

**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

**Stellus Capital Investment Corporation**  
(Exact name of registrant as specified in its charter)

Maryland  
(Jurisdiction of Incorporation  
or Organization)

46-0937320  
(IRS Employer  
Identification No.)

10000 Memorial Drive, Suite 500, Houston, TX  
(Address of principal executive offices)

77024  
(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

New York Stock Exchange

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: 333-184195

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 description of the common stock contained in the section entitled "Description of Our Capital Stock" in the Registration Statement on Form N-2 (File No. 333-184195), filed with the Securities and Exchange Commission under the Securities Act of 1933 on September 28, 2012, as amended from time to time, is incorporated by reference herein.

### Item 2. Exhibits.

Pursuant to the Instructions as to exhibits for registration statements on Form 8-A, the documents listed below are filed as exhibits to this Registration Statement:

Number	Exhibit
3.1	Articles of Amendment and Restatement of Stellus Capital Investment Corporation*
3.2	Bylaws of Stellus Capital Investment Corporation*
4.1	Form of Stock Certificate of Stellus Capital Investment Corporation*

\*Incorporated by reference to Stellus Capital Investment Corporation's registration statement on Form N-2 Pre-Effective Amendment No. 2 (File No. 333-184185), filed on October 23, 2012.

---

**SIGNATURES**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: November 7, 2012

**Stellus Capital Investment Corporation**

By: /s/ W. Todd Huskinson  
W. Todd Huskinson  
Chief Financial Officer

---

**EXHIBIT INDEX**

<b>Number</b>	<b>Exhibit</b>
3.1	Articles of Amendment and Restatement of Stellus Capital Investment Corporation*
3.2	Bylaws of Stellus Capital Investment Corporation*
4.1	Form of Stock Certificate of Stellus Capital Investment Corporation*

\*Incorporated by reference to Stellus Capital Investment Corporation's registration statement on Form N-2 Pre-Effective Amendment No. 2 (File No. 333-184195), filed on October 23, 2012.

---