



New York Stock Exchange  
11 Wall Street  
New York, NY 10005

March 9, 2021

Chief, Information Technology  
Securities and Exchange Commission  
Division of Corporate Finance  
100 F Street, NE MS 3040  
Washington, DC 20549

To whom it may concern:

The New York Stock Exchange certifies its approval for listing and registration of the following securities of Forest Road Acquisition Corp. II, under the Exchange Act of 1934:

- Units, each consisting of one share of Class A Common Stock and one-fifth of one Redeemable Warrant
- Class A Common Stock, par value \$0.0001 per share
- Redeemable Warrants, each whole warrant exercisable for one share of Class A Common Stock at an exercise price of \$11.50

Sincerely,

A handwritten signature in black ink, appearing to read "Ben Savage". The signature is fluid and cursive, with a long horizontal stroke extending to the right.