FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0104

Estimated average burden hours per response: 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

			on 16(a) of the Securities of the Investment Compa			934		,-		
1. Name and Address of Reporting Person* <u>CF Acquisition Holdings VIII</u> , <u>LLC</u>		te of Event iring Statemen h/Day/Year) 1/2021	3. Issuer Name and Ticker or Trading Symbol CF Acquisition Corp. VIII [CFFE]							
(Last) (First) (Middle 110 EAST 59TH STREET)		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Own Officer (give title below) Officer (sive below)			Owner er (specify w) Fill 6. (C		i. If Amendment, Date of Original Filed (Month/Day/Year)		
(Street) NEW YORK NY 10022								6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person		
(City) (State) (Zip)										
	Table I -	Non-Deriv	ative Securities Be	enefic	ially Ow	ned				
1. Title of Security (Instr. 4)			2. Amount of Securit Beneficially Owned (4)			rect direct	4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of Derivative Security (Instr. 4) 2. Dat Expira (Mont				Title and Amount of Securities nderlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of		5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr.	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Derivative Security		or Indirect (I) (Instr. 5)	5)	
Class B Common Stock	(1)	(1)	Class A Common Stock	6,303	,000(2)(3)	(1)	D		
Name and Address of Reporting Per CF Acquisition Holdings										
(Last) (First) 110 EAST 59TH STREET	(Middle)									
(Street) NEW YORK NY	10022									
(City) (State)	(Zip)									
1. Name and Address of Reporting Per <u>CANTOR FITZGERALD</u>										
(Last) (First)	(Middle)									

(City) (State) (Zip)

1. Name and Address of Reporting Person*

NY

(Street)

NEW YORK

CF GROUP MANAGEMENT INC

10022

(Last) 110 EAST 59TI	(First) H STREET	(Middle)					
(Street) NEW YORK	NY	10022					
(City)	(State)	(Zip)					
1. Name and Address of Reporting Person* <u>LUTNICK HOWARD W</u>							
(Last) 110 EAST 59TI	(First) H STREET	(Middle)					
(Street) NEW YORK	NY	10022					
(City)	(State)	(Zip)					

Explanation of Responses:

- 1. As described in the issuer's registration statement on Form S-1 (File No. 333-253308) under the heading "Description of Securities--Founder Shares", the shares of Class B common stock will automatically convert into shares of Class A common stock at the time of the issuer's initial business combination on a one-for-one basis, subject to adjustment for stock splits, stock dividends, reorganizations, recapitalizations and the like, and certain anti-dilution rights.
- 2. These shares represent shares of Class B common stock held by CFAC Holdings VIII, LLC (the "Sponsor"). The shares of Class B common stock owned by the reporting persons include up to 825,000 shares that are subject to forfeiture in the event the underwriters of the initial public offering of the issuer's securities do not exercise in full their overallotment option as described in the issuer's registration statement.
- 3. The Sponsor is the record holder of the shares reported herein. Cantor Fitzgerald, L.P. ("Cantor") is the sole member of the Sponsor. CF Group Management, Inc. ("CFGM") is the managing general partner of Cantor. Mr. Lutnick, the issuer's Chairman and Chief Executive Officer, is the trustee of the sole stockholder of CFGM. As such, each of Cantor, CFGM and Mr. Lutnick may be deemed to have beneficial ownership of the securities directly held by the Sponsor. Each such entity or person disclaims any beneficial ownership of the reported shares other than to the extent of any pecuniary interest they may have therein, directly or indirectly.

Remarks:

/s/ Howard Lutnick 03/11/2021 /s/ Howard Lutnick, as Chief Executive Officer of 03/11/2021 CFAC Holdings VIII, LLC <u>/s/ Howard Lutnick, as</u> Chief Executive Officer of 03/11/2021 Cantor Fitzgerald, L.P. /s/ Howard Lutnick, as **Chief Executive Officer of** 03/11/2021 **CF Group Management** Inc. ** Signature of Reporting Date Person

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 5 (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.

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