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

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934

CION Investment Corporation

(Exact Name of Registrant as Specified in Its Charter)

Maryland

(State or other jurisdiction of incorporation or organization)

45-3058280

(I.R.S. Employer Identification No.)

100 Park Avenue, 25th Floor

New York, New York

(Address of Principal Executive Offices)

10017

(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class to be so Registered:

7.50% Notes due 2029

**Name of the Exchange on Which
Each Class is to be so Registered**

The New York Stock Exchange

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box.

If this form relates to the registration of a class of securities concurrently with a Regulation A offering, check the following box

Securities Act registration statement file number to which this form relates: **333-278658**

Securities to be registered pursuant to Section 12(g) of the Act: **None**

Item 1. Description of Registrant’s Securities to be Registered.

The securities to be registered hereby are the 7.50% Notes due 2029 (the “Notes”) of CĪON Investment Corporation, a Maryland corporation (the “Registrant”). The Notes are expected to be listed on the New York Stock Exchange and to trade thereon within 30 days of the original issue date under the trading symbol “CICB.”

The description of the Notes is incorporated herein by reference to (i) the information set forth under the heading “Description of Debt Securities We May Issue” in the Registrant’s Prospectus included in its Registration Statement on Form N-2 (Registration No. 333-278658) as filed with the Securities and Exchange Commission (the “SEC”) on June 14, 2024 under the Securities Act of 1933, as amended (the “Securities Act”), and (ii) the information under the headings “Specific Terms of the Notes and the Offering” and “Description of Our Notes” in the Registrant’s Prospectus Supplement dated September 26, 2024, as filed with the SEC on September 30, 2024 pursuant to Rule 424(b)(2) under the Securities Act. The foregoing descriptions are incorporated herein by reference.

Item 2. Exhibits

Pursuant to the Instructions as to exhibits for registration statements on Form 8-A, the documents listed below are filed as exhibits to this Registration Statement:

Number	Exhibit
4.1	Indenture, dated as of October 3, 2024, between the Registrant and U.S. Bank Trust Company, (Incorporated by reference to Exhibit 4.1 of the Company’s Current Report on Form 8-K filed on October 3, 2024).
4.2	First Supplemental Indenture, dated as of October 3, 2024 between the Registrant and U.S. Bank Trust Company, National Association (incorporated by reference to Exhibit 4.2 of the Company’s Current Report on Form 8-K filed on October 3, 2024).
4.3	Form of Global Note (included in Exhibit 4.2).

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

CION INVESTMENT CORPORATION

Date: October 3, 2024

By: /s Michael A. Reisner

Michael A. Reisner

Co-Chief Executive Officer
