



DIVISION OF  
CORPORATION FINANCE

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

November 22, 2024

Carl Anderson II  
Senior Vice President and Chief Financial Officer  
Axalta Coating Systems Ltd.  
1050 Constitution Avenue  
Philadelphia, Pennsylvania 19112

**Re: Axalta Coating Systems Ltd.**  
**Form 8-K filed August 1, 2024**  
**File No. 001-36733**

Dear Carl Anderson II:

We have reviewed your November 6, 2024 response to our comment letter and have the following comment.

Please respond to this letter within ten business days by providing the requested information or advise us as soon as possible when you will respond. If you do not believe a comment applies to your facts and circumstances, please tell us why in your response.

After reviewing your response to this letter, we may have additional comments. Unless we note otherwise, any references to prior comments are to comments in our October 23, 2024 letter.

Form 8-K Filed August 1, 2024

Exhibit 99.1, page 1

1. We note your response to comment two. The adjustment that excludes step-up depreciation and amortization associated with the acquisition of DuPont Performance Coatings results in the presentation of non-GAAP measures which reflect part, but not all, of an accounting concept. As such, the resulting non-GAAP measures substitute individually tailored recognition and measurement methods. Please revise your non-GAAP measures to remove this adjustment in future filings. Refer to 100.04 of the SEC Staff's Non-GAAP Compliance and Disclosure Interpretations.

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Please contact Nudrat Salik at 202-551-3692 or Jeanne Baker at 202-551-3691 if you have questions regarding comments on the financial statements and related matters.

Sincerely,

Division of Corporation Finance  
Office of Industrial Applications and  
Services