

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

**Lucy Scientific Discovery Inc.**  
(Exact name of registrant as specified in its charter)

**British Columbia**

(State or other jurisdiction of  
incorporation or organization)

**Not Applicable**

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

**301-1321 Blanshard Street  
Victoria, British Columbia, Canada**

(Address of principal executive offices)

**V8W 0B6**

(Zip Code)

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

**Title of each class  
to be so registered**

**Common Shares, no par value**

**Name of each exchange on which  
each class is to be registered**

**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) or (e), 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) or (e), 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 or Regulation A offering statement filed number to which this form relates: 333-262296

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

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

A description of the common shares, no par value, of Lucy Scientific Discovery Inc. (the "**Registrant**"), is set forth under the heading "Description of Share Capital" contained in the Registrant's Registration Statement on [Form S-1](#) (File No. 333-262296) (the "**Registration Statement**"), originally filed with the Securities and Exchange Commission on January 21, 2022, as subsequently amended, and is hereby incorporated herein by reference. The description of the common shares included in any prospectus that constitutes a part of the Registration Statement and is subsequently filed by the Registrant pursuant to Section 424(b) of the Securities Act of 1933, as amended, shall also be deemed to be incorporated herein by reference.

**Item 2. Exhibits.**

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

**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.

**LUCY SCIENTIFIC DISCOVERY INC.**

Date: February 8, 2023

By: /s/ Christopher McElvany

Name: Christopher McElvany

Title: Chief Executive Officer