

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>CF Finance Holdings II, LLC</u> (Last) (First) (Middle) <u>110 EAST 59TH STREET</u> (Street) <u>NEW YORK NY 10022</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>08/26/2020</u>	3. Issuer Name and Ticker or Trading Symbol <u>CF Finance Acquisition Corp II [CFII]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Executive Officer</u>	
		5. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>Class B Common Stock</u>	<u>(1)</u>	<u>(1)</u>	<u>Class A Common Stock</u>	<u>14,355,000⁽²⁾⁽³⁾</u>	<u>(1)</u>	<u>D</u>	

1. Name and Address of Reporting Person* <u>CF Finance Holdings II, LLC</u> (Last) (First) (Middle) <u>110 EAST 59TH STREET</u> (Street) <u>NEW YORK NY 10022</u> (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>CANTOR FITZGERALD, L. P.</u> (Last) (First) (Middle) <u>110 EAST 59TH STREET</u> (Street) <u>NEW YORK NY 10022</u> (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>CF GROUP MANAGEMENT INC</u> (Last) (First) (Middle) (Street) (City) (State) (Zip)

(Last)	(First)	(Middle)
110 EAST 59TH STREET		
<hr/>		
(Street)		
NEW YORK	NY	10022
<hr/>		
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*		
<u>LUTNICK HOWARD W</u>		
<hr/>		
(Last)	(First)	(Middle)
110 EAST 59TH STREET		
<hr/>		
(Street)		
NEW YORK	NY	10022
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(City)	(State)	(Zip)

Explanation of Responses:

1. As described in the issuer's registration statement on Form S-1 (File No. 333-241727) under the heading "Description of Securities--Founder Shares", the shares of Class B common stock will automatically convert into shares of Class A common stock at the time of the issuer's initial business combination on a one-for-one basis, subject to adjustment for stock splits, stock dividends, reorganizations, recapitalizations and the like, and certain anti-dilution rights.
2. These shares represent shares of Class B common stock held by CF Finance Holdings II, LLC (the "Sponsor"). The shares of Class B common stock owned by the reporting persons include up to 1,875,000 shares that are subject to forfeiture in the event the underwriters of the initial public offering of the issuer's securities do not exercise in full their over-allotment option as described in the issuer's registration statement.
3. The Sponsor is the record holder of the shares reported herein. Cantor Fitzgerald, L.P. ("Cantor") is the sole member of the Sponsor. CF Group Management, Inc. ("CFGM") is the managing general partner of Cantor. Mr. Lutnick, the issuer's Chairman and Chief Executive Officer, is the President and trustee of the sole stockholder of CFGM. As such, each of Cantor, CFGM and Mr. Lutnick may be deemed to have beneficial ownership of the securities directly held by the Sponsor. Each such entity or person disclaims any beneficial ownership of the reported shares other than to the extent of any pecuniary interest they may have therein, directly or indirectly.

<u>/s/ Howard Lutnick</u>	<u>08/26/2020</u>
<u>/s/ Howard Lutnick, as</u>	
<u>Chief Executive Officer of</u>	
<u>CF Finance Holdings II,</u>	<u>08/26/2020</u>
<u>LLC</u>	
<u>/s/ Howard Lutnick, as</u>	
<u>President of CF Group</u>	
<u>Management Inc., the</u>	<u>08/26/2020</u>
<u>managing general partner</u>	
<u>of Cantor Fitzgerald, L.P.</u>	
<u>/s/ Howard Lutnick, as</u>	
<u>President of CF Group</u>	<u>08/26/2020</u>
<u>Management Inc.</u>	
** Signature of Reporting Person	Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.