

Penn Virginia Corporation  
14701 St. Mary's Lane, Suite 275  
Houston, Texas 77079

May 8, 2017

**VIA EDGAR**

United States Securities and Exchange Commission  
Division of Corporation Finance  
100 F Street, N.E.  
Washington, DC 20549  
Attention: Lisa Krestynick

Re: *Penn Virginia Corporation*  
*Registration Statement on Form S-3 (File No. 333-216756)*

Ladies and Gentlemen:

Pursuant to Rule 461 promulgated under the Securities Act of 1933, as amended, Penn Virginia Corporation, a Virginia corporation (the "Company"), respectfully requests the acceleration of the effectiveness of the above-referenced Registration Statement (the "Filing"), so as to become effective at 12:00 p.m., Eastern Daylight Time, on May 10, 2017, or as soon as practicable thereafter.

Sincerely,

Penn Virginia Corporation

By: /s/ Katherine J. Ryan  
Katherine J. Ryan  
Vice President, Chief Legal Counsel &  
Corporate Secretary

cc: Hillary H. Holmes, Gibson, Dunn & Crutcher LLP