

October 15, 2020

**VIA EDGAR**

U.S. Securities and Exchange Commission  
Division of Corporation Finance  
100 F Street, N.E.  
Washington, D.C. 20549

Attn: Mr. Jeffrey Gabor  
Ms. Dorrie Yale  
Ms. Nudrat Salik  
Mr. Brian Cascio

Re: **Opthea Limited**  
**Registration Statement on Form F-1**  
**Registration No. 333-249020**

**Acceleration Request**

**Requested Date: October 15, 2020**

**Requested Time: 5:00 PM, Eastern Daylight Time**

Ladies and Gentlemen:

In accordance with Rule 461 under the Securities Act of 1933, as amended (the “**Act**”), Citigroup Global Markets Inc. and SVB Leerink LLC, as representatives of the several underwriters, hereby join Opthea Limited in requesting that the Securities and Exchange Commission (the “**Commission**”) take appropriate action to cause the Registration Statement on Form F-1 (File No. 333-249020) (the “**Registration Statement**”) to become effective on October 15, 2020, at 5:00 PM, Eastern Daylight Time, or as soon as practicable thereafter.

Pursuant to Rule 460 under the Act, please be advised that we will take reasonable steps to secure adequate distribution of the preliminary prospectus, to underwriters, dealers, institutions and others, prior to the requested effective time of the Registration Statement.

We have been informed by the participating underwriters that they will comply with the requirements of Rule 15c2-8 under the Securities Exchange Act of 1934, as amended, to the extent applicable.

*[Signature Page Follows]*

Very truly yours,

Citigroup Global Markets Inc.

By: /s/ Jennifer Fox

Name: Jennifer Fox

Title: Managing Director

SVB Leerink LLC

By: /s/ Murphy Gallagher

Name: Murphy Gallagher

Title: Managing Director, Investment Banking

cc: Megan Baldwin, Opthea Limited  
Michael Tonroe, Opthea Limited  
Ferish Patel, Cooley LLP  
Div Gupta, Cooley LLP  
John T. McKenna, Cooley LLP  
Brent Siler, Cooley LLP  
Milson Yu, Cooley LLP  
Edwin O'Connor, Goodwin Procter LLP  
Seo Salimi, Goodwin Procter LLP

*[Signature Page to Acceleration Request]*