

VIA EDGAR

Kathleen Krebs, Esq.
Office of Technology
Division of Corporation Finance
U.S. Securities and Exchange Commission
100 F Street, NE
Washington, D.C. 20549

**Re: EG Acquisition Corp.
Registration Statement on Form S-1
Filed April 5, 2021, as amended
File No. 333-255046**

Dear Ms. Krebs:

Pursuant to Rule 461 of the General Rules and Regulations under the Securities Act of 1933, as amended (the "Act"), the undersigned, for themselves and the other underwriters, hereby joins in the request of EG Acquisition Corp. that the effective date of the above-referenced registration statement be accelerated so as to permit it to become effective at 4:00 p.m. Eastern time on Tuesday, May 25, 2021, or as soon thereafter as practicable.

Pursuant to Rule 460 of the General Rules and Regulations under the Act, the undersigned advises that there will be distributed to each underwriter or dealer, who is reasonably anticipated to participate in the distribution of the security, as many copies of the proposed form of preliminary prospectus as appears to be reasonable to secure adequate distribution of the preliminary prospectus.

The undersigned advises that it has complied and will continue to comply with the requirements of Rule 5c2-8 under the Securities Exchange Act of 1934, as amended.

[Signature page follows]

Very truly yours,

BTIG, LLC

By: /s/ Joe Passaro

Name: Joe Passaro

Title: Managing Director