



June 1, 2016

**VIA EDGAR**

U.S. Securities and Exchange Commission  
Division of Corporation Finance  
100 F Street, N.E.  
Washington, D.C. 20549  
Attention: Pamela Long  
Assistant Director

Re: Request for Acceleration of Effectiveness of Registration Statement on Form S-1 (File No. 333-208177) of Mitcham Industries, Inc. (the "Company")

Ladies and Gentlemen:

As the sole underwriter of the proposed offering of up to 320,000 shares of 9.00% Series A Cumulative Preferred Stock, par value \$1.00 per share, in the Company (and up to an additional 48,000 shares upon exercise of an option), we hereby join the Company's request for acceleration of the above-referenced Registration Statement, requesting effectiveness on Thursday, June 2, 2016, at 3:30 p.m., Eastern Time, or as soon thereafter as practicable, unless the Company notifies you otherwise prior to such time.

Pursuant to Rule 460 of the General Rules and Regulations under the Securities Act of 1933, we wish to advise you that we have effected the following distribution of the Preliminary Prospectus included in the Registration Statement, dated May 31, 2016, through the date hereof:

Preliminary Prospectus dated May 31, 2016:

300 copies to prospective underwriters, institutional investors, dealers and others.

[The remainder of this page intentionally left blank]

**LADENBURG THALMANN & CO. INC.**  
570 Lexington Ave, 12th Floor  
New York, NY 10022  
Phone 212.409.2000 • Fax 212.409.2169  
MEMBER: NYSE, NYSE MKT, FINRA, SIPC

The undersigned advise that they have complied and will continue to comply with Rule 15c2-8 under the Securities Exchange Act of 1934.

Very truly yours,

LADENBURG THALMANN & CO. INC.

By: /s/ Steve Kaplan

Name: Steve Kaplan

Title: Head of Capital Markets

**LADENBURG THALMANN & CO. INC.**

570 Lexington Ave, 12th Floor

New York, NY 10022

Phone 212.409.2000 • Fax 212.409.2169

MEMBER: NYSE, NYSE MKT, FINRA, SIPC