



October 31, 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)**

**Acceleration Request  
Requested Date: November 1, 2016  
Requested Time: 4:00 p.m., Eastern Daylight Time**

Ladies and Gentlemen:

In accordance with Rule 461 of Regulation C of the General Rules and Regulations under the Securities Act of 1933, as amended, we hereby request acceleration of the effective date of the Registration Statement on Form S-1 (File No. 333-211249) (the "**Registration Statement**") of Xenetic Biosciences, Inc. (the "**Company**"). We respectfully request that the Registration Statement become effective as of 4:00 p.m., Eastern Daylight Time, on November 1, 2016, or as soon as practicable thereafter. Once the Registration Statement has been declared effective, please orally confirm that event with our counsel, Taft Stettinius & Hollister LLP, by calling Mitchell D. Goldsmith at (312) 836-4006.

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. Goldsmith              Taft Stettinius & Hollister  
Jeremy Stonehill                      Taft Stettinius & Hollister