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

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

Investindustrial Acquisition Corp.

(Name of Issuer)

CLASS A ORDINARY SHARES, PAR VALUE \$0.0001
(Title of Class of Securities)

G4771L105
(CUSIP Number)

December 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)

* 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 disclosures provided in a prior cover page.

The information required on 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).

1.	Names of Reporting Persons Investindustrial Acquisition Corp., L.P.	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Citizenship or Place of Organization United Kingdom	
Number of Shares Beneficially Owned By Each Reporting Person With:	5.	Sole Voting Power 9,937,500(1)(2)
	6.	Shared Voting Power 0
	7.	Sole Dispositive Power 9,937,500(1)(2)
	8.	Shared Dispositive Power 0
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 9,937,500(1)(2)	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input checked="" type="checkbox"/> See footnote 2 below.	
11.	Percent of Class Represented by Amount in Row (9) 19.8%(1)(2)(3)	
12.	Type of Reporting Person (See Instructions) PN	

1.	Names of Reporting Persons Acquisition Corp. GP Limited	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Citizenship or Place of Organization Jersey	
Number of Shares Beneficially Owned By Each Reporting Person With:	5.	Sole Voting Power 9,937,500(1)(2)
	6.	Shared Voting Power 0
	7.	Sole Dispositive Power 9,937,500(1)(2)
	8.	Shared Dispositive Power 0
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 9,937,500(1)(2)	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input checked="" type="checkbox"/> See footnote 2 below.	
11.	Percent of Class Represented by Amount in Row (9) 19.8%(1)(2)(3)	
12.	Type of Reporting Person (See Instructions) OO	

- (1) See Item 4 below. Represents 9,937,500 shares of Class B ordinary shares, \$0.0001 par value per share, of the Issuer (the "Class B ordinary shares") directly held by Investindustrial Acquisition Corp., L.P. The Class B ordinary shares will automatically convert into Class A ordinary shares, par value \$0.0001 per share, of the Issuer (the "Class A ordinary shares") at the time of the issuer's initial business combination, or earlier at the option of the holder, on a one-for-one basis, subject to adjustment, as more fully described under the heading "Description of Securities—Founder Shares" in the Issuer's final prospectus (File No. 333-249462), filed in connection with the Issuer's initial public offering.
- (2) Excludes 6,700,000 Class A ordinary shares which may be purchased by exercising warrants that are not presently exercisable.
- (3) Based on 40,250,000 Class A ordinary shares and 10,062,500 Class B ordinary shares issued and outstanding as of December 29, 2020, as reported in the Issuer's Form 10-Q filed with the U.S. Securities and Exchange Commission on December 29, 2020, and assuming the conversion of all the Class B ordinary shares held by Investindustrial Acquisition Corp., L.P.

Item 1(a). Name of Issuer

Investindustrial Acquisition Corp. (the “Issuer”)

Item 1(b). Address of the Issuer’s Principal Executive Offices

c/o Maples Corporate Services Limited
PO Box 309, Ugland House
Grand Cayman, Cayman Islands, KY1-1104

Item 2(a). Names of Persons Filing

This statement is filed on behalf of each of the following persons (collectively, the “Reporting Persons”):

1. Investindustrial Acquisition Corp., L.P. (the “Sponsor”)
2. Acquisition Corp. GP Limited (“General Partner”)

Item 2(b). Address of the Principal Business Office, or if none, Residence:

Suite 1, 3rd Floor,
11-12 St. James’s Square,
London, UK SW1Y4LB

Item 2(c). Citizenship

See Item 4 on each of the cover pages.

Item 2(d). Title of Class of Securities

Class A ordinary shares, \$0.0001 par value per share

The Class A ordinary shares are the class of ordinary shares of the Issuer registered pursuant to the Act. The Reporting Persons own Class B ordinary shares. The Class B ordinary shares will automatically convert into Class A ordinary shares at the time of the Issuer’s initial business combination (the “Business Combination”) on a one-for-one basis, subject to certain adjustments. In the event that additional Class A ordinary shares, or equity-linked securities, are issued or deemed issued in excess of the amounts offered in the Issuer’s initial public offering (the “IPO”) and related to the closing of the Business Combination, the ratio at which the Class B ordinary shares shall convert into Class A ordinary shares will be adjusted (unless the holders of a majority of the outstanding Class B ordinary shares agree to waive such adjustment with respect to any such issuance or deemed issuance) so that the number of Class A ordinary shares issuable upon conversion of all Class B ordinary shares will equal, in the aggregate, on an as-converted bases, 20% of the sum of the total number of all ordinary shares outstanding upon completion of the IPO plus all Class A ordinary shares and equity-linked securities issued or deemed issued in connection with the Business Combination (excluding any shares or equity-linked securities issued, or to be issued, to any seller in the Business Combination, any private placement-equivalent warrants issued to Investindustrial Acquisition Corp., L.P. or its affiliates upon conversion of loans made to the Issuer).

