

June 22, 2023

Oran Holtzman  
Chief Executive Officer  
ODDITY Tech Ltd.  
8 Haharash Street  
Tel Aviv-Jaffa, 6761304, Israel

Re: ODDITY Tech Ltd.  
Amendment No. 8 to  
Submitted June 8,  
CIK No. 0001907085

Draft Registration Statement on Form F-1  
2023

Dear Oran Holtzman:

We have reviewed your amended draft registration statement 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 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 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 the information you provide in response to these comments and your amended draft registration statement or filed registration statement, we may have additional comments.

Amendment No. 8 to Draft Registration Statement on Form F-1

Recent Developments  
Estimated Selected Preliminary Results for the Three Months Ended June 30, 2023 (unaudited),  
page 8

1. With regard to the reconciliation for the three months ended June 30, 2023 of estimated Operating Income to Adjusted EBITDA, please address the following: Tell us why it is appropriate to adjust for Taxes on income as that amount is not included in either Operating income or Adjusted EBITDA. The reconciliation to Adjusted EBITDA should be from the most directly comparable GAAP measure, which appears to be Net Income. If you are unable to estimate Net Income, please tell us why the terminology "Adjusted EBITDA" is consistent with Oran Holtzman  
ODDITY Tech Ltd.  
June 22, 2023  
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the Non-GAAP C&DI Question 100.05.  
Management's Discussion and Analysis  
Non-GAAP Financial Measures, page 92

2. We read your response and revised disclosures to our previous comment 1 and continue to believe that the non-GAAP adjustment for the founders' incentive plan is inconsistent with the guidance under Question 100.01 of the Non-GAAP Financial Measures Compliance and Disclosure Interpretation as it is a recurring (i.e. over multiple periods) cash expense

related to growing your business as a result of such incentive bonuses being provided due

to the revenues generated from Spoiled Child. As such, please revise accordingly.

Founder Option Agreements, page 163

3. Please revise your disclosure here to clarify whether each of Mr. Holtzman and Ms.

Holtzman-Erel will be granted option awards for 257,188 Class A ordinary shares or

whether both Mr. Holtzman and Ms. Holtzman-Erel will be granted option awards for

a total of 257,188 Class A ordinary shares to be divided between them.

Please also

disclose the exercise price of the option awards.

Notes to Consolidated Financial Statements for the Three Months Ended March 31, 2023

Note 11: Subsequent Events, page F-45

4. Please disclose the anticipated accounting treatment for the acquisition of Revela Inc.

You may contact Sasha Parikh at 202-551-3627 or Mary Mast at 202-551-3613 if you

have questions regarding comments on the financial statements and related matters. Please

contact Joshua Gorsky at 202-551-7836 or Alan Campbell at 202-551-4224 with any other

questions.

Sincerely,

FirstName LastNameOran Holtzman  
Corporation Finance

Division of

Office of

Industrial Applications and  
Comapany NameODDITY Tech Ltd.

Services

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cc: Alison Haggerty

FirstName LastName