

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. )\*

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Forum Merger II Corporation  
(Name of Issuer)

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Class A Common Stock, par value \$0.0001 per share  
(Title of Class of Securities)

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34986F103  
(CUSIP Number)

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July 31, 2020  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

(Page 1 of 8 Pages)

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\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

|  |  |                                     |
|--|--|-------------------------------------|
| <b>1</b>   | NAME OF REPORTING PERSON<br>Falcon Edge Capital, LP  |                                     |
| <b>2</b>   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP<br><br>(a) <input type="checkbox"/><br>(b) <input type="checkbox"/> |                                     |
| <b>3</b>   | SEC USE ONLY   |                                     |
| <b>4</b>   | CITIZENSHIP OR PLACE OF ORGANIZATION<br>State of Delaware  |                                     |
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON WITH: | <b>5</b>   | SOLE VOTING POWER<br>2,396,374      |
|  | <b>6</b>   | SHARED VOTING POWER<br>0            |
|  | <b>7</b>   | SOLE DISPOSITIVE POWER<br>2,396,374 |
|  | <b>8</b>   | SHARED DISPOSITIVE POWER<br>0       |
| <b>9</b>   | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>2,396,374  |                                     |
| <b>10</b>  | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>                        |                                     |
| <b>11</b>  | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)<br>11.6%   |                                     |
| <b>12</b>  | TYPE OF REPORTING PERSON<br>IA, PN   |                                     |

|  |  |                                     |
|--|--|-------------------------------------|
| <b>1</b>   | NAME OF REPORTING PERSON<br>Richard Gerson   |                                     |
| <b>2</b>   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP<br>(a) <input type="checkbox"/><br>(b) <input type="checkbox"/> |                                     |
| <b>3</b>   | SEC USE ONLY   |                                     |
| <b>4</b>   | CITIZENSHIP OR PLACE OF ORGANIZATION<br>United States  |                                     |
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON WITH: | <b>5</b>   | SOLE VOTING POWER<br>2,396,374      |
|  | <b>6</b>   | SHARED VOTING POWER<br>0            |
|  | <b>7</b>   | SOLE DISPOSITIVE POWER<br>2,396,374 |
|  | <b>8</b>   | SHARED DISPOSITIVE POWER<br>0       |
| <b>9</b>   | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>2,396,374  |                                     |
| <b>10</b>  | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES<br><input type="checkbox"/>                 |                                     |
| <b>11</b>  | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)<br>11.6%   |                                     |
| <b>12</b>  | TYPE OF REPORTING PERSON<br>IN   |                                     |

**Item 1(a). NAME OF ISSUER:**

The name of the issuer is Forum Merger II Corporation, a Delaware corporation (the "Company").

**Item 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:**

The Company's principal executive offices are located at 1615 South Congress Avenue, Suite 103, Delray Beach, FL 33445.

**Item 2(a). NAME OF PERSON FILING:**

This statement is filed by:

- (i) Falcon Edge Capital, LP (the "Investment Manager"), a Delaware limited partnership, and the investment manager of certain affiliated funds (the "Falcon Edge Funds") with respect to the shares of Class A Common Stock (as defined in Item 2(d)) held by the Falcon Edge Funds; and
- (ii) Mr. Richard Gerson ("Mr. Gerson"), who serves as the Chairman and Chief Investment Officer of the Investment Manager, with respect to the shares of Common Stock held by the Falcon Edge Funds.

The foregoing persons are hereinafter sometimes collectively referred to as the "Reporting Persons."

The filing of this statement should not be construed as an admission that any of the Reporting Persons is, for the purposes of Section 13 of the Act, the beneficial owner of the shares of Common Stock reported herein.

**Item 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:**

The address of the business office of each of the Reporting Persons is 660 Madison Avenue, 19th Floor, New York, New York 10065.

**Item 2(c). CITIZENSHIP:**

The Investment Manager is a Delaware limited partnership. Mr. Gerson is a United States citizen.

**Item 2(d). TITLE OF CLASS OF SECURITIES:**

Class A Common Stock, par value \$0.0001 per share (the "Class A Common Stock").

**Item 2(e). CUSIP NUMBER:**

34986F103

**Item 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13d-1(b) OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:**

- (a)  Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o);
- (b)  Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c)  Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d)  Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e)  Investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f)  Employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g)  Parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h)  Savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i)  Church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act (15 U.S.C. 80a-3);
- (j)  Non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J);
- (k)  Group, in accordance with Rule 13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J), please specify the type of institution: \_\_\_\_\_

**Item 4. OWNERSHIP**

The information required by Items 4(a) – (c) is set forth in Rows (5) – (11) of the cover page for each Reporting Person hereto and is incorporated herein by reference for each such Reporting Person.

The percentages used herein are calculated based upon 20,650,411 shares of Class A Common Stock outstanding as of August 10, 2020, as reported in the Company's Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2020 filed with the Securities and Exchange Commission on August 10, 2020.

**Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.**

Not applicable.

**Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.**

See Item 2. The Falcon Edge Funds, have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the shares of Class A Common Stock reported herein. Moraine Master Fund, LP, a Falcon Edge Fund, has the right to receive or the power to direct the receipt of dividends or the proceeds from the sale of more than 5% of the shares of Common Stock.

**Item 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.**

Not applicable.

**Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.**

Not applicable.

**Item 9. NOTICE OF DISSOLUTION OF GROUP.**

Not applicable.

**Item 10. CERTIFICATION.**

Each of the Reporting Persons hereby makes the following certification:.

By signing below each Reporting Person certifies that, to the best of his or its knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

**SIGNATURES**

After reasonable inquiry and to the best of its or his knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

DATE: September 11, 2020

**FALCON EDGE CAPITAL, LP**

By: /s/ Richard Gerson  
Name: Richard Gerson  
Title: Chairman and Chief Investment Officer

/s/ Richard Gerson  
**RICHARD GERSON**

## EXHIBIT I

## JOINT FILING AGREEMENT

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint filing agreements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained herein and therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

DATED as of September 11, 2020

**FALCON EDGE CAPITAL, LP**

By: /s/ Richard Gerson

Name: Richard Gerson

Title: Chairman and Chief Investment Officer

/s/ Richard Gerson

**RICHARD GERSON**