

September 14, 2022

Michael May, Esq.
Assistant General Counsel - Corporate
Chesapeake Energy Corporation
6100 North Western Avenue
Oklahoma City, Oklahoma 73118

Corporation

Schedule TO filed September 12, 2022

Registration Statement on Form S-4 filed September 12,

Re: Chesapeake Energy

Amendment No. 2 to

File No. 005-43515

Amendment No. 2 to

2022

File No. 333-266961

Dear Mr. May:

We have reviewed your September 12, 2022 response to our comment letter and have the following comment:

Schedule TO-I and Registration Statement on Form S-4 filed on September 12, 2022

General

1. We note your response to prior comment 1. Without necessarily agreeing with your analysis contained in your response, the staff will not undertake any further review of the issue at this time. Please direct any questions to Perry Hindin at 202-551-3444.

Sincerely,

Division of Corporation Finance

Office of Mergers & Acquisitions

Kevin M. Richardson,

cc:

Esq.