SEC Form 3 FORM 3

## UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

OMB APPROVAL

3235-0104 OMB Number:

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF** SECUDITIES

Estimated average burden hours per 0.5 se:

Beneficial Ownership (Instr.

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					on 16(a) of the Securities ) of the Investment Compa			934		с	
1. Name and Address of Reporting Person <sup>*</sup> CF Finance Holdings III, LLC			LC (Mont	te of Event ring Statemer h/Day/Year) 2/2020		3. Issuer Name <b>and</b> Ticker or Trading Symbol <u>CF Finance Acquisition Corp. III</u> [ CFAC ]					
(Last) (First) (Middle) 110 EAST 59TH STREET				Issuer	(Check all applicable)				<ul><li>5. If Amendment, Date of Original Filed (Month/Day/Year)</li><li>6. Individual or Joint/Group Filing</li></ul>		
(Street) NEW YORK	NY	10022			X Officer (give title below) Chief Exc		Other (s below) Officer	specify		ck Applicable Form filed b Person	Line) y One Reporting y More than One
(City)	(State)	(Zip)									
			Table I -	Non-Deriv	vative Securities B	enefic	ially Ow	ned			
1. Title of Security (Instr. 4)						Amount of Securities eneficially Owned (Instr. (D) or In (I) (Instr.		rect direct	ct Ownership (Instr. 5) ect		
					ive Securities Ben rrants, options, co						
1. Title of Derivative Security (Instr. 4)		2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4			4. Conve or Exe Price o	rcise		6. Nature of Indirect Beneficial Ownership (Ins	
		Date Exercisable	Expiration Date	Title	Amou Numb Share	er of	Derivat Securit	tive	or Indirect (I) (Instr. 5)	5)	
Class B Co	ommon Stock	[	(1)	(1)	Class A Common Stock	5,710	,000 <sup>(2)(3)</sup>	(1)	)	D	
	Address of Re nce Holdir (First)										
110 EAST	59TH STRI	EET									

110 EAST 59T	H STREET	
(Street) NEW YORK	NY	10022
(City)	(State)	(Zip)
1. Name and Addre		
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(Street) NEW YORK	NY	10022
(City)	(State)	(Zip)
1. Name and Addre		

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

## **Explanation of Responses:**

1. As described in the issuer's registration statement on Form S-1 (File No. 333-249367) 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 CF Finance Holdings III, LLC (the "Sponsor"). The shares of Class B common stock owned by the reporting persons include up to 750,000 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.

/s/ Howard Lutnick	11/12/2020
/s/ Howard Lutnick, as Chief Executive Officer of CF Finance Holdings LLC	<u>11/12/2020</u>
/s/ Howard Lutnick, as Chief Executive Officer of Cantor Fitzgerald, L.P.	<u>11/12/2020</u>
<u>/s/ Howard Lutnick, as</u> <u>Chief Executive Officer of</u> <u>CF Group Management</u> Inc.	<u>11/12/2020</u>
** Signature of Reporting Person	Date

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.