



Mailstop 3561

December 6, 2017

Adrian Bartella  
Chief Financial Officer  
Hudson Ltd.  
4 New Square, Bedfont Lakes  
Feltham, Middlesex TW 14 8HA  
United Kingdom

**Re: Hudson Ltd.  
Amendment No. 3 to  
Draft Registration Statement on Form F-1  
Filed November 8, 2017  
File No. 377-01694  
Registration Statement on Form F-1  
Filed November 14, 2017  
File No. 333-221547**

Dear Mr. Bartella:

We have reviewed your amended registration statements and have the following comments. In some of our comments, we may ask you to provide us with information so we may better understand your disclosure.

Please respond to this letter by amending your registration statement and providing the requested information. 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 any amendment to your registration statement and the information you provide in response to these comments, we may have additional comments. Unless we note otherwise, our

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Combined Financial Statements of Hudson Group for the Three Years Ended December 31, 2016

Note 1. Corporate Information, page F-7

5. We note your revisions in response to comment 6. As previously requested, please also disclose, if true, that Hudson Ltd. has no liabilities or contingencies prior to the Reorganization Transactions. If Hudson Ltd. has liabilities or contingencies, please tell us the nature and amount or range of amounts of such liabilities or contingencies, and explain to us in more detail how you considered these liabilities or contingencies when concluding that the financial statements of Hudson Ltd. did not need to be included in this Form F-1.

Note 19.1.1 Impairment Test of Goodwill, page F-29

6. We note your response to comment 7 along with your previous response to comment 24 in our letter dated September 27, 2017. Please respond to the following:



CODM. Please provide us with an organizational chart reflecting the members of the group CODM and the individuals who report to the group CODM to assist us in understanding your response.

Please tell us the basis for determining the compensation for each individual who directly reports to the CODM. In doing so, clarify whether any portion of their compensation is based on any financial metrics or operating metrics below the consolidated level, or whether all compensation is based on consolidated results or a flat fee.

Please tell us how often the group CODM meets to review operating results of the business. Describe to us any financial information the group CODM regularly reviews to prepare for these meetings and, if different, the financial information the group CODM regularly discusses during these meetings. If any financial information is provided to the CODM in more detail than the consolidated level, clearly describe the individual metrics provided and the portion of the company for which this information is presented, such as by license agreement or by geographic region.

Please tell us whether any of the CODM's direct reports regularly attend the CODM meetings, or describe any meetings or other communications that the CODM regularly holds with its direct reports in which it discusses financial information.

Please describe to us the information regularly provided to the CODM and how frequently such information is prepared.

Please describe to us the information regularly provided to the Board of Directors and how frequently such information is prepared.

that undermines the legal conclusion stated in the opinion.