

**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**

HCW BIOLOGICS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation)

82-5024477
(IRS Employer Identification Number)

2929 N Commerce Parkway
Miramar, FL
(Address of principal executive offices)

33025
(Zip Code)

Registrant's telephone number, including area code: (954) 842-2024

N/A
(Former name or former address, if changed since last report)

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

**Title of Each Class
to be so Registered**
Common Stock, \$0.0001 par value per share

**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), 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:

333-256510
(If applicable)

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

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

HCW Biologics, Inc. (the "Registrant") hereby incorporates by reference the description of its common stock, par value \$0.0001 per share, to be registered hereunder contained under the heading "Description of Capital Stock" in the Registrant's Registration Statement (as defined below) on Form S-1 (File No. 333-256510), as originally filed with the Securities and Exchange Commission (the "Commission") on May 26, 2021, as subsequently amended (the "Registration Statement"), and in the prospectus included in the Registration Statement to be filed separately by the Registrant with the Commission pursuant to Rule 424(b) under the Securities Act of 1933, as amended, which prospectus shall be deemed to be incorporated by reference herein.

Item 2. Exhibits.

In accordance with the "Instructions as to Exhibits" with respect to Form 8-A, no exhibits are required to be filed as part of this registration statement 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.

HCW BIOLOGICS, INC.

Date: July 9, 2021

By: /s/ Hing C. Wong
Name: Hing C. Wong
Title: Chief Executive Officer