



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

September 25, 2023

Lyndon Lea  
Chief Executive Officer  
Leo Holdings Corp. II  
Albany Financial Center  
South Ocean Blvd Suite #507  
P.O. Box SP- 63158  
New Providence, Nassau, The Bahamas

**Re: Leo Holdings Corp. II**  
**Preliminary Proxy Statement on Schedule 14A**  
**Filed on September 14, 2023**  
**File No. 001-39865**

Dear Lyndon Lea:

We have completed our review of your filing. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Sincerely,

Division of Corporation Finance  
Office of Manufacturing