

June 30, 2022

Matthew Schatzman  
Chief Executive Officer  
NextDecade Corp.  
1000 Louisiana St.  
Suite 3900  
Houston, TX 77002

Re: NextDecade Corp.  
Registration

Statement on Form S-1

Filed June 24, 2022  
File No. 333-265827

Dear Mr. Schatzman:

This is to advise you that we have not reviewed and will not review your registration statement.

Please refer to Rules 460 and 461 regarding requests for acceleration. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Please contact Arthur Tornabene-Zalas at (202) 551-3162 or Kevin Dougherty, Staff Attorney, at (202) 551-3271 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Energy & Transportation

cc:

Coleman Wombwell, Esq.