Item 2(e). CUSIP Number

G4771L105

Item 3. If this statement is filed pursuant to Rule 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 Exchange Act.
- (b) a bank as defined in Section 6(a)(b) or the Exchange Act.

- (c) an insurance company as defined in Section 3(a)(19) of the Exchange Act.
- (d) an investment company registered under Section 8 of the Investment Company Act.
- (e) an investment adviser in accordance with Rule 13d-1 (b)(1)(ii)(E).
- (f) an employee benefit plan or endowment fund in accordance with Rule 13d 1(b)(1)(ii)(F).
- (g) a parent holding company or control person in accordance with Rule 13d 1(b)(1)(ii)(G).
- (h) a savings association as defined in Section 3(b) of the Federal Deposit Insurance Act.
- (i) a church plan that is excluded from the definition of an investment company under Section 3 (c)(14) of the Investment Company Act.
- (j) a non-U.S. institution, in accordance with Rule 13d-1 (b)(1)(ii)(J).
- (k) a group in accordance with Rule 13d-1(b)(1)(ii)(K).
- Not applicable

Item 4. Ownership

The responses to Items 5 to 11 of the cover page of this Schedule 13G are incorporated herein by reference. As of December 31, 2020, the Reporting Persons directly hold 9,937,500 Class B ordinary shares, representing 19.8% of the Issuer's issued and outstanding ordinary shares. The Class B ordinary shares will automatically convert into Class A ordinary shares at the time of the Issuer's initial business combination or earlier at the option of the holders thereof at a one-for-one basis, subject to adjustment, as more fully described in the Issuer's amended and restated memorandum and articles of association or under the heading "Description of Securities-Founder Shares" in the Issuer's final prospectus (File No. 333-249462), filed in connection with the Issuer's initial public offering.

The Sponsor is the record holder of the shares reported herein. The Sponsor is a partnership and is controlled by General Partner which, as such, has voting and investment discretion with respect to the securities held by the Sponsor and may be deemed to have beneficial ownership of the securities held directly by the Sponsor. General Partner is controlled by a three-member board of directors composed of Gayle Swanson, Marc Harris and Rajeev Menon. Each director has one vote, and the approval of a majority of the directors is required to approve an action of the Sponsor. Under the so-called "rule of three," if voting and dispositive decisions regarding an entity's securities are made by two or more individuals, and a voting and dispositive decision requires the approval of a majority of those individuals, then none of the individuals is deemed a beneficial owner of the entity's securities.

Consequently, each of Gayle Swanson, Marc Harris and Rajeev Menon disclaims, for purposes of Section 16 of the Act, beneficial ownership of the reported securities held by the Sponsor, except to the extent of his indirect pecuniary interest therein. This report shall not be deemed an admission that either Gayle Swanson, Marc Harris, or Rajeev Menon are the beneficial owners of such securities for purposes of Section 16 of the Act or for any other purposes.

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the Reporting Persons have ceased to be the beneficial owners of more than five percent of the class of securities, check the following .

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person

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

Not Applicable

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 12, 2021

INVESTINDUSTRIAL ACQUISITION CORP., L.P.

By: ACQUISITION CORP. GP LIMITED, its general partner

By: /s/ Gayle Swanson

Name: Gayle Swanson

Title: Director

ACQUISITION CORP. GP LIMITED

By: /s/ Gayle Swanson

Name: Gayle Swanson

Title: Director

**Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations
(See 18 U.S.C. 1001)**

Exhibit Index

Exhibit No.

Description

Exhibit 99.1	Joint Filing Agreement, dated as of February 12, 2021, by and among Investindustrial Acquisition Corp., L.P. and Acquisition Corp. GP Limited.
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EXHIBIT 99.1

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned agree to the joint filing on behalf of each of them of a Statement on Schedule 13G (including any and all amendments thereto) with respect to the shares of Class A ordinary share, \$0.0001 par value per share, of Investindustrial Acquisition Corp., and further agree that this Joint Filing Agreement shall be included as an exhibit to such joint filings.

The undersigned further agree that each party hereto is responsible for the timely filing of such Statement on Schedule 13G and any amendments thereto, and for the accuracy and completeness of the information concerning such party contained therein; provided, however, that no party is responsible for the accuracy or completeness of the information concerning any other party, unless such party knows or has reason to believe that such information is inaccurate.

This Joint Filing Agreement may be signed in counterparts with the same effect as if the signature on each counterpart were upon the same instrument.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of February 12, 2021.

**INVESTINDUSTRIAL ACQUISITION CORP.,
L.P.**

**By: ACQUISITION CORP. GP LIMITED, its general
partner**

By: /s/ Gayle Swanson

Name: Gayle Swanson

Title: Director

ACQUISITION CORP. GP LIMITED

By: /s/ Gayle Swanson

Name: Gayle Swanson

Title: Director