

June 27, 2022

Gary Hagerman  
Chief Financial Officer  
East Resources Acquisition Co  
7777 NW Beacon Square Boulevard  
Boca Raton, Florida 33487

Acquisition Co  
Statement on Schedule 14A

Re: East Resources  
Preliminary Proxy  
Filed June 21, 2022  
File No. 001-39403

Dear Mr. Hagerman:

We have reviewed your filing and have the following comment. In our comment, we may ask you to provide us with information so we may better understand your disclosure.

Please respond to this comment within ten business days by providing the requested information or advise us as soon as possible when you will respond. If you do not believe our comment applies to your facts and circumstances, please tell us why in your response.

After reviewing your response to this comment, we may have additional comments.

Preliminary Proxy Statement on Schedule 14A filed June 21, 2022

General

1. With a view toward disclosure, please tell us whether your sponsor is, is controlled by, or has substantial ties with a non-U.S. person. If so, also include risk factor disclosure that addresses how this fact could impact your ability to complete your initial business combination. For instance, discuss the risk to investors that you may not be able to complete an initial business combination with a U.S. target company should the transaction be subject to review by a U.S. government entity, such as the Committee on Foreign Investment in the United States (CFIUS), or ultimately prohibited. Disclose that as a result, the pool of potential targets with which you could complete an initial business combination may be limited. Further, disclose that the time necessary for government review of the transaction or a decision to prohibit the transaction could prevent you from completing an initial business combination and require you to liquidate. Disclose the consequences of liquidation to investors, such as the losses of the investment opportunity in a target company, any price appreciation in the combined company, and the warrants,

Gary Hagerman  
East Resources Acquisition Co  
June 27, 2022  
Page 2

which would expire worthless.

We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

You may contact Austin Wood at 202-551-5586 or Mary Beth Breslin at 202-551-3625 if

you have questions.

FirstName LastNameGary Hagerman

Corporation Finance  
Comapany NameEast Resources Acquisition Co

& Construction  
June 27, 2022 Page 2  
cc: Dan Harrist  
FirstName LastName

Sincerely,

Division of

Office of Real Estate