



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

DIVISION OF
CORPORATION FINANCE

July 9, 2019

John R. Hartung
Chief Financial Officer
Chipotle Mexican Grill, Inc.
610 Newport Center Drive
Suite 1300
Newport Beach, California 92660

Re: Chipotle Mexican Grill, Inc.
Form 10-Q for the Quarter Ended March 31, 2019
Exhibit No. 10.2
Filed April 25, 2019
File No. 001-32731

Dear Mr. Hartung:

We have concluded our assessment of your redacted exhibits for compliance with applicable form requirements and will process your supplemental response and related materials in accordance with your request.

Sincerely,

Division of Corporation Finance