



By Electronic Mail

December 22, 2022

U.S. Securities and Exchange Commission
Division of Corporation Finance
100 F Street, NE
Washington, D.C. 20549

RE: Northern Lights Fund Trust II
Issuer CIK: 0001518042
Issuer File Number: 333-174926 / 811-22549
Form Type: 8-A12B
Filing Date: December 22, 2022

To Whom It May Concern:

Please be advised that Cboe BZX Exchange, Inc. has received an application dated December 13, 2022, from the above-referenced issuer and has approved the following securities for listing on Cboe BZX Exchange, Inc. ("Exchange"):

- Amberwave Invest USA JSG Fund (IUSA)

In order to facilitate timely listing, the Exchange requests acceleration of registration of these securities under Rule 12d1-2 of the Securities Exchange Act of 1934, as amended. If there are any questions, please call me at (646) 856-8722. Your assistance is greatly appreciated.

Sincerely,

A handwritten signature in black ink, appearing to be 'Charles Sullivan', with a long horizontal line extending to the right.

Charles Sullivan
Analyst, Listing Qualifications