Edward Kaye Chief Executive Officer Stoke Therapeutics, Inc. 45 Wiggins Avenue Bedford, MA 01730

> Re: Stoke Therapeutics, Inc. Draft Registration Statement on Form S-1 Submitted March 26, 2019 CIK No. 0001623526

Dear Dr. Kaye:

We have reviewed your draft registration statement and have the following comments. In

some of our comments, we may ask you to provide us with information so we may better $\ensuremath{\mathsf{S}}$

understand your disclosure.

Please respond to this letter by providing the requested information and either submitting $% \left(1\right) =\left(1\right) +\left(1\right)$

an amended draft registration statement or publicly filing your registration statement on $% \left(1\right) =\left(1\right) +\left(1\right) +$

 ${\tt EDGAR.}$ If you do not believe our comments apply to your facts and circumstances or do not

believe an amendment is appropriate, please tell us why in your response.

After reviewing the information you provide in response to these comments and your $% \left(1\right) =\left(1\right) +\left(1\right)$

amended draft registration statement or filed registration statement, we may have additional comments.

Draft Registration Statement on Form S-1

Market and industry data, page ii

1. We note your disclosure that you commissioned a report by Health Advances LLC.

Please file a consent by Health Advances LLC as an exhibit to your registration statement

pursuant to Rule 436 of the Securities Act.

Prospectus summary

Company overview, page 1

2. You state that current treatments for Dravet syndrome provided by your competitors

 $\dot{}$ perform "very poorly." Please provide us with your basis for this characterization of their

performance or revise your disclosure.

Edward Kaye

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Advantages of TANGO, page 2

3. Please revise this section and throughout to remove comparisons of your ASOs to other

product candidates, products and treatments if you have not conducted head-to-head

clinical trials. For example, we note your statement on page 2 that TANGO may have

several key advantages over existing and emerging the rapeutic modalities, your disclosure $% \left(1\right) =\left(1\right) +\left(1\right)$

on page 88 that your product candidate "has the potential to result in significantly $\ensuremath{\mathsf{S}}$

improved outcomes compared to existing antipileptic drugs," and your disclosure on page

102 that "[b]y comparison to the approved drug SPINRAZA, STK-001 possesses less

predicted off-target activities."

Our precision medicine platform

Treatment of autosomal dominant haploinsufficiency diseases with TANGO, page 2

4. Your statement on page 3 that ASO delivery to the CNS is particularly

well-precedented with one FDA-approved drug creates the implication that your drug candidate will also be approved by the FDA. In addition, your statement on page 2 that your technology can provide a single-drug approach for diseases that are caused by many

Please clarify what you mean by your disclosure that your in-licensed

applications generally cover the use of STK-001 but do not specifically cover STK-001 or

Risks related to our common stock and this offering

We note your disclosure here and on page 147 that your restated

certificate of incorporation will contain an exclusive forum provision. Please

disclose whether these provisions apply to actions arising under the Securities Act or

Exchange Act. If these provisions do not apply to actions arising under the Securities Act or

Exchange Act, please also ensure that the exclusive forum provisions in the certificate of incorporation

state this clearly. Please also file a copy of your amended and restated certificate of

incorporation with your next amendment or tell us when you plan to do

so. Note that we may have further comment after review of this document and your

revised disclosure. Use of Proceeds, page 61

loss-of-function mutations in a single gene, the inclusion of your "TANGO Technology" as a current or

emerging medicine in your chart on page 90 and your statement on page

100 that your

precision medicine approach may have a profound impact on individuals and families

imply that your current and future product candidates will be approved by the FDA. Such

statements are inappropriate given the stage of development of your product candidates.

Revise these statements and all other similar statements to eliminate such implication.

Our Programs

Dravet syndrome--STK-001, page 3

We note your disclosure on page 3 that you plan to apply for Orphan Drug Designation

from the FDA and that you plan to discuss expedited regulatory pathways with regulatory

authorities such as Fast Track Designation and Breakthrough Therapy Designation.

Please disclose here and throughout, if true, that the FDA has not given any indication as

to whether your product candidate will receive an orphan drug designation or be permitted

to use expedited regulatory pathways.

Implications of being an emerging growth company and smaller reporting company, page 5

Please provide us with copies of all written communications, as defined in Rule 405 under

the Securities Act, that you, or anyone authorized to do so on your behalf, present to

potential investors in reliance on Section 5(d) of the Securities Act, whether or not they

retain copies of the communications.

Edward Kave

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Risk factors

Risks related to our intellectual property

Our owned and in-licensed patents and patent applications, page 36

7. patent and patent

its use.

Anti-takeover provision in our charter documents, page 57

Please clarify what you mean by "demonstrate clinical proof of concept" by clarifying

whether you are referring to preclinical studies or clinical trials. Management's discussion and analysis of financial condition and results of operations

Critical accounting policies and significant judgments and estimates Determination of the fair value of common stock, page 81

Once you have an estimated offering price or range, please explain to us the reasons for

any differences between the recent valuations of your common stock leading up to the

IPO and the estimated offering price. This information will help

facilitate our review of

your accounting for equity issuances including stock compensation and beneficial

conversion features.

Business, page 86

Please revise to disclose the material terms of your sponsored research agreement with the

University of Michigan, and file the agreement as an exhibit to your registration

statement, if required.

Our precision medicine platform

Tango mechanisms of action, page 93

Please balance the disclosure in this section by stating that you have only one product

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candidate and that this product candidate is still in preclinical studies.

Dravet syndrome disease overview

STK-001: Preclinical data, page 100

Please revise your disclosure of your preclinical studies by identifying the number of mice

in each group, as opposed to a range, and the number of groups tested as well as the range

of results observed. In addition, please identify the range of increases in the Nav1.1

protein that was observed in your study with monkeys and the number of monkeys

sacrificed at 3 days and at 29 days after dosing.

14. Please clarify what you mean by "non-Good Laboratory Practice" on page 103, and

disclose whether you will be able to use the results of this test as part of your IND

submission to the FDA

Additional product opportunities, page 104

Please revise your disclosure on page 104 and similar statements throughout that refer to

your "broader pipeline of first-in-class medicines" as this statement and other similar

statements throughout are inappropriate given the stage of development of your product

candidate. In this regard, we note that you have identified only one product candidate,

which is still in the preclinical stage.

Intellectual property

License agreements

Cold Spring Harbor Laboratory, page 109

Please quantify your royalty obligations under the CSHL and Southampton

Agreements and the and the percentage of the sublicense revenue if you sublicense rights

under the CSHL Agreement.

Notes to Consolidated Financial Statements

8. Convertible preferred stock

Liquidation , page F-18

17. Considering that the company may be subject to an involuntary event, which may trigger payment to the preferred stockholders, please provide us your analysis under ASR 268

General

Page 5

18. Please provide us mockups of any pages that include any additional pictures or graphics to

be presented, including any accompanying captions. Please keep in $\min d,$ in scheduling

your printing and distribution of the preliminary prospectus, that we may have comments

after our review of these materials.

Edward Kaye Stoke Therapeutics, Inc. April 17, 2019

You may contact Rolf Sundwall at 202-551-3105 or Jim Rosenberg at 202-551-3679 if you have questions regarding comments on the financial statements and related matters. Please contact Sonia Bednarowski at 202-551-3666 or Justin Dobbie at 202-551-3469 with any other questions.

FirstName LastNameEdward Kaye Comapany NameStoke Therapeutics, Inc.

Corporation Finance April 17, 2019 Page 5 & Insurance FirstName LastName Sincerely,

Division of

Office of Healthcare