



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

DIVISION OF  
CORPORATION FINANCE

Mail Stop 3030

May 26, 2016

Via E-mail

Matthew L. Trerotola  
President and Chief Executive Officer  
Colfax Corporation  
420 National Business Parkway, 5th Floor  
Annapolis Junction, MD 20701

**Re: Colfax Corporation  
Form 10-K for Fiscal Year Ended December 31, 2015  
Filed February 16, 2016  
File No. 001-34045**

Dear Mr. Trerotola:

We have completed our review of your filings. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filings and the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filings to be certain that the filings include the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Amanda Ravitz

Amanda Ravitz  
Assistant Director  
Office of Electronics and Machinery

cc: Ronald O. Mueller  
Gibson, Dunn & Crutcher LLP