: Jason A. Rocha, Esq.
White & Case LLP

Nahal A. Nellis, Esq.
Matthew Gray, Esq.
Ellenoff Grossman & Schole LLP