

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

September 24, 2019

Jerome D. Jabbour Chief Executive Officer Matinas BioPharma Holdings, Inc. 1545 Route 206 South Suite 302 Bedminster, New Jersey 07921

> Re: Matinas BioPharma Holdings, Inc. Preliminary Proxy Statement on Schedule 14A Filed September 13, 2019 File No. 001-38022

Dear Mr. Jabbour:

We have completed our review of your filing. 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.

Sincerely,

Division of Corporation Finance Office of Healthcare & Insurance

cc: Steven M. Skolnick, Esq.