



DIVISION OF  
CORPORATION FINANCE

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

February 20, 2025

Hua Chen  
Chief Executive Officer  
Polibeli Group Ltd  
Polibeli, Lt 49th Sahid Sudirman Centre  
Jl. Jenderal Sudirman No. Kav. 13-15 Lt 49  
RT.10/RW.11, Karet Tengsin, Kecamatan Tanah Abang  
Kota Jakarta Pusat, Daerah Khusus Ibukota Jakarta  
Republic of Indonesia

Yixuan Yuan  
Chief Executive Officer  
Chenghe Acquisition II Co.  
38 Beach Road #29-11  
South Beach Tower  
Singapore

**Re: Polibeli Group Ltd  
Chenghe Acquisition II Co.  
Amendment No. 4 to Draft Registration Statement on Form F-4  
Submitted February 3, 2025  
CIK No. 0002035697**

Dear Hua Chen and Yixuan Yuan:

We have reviewed your amended draft registration statement and have the following comment.

Please respond to this letter by providing the requested information and either submitting an amended draft registration statement or publicly filing your registration statement on EDGAR. If you do not believe a comment applies to your facts and circumstances or do not believe an amendment is appropriate, please tell us why in your response.

After reviewing the information you provide in response to this letter and your amended draft registration statement or filed registration statement, we may have additional comments.

February 20, 2025

Page 2

Amendment No. 4 to Draft Registration Statement on Form F-4

Cover Page

1. Revise your Resale Prospectus to disclose at what price the Company Shareholder intends to sell the shares registered consistent with Item 501(b)(3) of Regulation S-K. In this regard, given your disclosure that the Company Shareholder is deemed to be an “underwriter” within the meaning of Section 2(a)(11) of the Securities Act, this offering appears to be primary offering that is ineligible to be conducted "at-the-market" pursuant to Rule 415(a)(4) and the shares must be sold at a fixed price for the duration of the offering.

Please contact Scott Anderegg at 202-551-3342 or Mara Ransom at 202-551-3264 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Trade & Services

cc: Chris Centrich