AMENDED

Department of the Treasury

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

Internal Revenue Service			See separate instructions.					
Part I Reporting	Issuer			•				
1 Issuer's name				2 Issuer's employer identification number (EIN)				
RiverNorth Flexible Munic	ipal Income Fund II	, Inc.		85-1659170				
3 Name of contact for additional information 4 Telephone No. of contact			ne No. of contact	5 Email address of contact				
ALPS FUND SERVICES			303-623-2577					
6 Number and street (or F	P.O. box if mail is not	7 City, town, or post office, state, and ZIP code of contact						
1290 BROADWAY, SUITE	1000			DENVER, CO 80203				
8 Date of action		9 Clas	sification and description					
6/30/2022		COMMO	N STOCK					
10 CUSIP number 11 Serial n		(s)	12 Ticker symbol	13 Account number(s)				
76883Y107			RFZ					
	onal Action Atta	ch additiona		ee back of form for additional questions.				
14 Describe the organiza the action ► SEE AT			e date of the action of the da	te against which shareholders' ownership is measured for				
	age of old basis ► T	HE AMOUNT	SHOWN AS RETURN OF C	rity in the hands of a U.S. taxpayer as an adjustment per APITAL IN THE ATTACHED STATEMENT REPRESENTS				
40 Describe the releviation								
Describe the calculati valuation dates ► <u>SEI</u>		pasis and the	data that supports the calcul	lation, such as the market values of securities and the				

Part II Organizational Action (continued)

47 15	ot the	annliaahla	Internal Payanua Codo es	ation(a) and aubocation(a) up	on which the tay tre	actment is based	DUDCHANT TO IDC			
				ction(s) and subsection(s) up			► PURSUANT TO IRC CTION 316) IS INCLUDABLE			
				ON 301(C)(2), THE PORTION			•			
				HE ADJUSTED BASIS OF TH						
18 Ca	an any	resulting l	oss be recognized? ► NC	OT APPLICABLE TO THIS T	RANSACTION AS	NO LOSS WOUL	D BE RECOGNIZED			
ON THE	RET	JRN OF C	APITAL DISTRIBUTION.	THE SHAREHOLDER'S CO	ST BASIS SHOULI	D BE ADJUSTED	TO REFLECT THE			
RETUR	N OF	CAPITAL [DISTRIBUTION WHICH M	AY AFFECT THE GAIN OR	LOSS REALIZED U	JPON THE DISPO	DSITION OF THE SHARES.			
40 D	a ida	anı athari	information necessary to in	malamant the adjustment an	ab aa tha xanartabl	a tay year > DUD	CHANT TO IDC CECTION (O45			
							SUANT TO IRC SECTION 6045,			
				C STABILIZATION ACT OF IG FOR COVERED SECURI						
				E COST BASIS OF THE SHA N OF CAPITAL DESCRIBED		AKES SHOULD I	BE ADJUSTED AS OF			
THE DIV	MUEN	DUATET	O REFLECT THE RETUR	N OF CAPITAL DESCRIBEL	ABOVE.					
	Unde	r penalties o	 of periury. I declare that I have	e examined this return, including	accompanying sched	ules and statements	s and to the best of my knowledge and			
		Inder penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge elief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.								
Sign			A SIGNED CODY	OF THIS FORM I	IS MAINTAINED AT THE OFFICES OF THE					
Here	Signa						OFFICES OF THE			
	Jugila		TAXPAYER							
	Print	your name ▶								
De:-!	1 11111		preparer's name	Preparer's signature		Date	Chook D if PTIN			
Paid		, , ,					Check if self-employed			
Prepa		Firm's nam	ne •			l .	Firm's EIN ▶			
Use C	rilly	Firm's address Phone no.								
Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054										

PART II, QUESTION 14:

THE CORPORATION DECLARED THE FOLLOWING DISTRIBUTIONS TO SHAREHOLDERS IN 2022 WHERE RETURN OF CAPITAL WAS APPLICABLE:

					DISTRIBUTIONS			
					FROM NET		RETURN OF	
		PAYABLE	TOTAL		INVESTMENT		CAPITAL	
RECORD DATE	EX-DATE	DATE	AMOUNT		INCOME		AMOUNT	
1/14/2022	1/13/2022	1/31/2022	\$	0.092800	\$	0.038149	\$	0.054651
2/11/2022	2/10/2022	2/28/2022	\$	0.092800	\$	0.038149	\$	0.054651
3/17/2022	3/16/2022	3/31/2022	\$	0.092800	\$	0.038149	\$	0.054651
4/14/2022	4/13/2022	4/29/2022	\$	0.092800	\$	0.038149	\$	0.054651
5/13/2022	5/12/2022	5/31/2022	\$	0.092800	\$	0.038149	\$	0.054651
6/16/2022	6/15/2022	6/30/2022	\$	0.092800	\$	0.038149	\$	0.054651
07/15/2022	07/14/2022	07/29/2022	\$	0.092800	\$	0.038149	\$	0.054651
08/17/2022	08/16/2022	08/31/2022	\$	0.092800	\$	0.038149	\$	0.054651
09/16/2022	09/15/2022	09/30/2022	\$	0.092800	\$	0.038149	\$	0.054651
10/14/2022	10/13/2022	10/31/2022	\$	0.092800	\$	0.038149	\$	0.054651
11/15/2022	11/14/2022	11/30/2022	\$	0.092800	\$	0.038149	\$	0.054651
12/15/2022	12/14/2022	12/30/2022	\$	0.092800	\$	0.038149	\$	0.054651
		TOTALS	\$	1.113600	\$	0.457788	\$	0.655812