FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL	OWNERSHIP

OMB APPROVAL							
OMB Number: 3235-0287							
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hours per response:	0.5						

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

Name and Address of Reporting Person*				2. Issuer Name and Ticker or Trading Symbol AMCI Acquisition Corp. II [ AMCI ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
Beem Brian				-			quiore	011 00	<u> </u>	_ [ 11110			V Director	r		10% Owi	ner	
(Last)	(F	First)	(Middle)	3.	3. Date of Earliest Transaction (Month/Day/Year)								Officer below)	Officer (give title below)		Other (specify below)		
C/O AMCI ACQUISITION CORP. II				09	09/17/2021							President						
600 STEAMBOAT ROAD																		
					4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)  GREEN	WICH C	Т	06830								,	Form filed by One Reporting Person						
													Form fil Person	led by More	than O	ne Reporti	ing	
(City)	(9	State)	(Zip)															
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
Date				nsaction h/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year		r, Transaction Disposed Code (Instr.		rities Acquired (A) or ed Of (D) (Instr. 3, 4 a		Beneficia Owned Fo	s I lly ollowing (	6. Owner Form: Di (D) or Ind (I) (Instr.	irect Ir direct B . 4) O	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
								Cod	e V	Amount	(A) o (D)	r Price	Reported Transacti (Instr. 3 a	n(s) d 4)		"	nstr. 4)	
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
1. Title of Derivative Security (Instr. 3)	ative Conversion Date Execution Date, if any		Code (	ransaction Derivati code (Instr. ) Acquire		urities uired (A) isposed o) (Instr.	Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transactio	y Di	0. wnership orm: irect (D) r Indirect ) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code	v	(A)	(D)	Date Exercis		Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	(3)			
Class B Common Stock	(1)	09/17/2021		D <sup>(1)</sup>			129,292	(2)		(2)	Class A Common Stock	129,292	\$0	802,438	3	D		

## **Explanation of Responses:**

1. On September 17, 2021, the Reporting Person forfeited at no cost 129,292 shares of Class B common stock of the Issuer, which was exempted pursuant to Rule 16b-3(e) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), in connection with the election by the underwriters of the Issuer's initial public offering of units to not exercise an option granted to them to cover over-allotments.

2. The shares of Class B common stock are convertible for shares of the Issuer's Class A common stock as described under the heading "Description of Securities" in the Issuer's Registration Statement on Form S-1 (File No. 333-253107) (the "Registration Statement") and have no expiration date.

/s/ Jordan Leon, as Attorney-in-

<u>1-</u> <u>09/17/2021</u>

**Fact** 

\*\* 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 4 (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.