

MICHAEL NORDTVEDT
Internet: mnordtvedt@wsgr.com
Direct dial: (206) 883-2524

Client File No.: 57357.015

March 25, 2022

BY EDGAR

Division of Corporation Finance
Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549

Re: Preliminary Proxy Statement of Athira Pharma, Inc.

Ladies and Gentlemen:

Pursuant to Note 4 to Paragraph (a) of Rule 14a-6 promulgated under the Securities Exchange Act of 1934, as amended, the attached proxy statement of Athira Pharma, Inc. (the "Company") is being filed in preliminary form only because the Company has commented on or referred to a potential solicitation in opposition by Richard A. Kayne.

If we can be of any assistance, or if the Staff of the Securities and Exchange Commission has any questions, please do not hesitate to contact me at the email address or telephone number above.

Very truly yours,

WILSON SONSINI GOODRICH & ROSATI
Professional Corporation

/s/ Michael Nordtvedt

Michael Nordtvedt

cc: Athira Pharma, Inc.
Mark Worthington

AUSTIN BEIJING BOSTON BRUSSELS HONG KONG LONDON LOS ANGELES NEW YORK PALO ALTO
SAN DIEGO SAN FRANCISCO SEATTLE SHANGHAI WASHINGTON, DC WILMINGTON, DE

4881-4114-7160.2 - 3/25/2022 12:04:28 AM