



October 28, 2016

VIA EDGAR AND E-MAIL

United States Securities and Exchange Commission
Attention: Suzanne Hayes, Assistant Director, Office of Healthcare and Insurance
Division of Corporation Finance
100 F Street, N.E.
Washington, D.C. 20549-6010

**Re: Xenetic Biosciences, Inc.
Registration Statement on Form S-1
(File No. 333-211249)**

Ladies and Gentlemen:

We hereby request withdrawal of our previous request for acceleration of the above-referenced Registration Statement, which was dated October 26, 2016.

Thank you for your assistance in this matter.

Very truly yours,

XENETIC BIOSCIENCES, INC.

By: /s/ M. Scott Maguire
Michael Scott Maguire
Chief Executive Officer

cc: David Strupp Ladenburg Thalmann & Co. Inc.
Michael Maline Goodwin Procter LLP
Mitchell D. Taft Stettinius & Hollister
Goldsmith
Jeremy Stonehill Taft Stettinius & Hollister