



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

June 27, 2019

Robert Davidson  
Chief Executive Officer  
Cure Pharmaceutical Holding Corp.  
1620 Beacon Place  
Oxnard, CA 93033

**Re: Cure Pharmaceutical Holding Corp.**  
**Amendment No. 1 to Preliminary Proxy Statement on Schedule 14A**  
**Filed June 26, 2019**  
**File No. 000-55908**

Dear Mr. Davidson:

We have reviewed your filing and have the following comment.

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.

Amendment No. 1 to Preliminary Proxy Statement on Schedule 14A

General

1. We note your response to comment 2 of our prior letter that your exclusive forum provision does not apply to the Securities Act or Exchange Act. Please ensure that the exclusive forum provision in the governing documents states this clearly, or tell us how you will inform investors in future filings that the provision does not apply to any actions arising under the Exchange Act. We note that Article XI of your Bylaws states that the federal district courts of the United States of America shall be the exclusive forum for the resolution of any complaint asserting a cause of action arising under the Securities Act of 1933, which is inconsistent with your disclosure. Please address this inconsistency with your disclosures and Article XI.

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.

Robert Davidson  
Cure Pharmaceutical Holding Corp.  
June 27, 2019  
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Please contact Sergio Chinos, Staff Attorney, at (202) 551-7844 or Asia Timmons-Pierce, Special Counsel, at (202) 551-3754 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Manufacturing and  
Construction

cc: Peter DiChiara