

CAPRICOR THERAPEUTICS, INC.

Form 8-A12B

March 05, 2015

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

CAPRICOR THERAPEUTICS, INC.

(Exact name of registrant as specified in its charter)

Delaware **88-0363465**
(State of incorporation (I.R.S. Employer

or organization) Identification No.)

8840 Wilshire Blvd., 2nd Floor **90211**

Beverly Hills, CA
(Address of principal executive offices) (Zip code)

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

Title of each class to be so registered	Name of each exchange on which each class is to be registered
Common Stock, par value \$0.001 per share	The NASDAQ Stock Market LLC

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), 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), check the following box. ☐

Securities Act registration statement file number to which this form relates: None

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

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

The description of the common stock of Capricor Therapeutics, Inc. (the "Registrant"), par value \$0.001 per share (the "Common Stock"), to be registered hereunder is set forth under the caption "Description of Capital Stock" in the prospectus included in the Registrant's Registration Statement on Form S-1 (File No. 333-195385), as originally filed with the Securities and Exchange Commission on April 18, 2014, and as subsequently amended on May 23, 2014 (as so amended, the "Registration Statement"), and is incorporated herein by reference in response to this item. Any form of prospectus subsequently filed by the Registrant with the Securities and Exchange Commission pursuant to Rule 424(b) under the Securities Act of 1933, as amended, that constitutes part of the Registration Statement shall be deemed to be incorporated herein by reference.

Item 2. Exhibits.

Because no other securities of the Registrant are registered on The NASDAQ Stock Market LLC, and the securities being registered by this Form 8-A are not being registered pursuant to Section 12(g) of the Securities Exchange Act of 1934, as amended, no exhibits are required to be filed with this Form 8-A under the Instructions as to Exhibits with respect to Form 8-A.

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.

Date: March 5, 2015 CAPRICOR THERAPEUTICS,
INC.

By: /s/ Linda Marbán Ph.D.
Name: Linda Marbán Ph.D.
Title: Chief Executive Officer