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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-A**

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

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**GigCapital5, Inc.**

(Exact Name of Registrant as Specified in Its Charter)

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**Delaware**  
(State or other jurisdiction of incorporation or organization)

**1731 Embarcadero Rd., Suite 200, Palo Alto, CA**  
(Address of principal executive offices)

**86-1728920**  
(IRS Employer Identification No.)

**94303**  
(Zip Code)

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

**Title of each class  
to be so registered**  
**Common Stock, par value \$0.0001 per share**

**Name of exchange on which  
each class is to be registered**  
**The Nasdaq Stock Market LLC**

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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), 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) or (e), 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 or Regulation A offering statement file number to which this form relates: 333-254038**

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

**None**  
(Title of Class)

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## Explanatory Note

This Registration Statement on Form 8-A is being filed by GigCapital5, Inc. (the “Registrant”) with the U.S. Securities and Exchange Commission (the “SEC”) in connection with the transfer of the listing of the Registrant’s common stock of the Registrant to The Nasdaq Stock Market LLC.

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

The securities to be registered hereby of the Registrant are the common stock, par value \$0.0001 per share of the Registrant. The description of the common stock set forth under the heading “Description of Securities” in the prospectus forming part of the Registrant’s Registration Statement on Form S-1 (File No. 333-254038), originally filed with the SEC on March 9, 2021, as thereafter amended and supplemented from time to time (the “Registration Statement”), is incorporated by reference herein. Any form of prospectus or prospectus supplement to the Registration Statement that includes such descriptions and that is subsequently filed is hereby also incorporated by reference herein.

### **Item 2. Exhibits.**

Pursuant to the Instructions as to Exhibits for 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.

**GIGCAPITAL5, INC.**

By: /s/ Dr. Raluca Dinu

Name: Dr. Raluca Dinu

Title: President, Chief Executive Officer, and Secretary

Date: April 12, 2023