

William Slattery
Vice President
Listing Qualifications

September 3, 2020

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

Division of Corporation Finance:

This is to certify that on September 2, 2020, The Nasdaq Stock Market (the "Exchange") received from INSU Acquisition Corp. II (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following securities:

Units, each consisting of one share of Class A Common Stock and one-third of one warrant

Class A Common Stock, par value \$0.0001 per share

Warrants, each to purchase one share of Class A Common Stock

We further certify that the securities described above have been approved by the Exchange for listing and registration upon official notice of issuance.

Sincerely,

