

September 28, 2023

**VIA EDGAR**

U.S. Securities and Exchange Commission  
Division of Corporation Finance  
Office of Technology  
100 F Street, N.E.  
Washington, D.C. 20549-3720

Attention: Matthew Crispino  
Matthew Derby

**Re: Urgent.ly Inc.  
Registration Statement on Form S-1  
(File No. 333-273463)  
Acceleration Request  
Requested Date: Friday, September 29, 2023  
Requested Time: 5:00 P.M. Eastern Time**

Ladies and Gentlemen:

Pursuant to Rule 461 under the Securities Act of 1933, as amended, Urgent.ly Inc. (the "**Company**") hereby requests that the above-referenced Registration Statement on Form S-1 (the "**Registration Statement**") be declared effective at the "Requested Date" and "Requested Time" set forth above or at such later time as the Company or its counsel may orally request via telephone call to the staff of the Division of Corporation Finance of the Securities and Exchange Commission. Once the Registration Statement has been declared effective, please orally confirm that event with our counsel, Wilson Sonsini Goodrich & Rosati, P.C., by calling Mark B. Baudler at (650) 320-4597.

*[Signature page follows]*

Sincerely,  
URGENT.LY INC.

/s/ Matthew Booth  
Matthew Booth  
*Chief Executive Officer*

cc: Timothy C. Huffmyer, Urgent.ly Inc.  
Robert O'Connor, Esq., Wilson Sonsini Goodrich & Rosati, P.C.  
Mark B. Baudler, Esq., Wilson Sonsini Goodrich & Rosati, P.C.  
Lianna C. Whittleton, Esq., Wilson Sonsini Goodrich & Rosati, P.C.  
Rich Mullen, Esq., Wilson Sonsini Goodrich & Rosati, P.C.  
David G. Sharon, Esq., Wilson Sonsini Goodrich & Rosati, P.C.