
**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 (g) OF THE
SECURITIES EXCHANGE ACT OF 1934

MEDICENNA THERAPEUTICS CORP.
(Exact Name of Registrant as Specified In Its Charter)

Canada
(State or Other Jurisdiction of
Incorporation or Organization)

Not applicable
(I.R.S. Employer
Identification No.)

2 Bloor St. W., 7th Floor, Toronto, Ontario, Canada
(Address of Principal Executive Offices)

M4W 3E2
(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 Shares (no par value 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) 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: 333-238905

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

INFORMATION REQUIRED IN REGISTRATION STATEMENT

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

The securities to be registered consist of common shares, no par value ("**Common Shares**") of Medicenna Therapeutics Corp. (the "**Registrant**"). The description of the Registrant's Common Shares under the sections captioned "Description of Share Capital," "Certain Canadian Federal Income Tax Considerations," and "Certain U.S. Federal Income Tax Considerations" in the short form base shelf prospectus, which is included in the Registrant's registration statement on Form F-10 (File No. [333-238905](#)) (the "**Registration Statement**") initially filed with the Securities and Exchange Commission on June 3, 2020, as subsequently amended by any amendments to such Registration Statement, is incorporated herein by reference.

Item 2. Exhibits.

Under the "Instructions as to Exhibits" section of Form 8-A, no exhibits are required to be filed because no other securities of the Registrant are to be registered on The Nasdaq Stock Market LLC and the securities to be 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, in the City of Toronto, Province of Ontario, Canada on August 18, 2020.

MEDICENNA THERAPEUTICS CORP.

By: /s/ Elizabeth Williams

Name: Elizabeth Williams

Title: Chief Financial Officer
