

December 21, 2023

Peter Jackson
Chief Executive Officer
Flutter Entertainment plc
Belfield Office Park, Beech Hill Road
Clonskeagh, Dublin 4, D04 V972
Ireland

Re: Flutter

Entertainment plc

Amendment No. 1 to

Draft Registration Statement on Form 20-F

Submitted December

6, 2023

CIK No. 0001635327

Dear Peter Jackson:

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

Please respond to this letter by providing the requested information and either submitting an amended draft registration statement or publicly filing your registration statement on EDGAR. If you do not believe a comment applies 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 this letter and your amended draft registration statement or filed registration statement, we may have additional comments. Unless we note otherwise, any references to prior comments are to comments in our November 16, 2023 letter.

Amendment No. 1 to Draft Registration Statement on Form 20-F

Business Overview, page 57

1. We note your response to prior comment 6. Please revise to clarify whether any aspects of your Positive Impact Plan are required to be implemented by management, or if there are any specific milestones or actions that must be taken in order to achieve the stated goals. If not, please revise to clearly state as such.
Item 5. Operating and Financial Review and Prospects
Key Operational Metrics, page 84

2. Your revised disclosure in response to prior comment 4 states that multi-product players

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that use a single brand are not duplicated when determining total AMPs in each division or the Group's total AMPs, and players that use multiple brands within a division would be counted as an AMP for each brand that they use. Please revise to address the following:
Identify the significant brands that cross multiple product categories and the related product categories for each significant brand.

Explain why you utilize a different methodology to count players that use multiple brands within a division and not multi-product players that use a single brand, specifically clarifying the significance of brands in determining AMPs.

Explain why duplicate counting of players that use multiple brands within a division does not result in a difference between the aggregate of AMPs by geographic division and total Group AMPs.

In your response, provide us with examples of how players can be counted in your

AMPs measure based on product, brand and division to add context to your definition

of AMPs on page 58.

3. We note your response to prior comment 10. Please address the following regarding

AMPs:

Revise to discuss the extent to which you use AMPs in managing your business,

across product categories, geographic divisions, and at the Group level.

Explain what is meant by the reference in your response to "quantum" playing

individual products.

Revise to quantify total Group AMPs for the prior comparable periods. In this regard

we note that you quantify the increases in AMPs as part of your discussion and

analysis of consolidated results on pages 90 and 91.

In your response, provide us with the breakdown of AMPs between sportsbooks and

iGaming players by segment for each period presented, if available.

Further explain to us why you believe providing such breakdown of AMPs would not

be meaningful for an understanding of your business. In this regard

we note

discussion and quantification of the increase in AMPs in relation to iGaming

revenues for the U.S. geographic division on page 93.

4. Regarding your response to prior comment 10 as it relates to iGaming products, please

explain why the lack of variability of outcome causes staking information for iGaming to

be a less relevant metric. In your response, provide us with

quantified information

of stakes or a similar metric for your iGaming products by geographic segment for each

period presented, to the extent available. In addition, tell us the

net revenue margin or

similar measure for iGaming by geographic segment for each period

presented, if

available.

Trends and Factors Affecting Our Future Performance, page 85

5. We note your revised disclosure in response to prior comment 3 that remediation actions

related your internal control over financial reporting are expected to be time-consuming

and put significant demands on the company's financial and operational resources. While

you state that you cannot provide an estimate of the costs expected to be incurred, please

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revise here to discuss, in qualitative terms, the impact of remediation if the related costs

are reasonably likely to be material. Refer to Item 5.D of Form 20-F.

General

6. We note your release of your third quarter trading update on your company website,

please include a discussion of your financial performance for this period in your

registration statement.

Please contact Joyce Sweeney at 202-551-3449 or Kathleen Collins at 202-551-3499 if

you have questions regarding comments on the financial statements and related

matters. Please
contact Austin Pattan at 202-551-6756 or Matthew Derby at 202-551-3334 with any
other
questions.

FirstName LastNamePeter Jackson
Corporation Finance
Comapany NameFlutter Entertainment plc

Technology
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cc: Joshua Bonnie
FirstName LastName

Sincerely,
Division of
Office of